This instrument was prepared by:

Frost Brown Todd LLC
150 3rd Avenue South, Suite 1900
Nashville, TN 37201

After recording return to:

Douglas B. McDonald, Esq.
Venable LLP
8010 Towers Crescent Drive
Suite 300
Tysons Corner, VA 22182

BILL GARRETT, Davidson County
Trans:T20130065123 DEEDWARRSP
Recvd: 07/30/13 14:48 11 pgs
Fees:58.00 Taxes:44400.00
20130730-0079370

Address of New Owners as follows:	**Send Tax Bills to:**	**Map/Parcel Numbers:**
HILLWOOD POINTE, LLC 1661 Worthington Road, Suite 100 West Palm Beach, Florida, 33409 Attention: William Stolberg	HILLWOOD POINTE, LLC 1661 Worthington Road, Suite 100 West Palm Beach, Florida, 33409 Attention: William Stolberg	**102-04-0-097.00**

STATE OF Florida

COUNTY OF Palm Beach

The actual consideration of this transfer is $ 12,000,000.00

Affiant (Grantee)

Sworn to and subscribed before me, this 24th day of July, 2013.

Notary Public

My commission expires: 6/19/2017

Notary Public State of Florida
John Halvorson
My Commission FF 010818
Expires 06/19/2017

SPECIAL WARRANTY DEED
(Hillwood Pointe Apartments)

HILLWOOD POINTE APARTMENTS TENNESSEE, LLC, a Delaware limited liability company ("Grantor") FOR AND IN CONSIDERATION OF the sum of TEN DOLLARS, cash in hand paid by the hereinafter named Buyer, and other good and valuable consideration, the receipt and legal sufficiency of which is hereby acknowledged, hereby grants, bargains, sells and by these presents does grant, transfer and convey unto HILLWOOD POINTE, LLC, a Tennessee limited liability company ("Grantee"), and Grantee's heirs and assigns, all of Grantor's interest in a certain tract of land in Davidson County, Tennessee, described on Exhibit A attached hereto and incorporated herein by reference, and any improvements thereon (the "Property").

Grantor covenants (a) lawful seisin of the Property, (b) full right and power to convey same, and (c) that the Property is free and clear of all liens and encumbrances, except those listed in the Exhibit "B" attached hereto and incorporated herein by reference.

TO HAVE AND TO HOLD the said real property, together with all rights and appurtenances thereunto belonging or in any wise appertaining to Grantee, its heirs and assigns, forever in fee simple.

Grantor further covenants and binds itself, its representatives, successors and assigns to warrant specially and forever defend the title to said real estate to Grantee, and Grantee's successors and assigns, against the lawful claims of all persons claiming through and under Grantor (other than claims arising out of the matters set forth), 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.

This Deed is an absolute conveyance of Grantor's right, title and interest in the aforesaid Property and is not intended as a mortgage, trust, conveyance or security of any kind.

IN WITNESS WHEREOF, Grantor has caused this Special Warranty Deed to be executed effective as of the 29th day of July, 2013.

GRANTOR:

HILLWOOD POINTE APARTMENTS, TENNESSEE, LLC, a Delaware limited liability company

CIMF CVI-IV HOLDINGS, LLC,
a Delaware limited liability company,
its sole member

By: _____
Name: RYAN ANHOLT
Title: Authorized Signatory

State of NEW YORK)
) ss.
County of NEW YORK)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named DEAN RAVOSA, who acknowledged that he executed the foregoing for the purposes herein contained and further acknowledged that he is AUTHORIZED SIGNATORY of CIMF CVI-IV HOLDINGS, LLC, a Delaware limited liability company, sole member of HILLWOOD POINTE APARTMENTS TENNESSEE, LLC a Delaware limited liability company, the Maker, and is authorized by the Maker to execute this instrument on its behalf. Witness my hand and official seal this 25TH day of July, 2013.

Notary Public

JEANNY TSOU
NOTARY PUBLIC-STATE OF NEW YORK
No. 01TS6120437
Qualified In New York County
My Commission Expires December 20, 2016

My Commission Expires: Dec 20, 2016

EXHIBIT A

PROPERTY DESCRIPTION
(See Attached)

Being a tract of land lying in Nashville, Davidson County, Tennessee and being more particularly described as follows:

Beginning at an existing iron rod on the northerly right-of-way line of Charlotte Pike at a corner common with Tract "A" Wiggins Plaza of record in Plat Book 4860, Page 81;

Thence leaving the northerly right-of-way line of Charlotte Pike, 70 feet in width, with the easterly lot line of said Tract "A", North 45 deg 17 min 04 sec West, 343.71 feet to an existing iron rod;

Thence beginning with the southerly lot line of Tract "A" and then with the southerly property line of Ulax Estates, Inc. of record in Book 7753, Page 398, North 42 deg 05 min 42 sec East, 149.73 feet to an existing iron rod on the southwest corner of Lot 1, Mount Hickory Subdivision of record in Plat Book 4175, Page 47;

Thence with the southerly lot line of said Lot 1, Mount Hickory Subdivision for the following four calls:

1) North 49 deg 30 min 19 sec East, 431.85 feet to an existing iron rod,
2) North 48 deg 21 min 18 sec East, 305.11 feet to an existing concrete monument,
3) North 51 deg 31 min 20 sec West, 42,85 feet to an existing iron rod,
4) North 54 deg 21 min 00 sec East, 90.00 feet to an existing iron rod at a corner common with lots 834 and 835, Charlotte Park, Section 22 of record in Plat book 3700, Page 67;

