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THIS INSTRUMENT PREPARED BY:
Hunton & Williams LLP
951 East Byrd Street
Richmond, Virginia 23219

BILL GARRETT, Davidson County
Trans:T20130025387 DEEDWARRSP
Recvd: 03/28/13 15:00 7 pgs
Fees:38.00 Taxes:141340.00
20130328-0030839

* NAME AND ADDRESS OF NEW OWNER
* AND SEND TAX BILLS TO:
* GCA Canyon Ridge, LLC
* 5004 Monument Avenue, Suite 200
* Richmond, Virginia 23230
*
* Source of Grantor's Title:
* Deed recorded as Instrument
* 20080915-0094367, in the
* Davidson County, TN Register's Office
*
* Tax Map 86, Parcel 343 (Tract I)
* Tax Map 97, Parcel 8 (Tract II)

SPECIAL WARRANTY DEED

THIS INDENTURE, is made as of the 27 day of March, 2013, between **G&E APARTMENT REIT CANYON RIDGE, LLC**, a Delaware limited liability company ("Grantor") and **GCA CANYON RIDGE, LLC**, a Virginia limited liability company ("Grantee").

WITNESSETH:

That Grantor, or and in consideration of the sum of Ten and no/100 Dollars ($10.00) and for other good and valuable consideration in hand paid by Grantee, the receipt of which is hereby acknowledged, has granted, bargained, sold and conveyed, and does hereby grant, bargain, sell and convey unto Grantee the following described real estate, with the hereditaments and appurtenances thereto appertaining, to-wit:

SITUATE in Second Civil District of Nashville, Davidson County, and being more particularly bounded and described as shown on Exhibit A attached hereto (the "Property").

TO HAVE AND TO HOLD the Property to the said Grantee, its successors and assigns, in fee simple, forever.

And Grantor, for itself, its successors and assigns, does hereby covenant with Grantee, that Grantor is lawfully seized in fee of the Property; that it has a good right to sell and convey the same; that the same is subject only to the current year's real estate taxes (which are to be prorated), applicable zoning and building regulations and any and all validly existing encumbrances, easements, conditions and restrictions reflected in the land records of the County of Davidson, Tennessee; and that it will warrant and forever defend the title to the Property against the lawful claims and demands of all parties claiming by, through or under the Grantor, but not further or otherwise, subject to matters of record.

THE PREPARER OF THIS DEED MAKES NO REPRESENTATION AS TO THE STATUS OF TITLE TO THE PROPERTY DESCRIBED ON EXHIBIT A HERETO. THIS DEED HAS BEEN PREPARED SOLELY FROM INFORMATION FURNISHED TO THE PREPARER WHO MAKES NO REPRESENTATION WHATSOEVER OTHER THAN IT HAS BEEN ACCURATELY TRANSCRIBED FROM THE INFORMATION PROVIDED. The terms "Grantor" and "Grantee" and any pronouns shall be read in the singular and plural number and in such gender as the context may require.

[Signature Page Follows.]

IN WITNESS WHEREOF, Grantor has executed this Special Warranty Deed as of the date first written above.

G&E APARTMENT REIT CANYON RIDGE, LLC, a Delaware limited liability company

By: Landmark Apartment Trust of America Holdings, LP
Its: Manager and Sole Member

By: Landmark Apartment Trust of America, Inc.
Its: General Partner

By: Gus G Remppies
Name: Gus G. Remppies
Title: President

STATE OF Virginia
~~COUNTY~~ CITY OF Richmond

Before me, Cynthia G Utley, a Notary Public for the State and County aforesaid, personally appeared Gus G. Remppies, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, swore to and acknowledged himself to be the President of Landmark Apartment Trust of America, Inc., as General Partner of Landmark Apartment Trust of America Holdings, LP, as Manager and Sole Member of G&E Apartment REIT Canyon Ridge, LLC, a Delaware limited liability company, the within-named bargainor, and that he as such President, executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by himself as President.

WITNESS my hand and seal at office in Richmond, Virginia, this 25th day of March, 2013.

Cynthia G Utley
Notary Public

My commission expires: April 30, 2013

CYNTHIA G. UTLEY NOTARY PUBLIC REG # 221770 MY COMMISSION EXPIRES 04/30/13 COMMONWEALTH OF VIRGINIA

AFFIDAVIT

I, or we, hereby swear or affirm that the actual consideration for this transfer or value of the property transferred, whichever is greater, is $38,200,000.00, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

Affiant

Subscribed and sworn to before me this 25th day of March, 2013.

