SPECIAL WARRANTY DEED

BILL GARRETT, Davidson County
Trans:T20110047039 DEEDWARRSP
Recvd: 08/02/11 14:41 3 pgs
Fees:18.00 Taxes:101380.00
20110802-0059407

STATE OF TENNESSEE, COUNTY OF DAVIDSON

THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER FOR THIS TRANSFER IS $27,400,000.00.

Affiant

SUBSCRIBED AND SWORN TO BEFORE ME THIS 2nd DAY OF August, 2011.

NOTARY PUBLIC

My commission expires: 11-7-2012

JAMIE L. GASKINS STATE OF TENNESSEE NOTARY PUBLIC DAVIDSON COUNTY, TENN.

SEAL
NOTARY PUBLIC
Jamie L. Gaskins
My Commission Expires
November 7, 2012
STATE OF TENNESSEE

THIS INSTRUMENT WAS PREPARED BY:
Richard W. Sebastian, Attorney
ORTALE, KELLEY, HERBERT & CRAWFORD
2004 Fourth Avenue North, 3rd Floor
Nashville, TN 37219
File No. 24474

NAME/ADDRESS OF NEW OWNER:	SEND TAX BILLS TO:	MAP – PARCEL #
Bell Fund IV Midtown Apartments, LLC 300 North Green Street, Suite 1000 Greensboro, NC 27402	SAME	92-12-198.00

FOR AND IN CONSIDERATION of Ten ($10.00) Dollars, cash in hand paid by the hereinafter named Grantee, and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, **BRISTOL 1700 MIDTOWN, LLC**, a Delaware limited liability company, hereinafter called **"GRANTOR,"** has bargained and sold, and by these presents does transfer and convey unto **BELL FUND IV MIDTOWN APARTMENTS, LLC**, a Delaware limited liability company, hereinafter called **"GRANTEE,"** its successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows:

> Land in the 19th Councilmanic District of Davidson County, Tennessee, being Lot No. 1 shown on Final Plat, Bristol Midtown - State Street Property of record as Instrument No. 20080605-0058048 in the Register's Office for Davidson County, Tennessee, being more particularly described as follows:

Beginning at a railroad spike found at the northwest intersection corner of State Street and 17th Avenue, North, having a Tennessee State Plane Coordinate of North-664,713.11, East-1,733,293.97; thence with the West margin of State Street, South 58 deg. 54 min. 24 sec. West a distance of 350.00 feet to an iron pin set; thence with the same, South 58 deg. 54 min. 24 sec. West a distance of 150.00 ft. to an iron pin set; thence with the East margin of 18th Avenue, North, North 30 deg. 46 min. 44 sec. West a distance of 170.00 feet to a PK nail found in asphalt; thence with the South margin of Prison Alley, North 58 deg. 54 min. 24 sec. East a distance of 150.00 feet to an iron pin set; thence with the South margin of Prison Alley, North 58 deg. 54 min. 24 sec. East a distance of 350.00 feet to an iron pin set; thence with the West margin of 17th Avenue, North, South 30 deg. 46 min. 44 sec. East a distance of 170.00 feet to the point of beginning, having an area of 84,999 square feet, or 1.95 acres.

Being the same property conveyed to Bristol 1700 Midtown, LLC, a Delaware limited liability company, by Quitclaim Deed from Bristol State Street, LLC, a Tennessee limited liability company, of record as Instrument No. 20080505-0046022 in the Register's Office for Davidson County, Tennessee.

Said conveyance of the above-described parcel of land is subject to the following items:

1. Taxes and assessments for 2011 and subsequent years are a lien, but are not yet due and payable.
2. Easement to the City of Nashville for a 102-inch sanitary sewer line as referenced in Exceptions to Easement of record in Book 4952, page 197, in said Register's Office.
3. Inspection and Maintenance Agreement for Private Stormwater Management Facilities of record as Instrument No. 20080506-0046538 in said Register's Office.
4. Exception to Easement by The Metropolitan Government of Nashville and Davidson County of record as Instrument No. 20080930-0099176 in said the Register's Office for Davidson County, Tennessee.
5. Grant of Easement by and between Comcast of Nashville I, LLC, and Bristol 1700 Midtown, LLC, of record as Instrument No. 20091130-0109422 in said Register's Office.
6. Subject to all matters shown on Final Plat of Bristol Midtown - State Street Property of record as Instrument No. 20080605-0058048 in said Register's Office.
7. Subject to Urban Zoning Overlay of record as Metro Ordinance No. BL2000-364, made applicable by Ordinance No. BL-2000-476, of record in the Metropolitan Clerk's Office for Davidson County, Tennessee.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEE, its successors and assigns, forever, and GRANTOR does covenant with the said GRANTEE that it is lawfully seized and possessed of said land in fee simple, has a good right to convey it, and the same is unencumbered, unless otherwise herein set out; and GRANTOR does further covenant and bind itself, its successors and assigns, to warrant and forever defend the title to the said land to the said GRANTEE, its successors and assigns, claiming by or through Grantor, but not further or

otherwise. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

WITNESS our hands this 2nd day of August, 2011.

BRISTOL 1700 MIDTOWN, LLC,
A Delaware limited liability company

BY: _____

Its: Authorized Representative

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, RICHARD L. SEBASTIAN, a Notary Public in and for the County and State aforesaid, personally appeared DAVID M. HANCOCK, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence) and who, upon oath, acknowledged himself to be the Authorized Representative of the within named bargainor, a limited liability company, and that he as such Authorized Representative, being authorized so to do, executed the foregoing instrument for the purposes therein contained.

WITNESS my hand and seal at office this 2nd day of August, 2011.

_____
NOTARY PUBLIC

My commission expires:
3/10/2012

NOTARY PUBLIC
Richard W. Sebastian (SEAL)
My Commission Expires
March 10, 2012
STATE OF TENNESSEE

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