Davidson County DEEDWARRSP
Recvd: 08/09/12 12:15 6 pgs
Fees:33.00 Taxes:111185.00
20120809-0071154

PREPARED BY AND AFTER
RECORDING, RETURN TO:

Robert E. Farmer, III
Kaufman & Canoles, P.C.
2101 Parks Avenue, Suite 700
Virginia Beach, VA 23451

Parcel ID: 161-00-0-31.00 and 161-00-0-053.00

Main Tax Bills to:
Harbor Group International
999 Waterside Drive, Ste. 2300
Norfolk, VA 23510

SPECIAL WARRANTY DEED

THIS SPECIAL WARRANTY DEED (this "Deed") executed this 8 day of August, 2012, by the undersigned, whose address is c/o Lehman Brothers Holdings Inc., 1271 Avenue of the Americas, 39th Floor, New York, New York 10020 ("Grantor"), to **BRENTWOOD GARDENS ASSOCIATES, LLC**, a Delaware limited liability company, whose address is 999 Waterside Drive, Suite 2300, Norfolk, VA 23510 ("Grantee").

For and in consideration of the sum of Ten and No/100 Dollars ($10.00) and other good and valuable consideration in hand paid to the Grantee, the receipt and sufficiency of such consideration being hereby acknowledged, Grantor does hereby GRANT, BARGAIN, SELL, and CONVEY unto Grantee all of Grantor's right, title and interest in and to that certain real property located at 100 Brentwood Place, Nashville, Tennessee being more particularly described in **Exhibit A** attached hereto and made a part hereof for all purposes, together with all buildings, improvements and fixtures located thereon and owned by Grantor as of the date hereof and all rights, privileges and appurtenances pertaining thereto (collectively, the "Property"). This conveyance is made by Grantor and accepted by Grantee subject to all covenants, conditions, restrictions of record. Grantor declares that this conveyance is freely and fairly made, that Grantor is not acting under any misapprehension as to the effect hereof, that Grantor is acting freely and voluntarily and is not acting under coercion or duress.

The actual consideration or value, whichever is greater for this transfer is $30,050,000.00.

[remainder of page intentionally blank]

IN WITNESS WHEREOF, this Deed has been executed by Grantor as of the date set forth above.

GRANTOR:

ARBORS OF BRENTWOOD APARTMENTS LLC,
a Delaware limited liability company

BY: **TN Nashville Portfolio Holdings LLC**, a Delaware limited liability company, as managing member

By: **PAMI Holdings LLC**, a Delaware limited liability company, as managing member

By: **Lehman Brothers Holdings Inc.**, as managing member

By: _____
Name: Anthony Barsanti
Its: Vice President

STATE OF New York §
§
COUNTY OF New York §

On August 3, 2012, before me, the undersigned, a notary public in and for said State, personally appeared Anthony Barsanti, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies) and that, by his/her/their signature(s) on the instrument, the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

_____ Notary Public

My Commission Expires:

_____

NANCY SHARPERSON
Notary Public, State of New York
No. 01SH6239138
Qualified in Westchester County
Term Expires April 18, 2015

[Special Warranty Deed Signature Page]

EXHIBIT A

LEGAL DESCRIPTION

All that lot, piece or parcel of land with the buildings and improvements thereon erected, situate, lying and being in the City of Hermitage, County of Davidson, State of Tennessee

Parcel A
LAND in Davidson County, Tennessee, being a tract of land, lying on the First Civil District of Davidson County, Tennessee, being Lot 1, on the plan of The Arbors of Brentwood, as shown on the plan of record in Book 6250, page 530, Register's Office for Davidson County, Tennessee, to which plan reference is hereby made for a more complete and accurate description of said lot and being more particularly described as follows:

BEGINNING at a point lying on the easterly margin of Edmondson Pike, said point being the most northwesterly corner of the herein described tract and the most southwesterly corner of the Ira T. Adams Property (Ashlawn Apts.) as of record in Deed Book 4671, page 729; thence leaving the easterly margin of Edmondson Pike, and with the southerly line of the said Ira T. Adams Property, South 79 degrees, 50 minutes, 27 seconds East, a distance of 532.08 feet to an existing iron pin, said point being the most southeasterly corner of the Ira T. Adams Property; thence with the easterly line of the Ira T. Adams Property, North 04 degrees 17 minutes, 35 seconds East a distance of 438.09 feet to an existing iron pin, said point being the most northeasterly corner of the said Ira T. Adams Property and lying on the southerly line of the James L. Rains Property, as of record in Deed Book 4298, page 142, Register's Office for Davidson County, Tennessee; thence with the southerly line of said James L. Rains Property, South 70 degrees 50 minutes 06 seconds East, a distance of 343.56 feet to a point; thence with the southerly line of the Villages of Brentwood Subdivision, as of record in Plat Book 5200, page 613, Register's Office for Davidson County, Tennessee, South 70 degrees, 23 minutes, 48 seconds, East a distance of 1,124.78 feet to an existing iron pin, said iron pin being the most southeasterly corner of Lot 3 on the said Villages of Brentwood plat and lying on the westerly margin of a dedicated road (unnamed); thence with the westerly margin of a proposed extension of said dedicated road, with a curve to the left, having a radius of 560.00 feet, a distance of 107.77 feet and a chord bearing of South 05 degrees, 33 minutes, 21 seconds West a chord distance of 107.61 feet to a point; thence continuing with the westerly margin of said proposed road South 0 degrees 02 minutes, 33 seconds West, a distance of 205.49 feet to a point, said point lying on the northerly line of the George T. Hicks Property as of record in Deed Book 5489, page 6, Register's Office for Davidson County, Tennessee; thence leaving the westerly margin of said proposed road, and with the northerly line of the said George T. Hicks Property; South 89 degrees 57 minutes 27 seconds West, a distance of 114.57 feet to an existing hub and tack, said point being the most northwesterly corner of the said George T. Hicks Property; thence with the northerly margin of Warren Avenue (unimproved), South 89 degrees 22 minutes, 42 seconds West, a distance of 666.13 feet to a point; thence continuing with the northerly margin of said Warren Avenue, South 88 degrees, 53 minutes 20 seconds West, a distance of 358.43 feet to a point; thence continuing with the northerly margin of said Warren Avenue, South 89 degrees, 39 minutes, 18 seconds West, a distance of 466.15 feet to an existing iron pipe, said point lying on the northerly margin of said Warren Avenue; thence leaving the northerly margin of said Warren Avenue and with the easterly line of the Thelma G. Rucker Property, as of record in Deed Book 4854, page 964, Register's Office for Davidson County, Tennessee, North 02 degrees, 53 minutes, 42 seconds East a distance of 141.34 feet to an existing iron pin; thence with the northerly line of the said Thelma G. Rucker Property, North 88 degrees, 24 minutes, 19 seconds West, a distance of 339.89 feet to a point on the easterly