Notary Public

My commission expires: April 30, 2013



Exhibit A

Tract I:

Being a parcel of land in the Second Civil District of Nashville, Davidson County, Tennessee, located in the southwest quadrant of the intersection of Central Pike and State Route 45 Fly-Over being more particularly described as follows:

Beginning at a concrete highway monument at the intersection of the westerly margin of State Route 45 and the southerly margin of Central Pike;

Thence, with the westerly margin of State Route 45, the following calls;

S 05 deg. 58' 29" W, 633.37 feet to a point,

S 05 deg. 27' 21" E, 468.99 feet to a concrete monument,

S 06 deg. 22' 46" E, 22.38 feet to a concrete monument,

S 24 deg. 08' 35" W, 395.95 feet to a concrete monument,

S 46 deg. 33' 27" W, 318.70 feet to a concrete monument,

S 54 deg. 12' 24" W, 970.23 feet to a concrete monument,

Thence, leaving Interstate 40 with the easterly line of Oakwell Farms Apartments of record in Plat Book 6250, page 981, R.O.D.C., N 04 deg. 08' 26" E, 519.19 feet to an iron pin;

Thence, with the south line of Canyon Ridge, LLC, of record in Instrument No. 200308150118070, R.O.D.C., S 82 deg. 52' 12" E, 322.95 feet to a point;

Thence, with the east line of Canyon Ridge, LLC, N 31 deg. 48' 51" W, 266.49 feet to a point in the line of ERP Operating Limited Partnership of record in Instrument No, 200001100003209 R.O.D.C.;

Thence, with the easterly line of ERP Operating Limited Partnership, the following calls:

N 63 deg. 59' 14" E, 518.92 feet to a point,

N 27 deg. 33' 07" E, 179.45 feet to an iron pin,

N 00 deg. 48' 36" W, 319.36 feet to a point,

N 89 deg. 11' 24" E, 329.68 feet to a point,

With a curve concave to the west having a central angle of 04 deg. 41' 15", a radius of 970.00 feet
and a chord of N 03 deg. 09' 14" W , 79.34 feet for an arc length of 79.36 feet to a point,

N. 05 deg. 29' 51" W, 204.18 feet to a point,

With a curve concave to the west having a central angle of 54 deg, 06' 02", a radius of 275.00 feet and a chord of N 32 deg. 32' 52" W, 250.13 feet for an arc length of 259.66 feet to a point,

N 59 deg. 35' 53" W, 102.80 feet to a point,

With a curve concave to the north having a central angle of 17 deg. 12' 34", a radius of 335.00 feet and a chord of N 50 deg. 59' 35" W, 100.24 feet to an arc length of 100.62 feet to a point,

S 47 deg. 36' 41" W, 71.82 feet to a point,

N 54 deg. 58' 07" W, 702.90 feet to a point in the southerly margin of Central Pike,

Thence, with said margin, S 84 deg. 09' 21" E, 74.65 feet to a point,

Thence, with a curve concave to the north having a central angle of 04 deg. 29' 35", a radius of 5,764.58 feet and a chord of S 86 deg. 29' 16" E, 451.93 feet for an arc length of 452.05 feet to a point,

Thence, S 87 deg. 36' 26" E, 100.00 feet to a point,

Thence, S 02 deg. 23' 34" W, 7.00 feet to a point,

Thence, S 87 deg. 36' 26" E, 330.00 feet to a point,

Thence, S 64 deg. 16' 37" E, 117.89 feet to the Point of Beginning.

Containing 922,779 square feet or 21.18 acres, more or less.

Tract II:

Being a parcel of land in the Second Civil District of Nashville, Davidson County, Tennessee, located east of Dodson Chapel Road between Central Pike and Interstate 40 and being more particularly described as follows:

Beginning at an iron pin at the common corner of ERP Operating Limited Partnership of record in Instrument No. 200001100003209, R.O.D.C., and Canyon Ridge, LLC, of record in Instrument No. 20030815118069, R.O.D.C., said pin being S 83 deg. 23 min. 40 sec. E, 356.71 feet and S 84 deg. 53 min. 55 sec. E, 1021.32 feet from an iron pin in the east margin of Dodson Chapel Road,

Thence, with Canyon Ridge, LLC, S 31 deg. 48 min. 51 sec. E, 266.49 feet to a point,

Thence, N 82 deg, 52 min. 12 sec. W, 322.95 feet to an iron pin in the east line of Oakwell Farms of record in Book 11448, page 860, R.O.D.C.,

Thence, with said Oakwell Farms, N 02 deg. 37 min. 38 sec. E, 201.82 feet to a point in the south line of ERP Operating Limited Partnership,

Thence, with the line of ERP Operating Limited Partnership S 84 deg. 53 min. 55 sec. E, 171.40 feet to the Point of Beginning.

Containing 50,747 square feet or 1.16 acres, more or less.

BEING the same property conveyed to G&E Apartment REIT Canyon Ridge, LLC, a Delaware limited liability company by Deed of record in Instrument 20080915-0094367, in the Davidson County, TN Register's Office.