margin of Edmondson Pike; thence with the easterly margin of Edmondson Pike North 01 degree, 21 minutes 15 seconds East, a distance of 326.12 feet to the point of beginning, containing 22.453 acres, more or less.

Parcel B:
LAND in Davidson County, Tennessee, being Lot No. 2, on the plan of Phase II, Arbors of Brentwood, as shown on plat of record in Plat Book 6250, Page 880, in the Register's Office of Davidson County, Tennessee, to which plat reference is hereby made for a more particular description, and being more particularly described as follows:

Beginning at a point on the Easterly margin of Edmonson Pike, said point being the southwesterly corner of the Crow Arbors of Brentwood Assoc. Property, as of record in Book 6435, Page 290 Register's Office Davidson County, Tennessee, and also being the most northwesterly point of the herein described tract; thence with the common line of the said Crow Arbors of Brentwood Assoc. Property and the herein described tract south 88°24' 19" east a distance of 337.55 feet to a point; thence south 02°53'42" west a distance of 141.34 feet to a point on the northerly margin of the (unimproved) Warren Avenue, (now closed); thence with the northerly line of Warren Avenue (now closed) north 89 deg. 39' 18" east a distance of 466.15 feet to a point; thence continuing north 88°53 '20" east a distance of 358.43 feet to a point; thence continuing north 89°22' 42" east a distance of 666.13 feet to a point, on the westerly line of the George T. Hicks property, as of record in Book 5489, Page 6 Register's Office Davidson County, Tennessee, thence leaving the said northerly line of Warren Avenue, and with the westerly line of the George T. Hicks property, as of record in Book 5489, Page 6, Register's Office, Davidson County, Tennessee, south 02°29'58 east a distance of 50.03 feet to a point; thence south 00°57'28" west a distance of 453.34 feet to an existing iron pin; thence leaving the said George T. Hicks property, and with the northerly line of the Seretha R. Oldham property, as of record in Book 6055, Page 410 Register's Office Davidson County, Tennessee, and Book 6043, page 515 Register's Office, Davidson County, Tennessee, north 89°02'19" west a distance of 1221.57 feet to an existing iron pin; thence leaving the said Seretha R. Oldham Property, and with the common line of the Thelma R. Rucker property, as of record in Book 5241, Page 156, Register's Office Davidson County, Tennessee, and the herein described tract, north 00°54'57" west a distance of 135.03 feet to an existing iron pin; thence north 80° 11 '26" west a distance of 294.33 feet to an existing iron pin; thence north 85°36' 28" west a distance of 312.44 feet to a point on the easterly margin of said Edmonson Pike; thence with the said easterly margin of Edmonson Pike north 01°21' 15" east a distance of 407.35 feet to the point of beginning, containing 18.75 more or less acres.

Arbors of Brentwood Apartments, LLC by deed from EQR-Arbors Vistas, Inc. dated August 9, 2007 and recorded August 16, 2007, in the Davidson County, Tennessee, in Instrument No. 20070816-0098052.

STATE OF New Jersey
COUNTY OF Ocean

The actual consideration or true value, whichever is greater for this transfer is $ 30,050.00.

Diane Whitman
Affiant

Subscribed and sworn to before me, this the 9 Day of August 2012

Notary

DANIELA F. GRACA
NOTARY PUBLIC - NEW JERSEY
COUNTY OF OCEAN
My Commission Expires
8/5/2015

Certificate of Authenticity

I, Chana Waldman, do hereby make oath that I am a licensed attorney and/or the custodian of the electronic version of the attached document tendered for registration herewith and that this is a true and correct copy of the original document executed and authenticated according to law.

Chana Waldman

Signature

State of New Jersey

County of Ocean

Personally appeared before me, Daniela Graca, a notary public for this county and state, Chana Waldman who acknowledges that this certification of an electronic document is true and correct and whose signature I have witnessed.

Notary's Signature

My Commission Expires: 8/5/2015.

Notary's Seal (If on paper)

DANIELA F. GRACA
NOTARY PUBLIC - NEW JERSEY
COUNTY OF OCEAN
My Commission Expires
8/5/2015