Thence with the southerly property line of said Charlotte Park, Section 22 for the following four calls:

1) South 45 deg 50 min 28 sec East, 121.59 feet to an existing concrete monument,
2) North 80 deg 49 min 00 sec East, 245.24 feet to an existing concrete monument,
3) North 66 deg 18 min 06 sec East, 255.66 feet to an existing iron rod,
4) North 06 deg 27 min 54 sec West, 122.00 feet to an existing iron rod on the southerly right-of-way line of Wilclay Drive, 50 feet in width;

Thence with the southerly right-of-way line of Wilclay Drive for the following four calls:

1) North 83 deg 32 min 06 sec East, 101.90 feet to an iron rod set,
2) With a curve to the right having a radius of 145.30 feet, a curve length of 127.60 feet and a chord bearing and distance of South 71 deg 18 min 25 sec East, 123.54 feet to an iron rod set,
3) South 46 deg 08 min 56 sec East, 25.53 feet to an existing iron rod,
4) With a radius return to Charlotte Pike having a radius of 25.00 feet, a curve length of 39.54 feet and a chord bearing and distance of South 00 deg 50 min 22 sec East, 35.55 feet to an existing iron rod on the northerly right-of-way line of Charlotte Pike;

Thence with the northerly right-of-way line of Charlotte Pike for the following six calls:

1) With a curve to the right having a radius of 2827.50 feet, a curve length of 39.60 feet and a chord bearing and distance South 44 deg 52 min 37 sec West, 39.61

feet to an existing iron rod,
2) South 49 deg 13 min 15 sec West, 140.39 fee to an existing iron rod,
3) With a curve to the right having a radius of 3712.50 feet, a curve length of 673.27 feet and a chord bearing and distance of South 53 deg 55 min 43 sec West 672.36 feet to an existing iron rod,
4) With a curve to the left having a radius of 1950 feet, a curve length of 432.80 feet and a chord bearing and distance South 52 deg 45 min 58 sec West, 431.90 feet to an existing iron rod,
5) With a curve to the left having a radius of 1945 feet, a curve length of 169.17 feet and a chord bearing and distance of South 43 deg 54 min 54 sec West, 169.11 feet
to an existing railroad spike,
6) South 41 deg 25 min 26 sec West, 151.37 feet to the point of beginning, containing 455,381 square feet or 10.454 acres more or less.

TOGETHER with appurtenant easements of record in that certain Non-Exclusive Easement Agreement of record in Book 10812, page 371, Register's Office for Davidson County, Tennessee.

Being that same property that was conveyed to Hillwood Pointe Apartments Tennessee, LLC, by Ulax Hillwood Pointe, Inc., dated June 12, 2007, and recorded on July 17, 2007, as Instrument Number 20070717-0085079 in the Register's Office of Davidson County, Tennessee.

EXHIBIT B

PERMITTED EXCEPTIONS
(See Attached)

PERMITTED ENCUMBRANCES

HILLWOOD POINTE APARTMENTS

1. RIGHTS OF TENANTS IN POSSESSION, AS TENANTS ONLY UNDER THE PRIOR UNRECORDED WRITTEN RESIDENTIAL LEASES LISTED IN THAT CERTAIN SETTLEMENT AGREEMENT AND RELEASE BY AND AMONG FANNIE MAE, THE GRANTOR AND CERTAIN OTHER PARTIES DATED JULY [29], 2013

2. TAXES FOR THE YEAR 2013 A LIEN, NOT YET DUE AND PAYABLE

3. MULTIFAMILY DEED OF TRUST, ASSIGNMENT OF RENTS AND SECURITY AGREEMENT FROM HILLWOOD POINTE APARTMENTS TENNESSEE, LLC, A DELAWARE LIMITED LIABILITY COMPANY TO WILLIAM L. ROSENBERG, A RESIDENT OF DAVIDSON COUNTY, TENNESSEE, AS TRUSTEE FOR WACHOVIA MULTIFAMILY CAPITAL, INC., A DELAWARE CORPORATION, DATED JULY 9, 2007, FILED OF RECORD JULY 17, 2007, AS INSTRUMENT NO. 20070717-0085080, IN THE ORIGINAL AMOUNT OF $10,048,100.00.

   FBT OF TENNESSEE, INC., A TENNESSEE CORPORATION, WAS APPOINTED AS SUBSTITUTE TRUSTEE, BY NOTICE OF APPOINTMENT OF SUBSTITUTE TRUSTEE OF RECORD IN INSTRUMENT NO. 20130313-0025120, IN THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

   ASSIGNMENT OF MULTIFAMILY DEED OF TRUST, ASSIGNMENT OF RENTS AND SECURITY AGREEMENT MADE BY WACHOVIA MULTIFAMILY CAPITAL, INC. TO FANNIE MAE, DATED AS OF JULY 9, 2007 AND RECORDED JULY 17, 2007 AS INSTRUMENT NO. 20070717-0085081, IN THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

   FIRST AMENDMENT TO MULTIFAMILY DEED OF TRUST, ASSIGNMENT OF RENTS AND SECURITY AGREEMENT (INCLUDING FIXTURE FILING), DATED AS OF JULY 25, 2007, RECORDED AUGUST 8, 2007, AS INSTRUMENT NO. 20070808-0094756, IN THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

4. UCC-1 FINANCING STATEMENT NAMING HILLWOOD POINTE APARTMENTS TENNESSEE, LLC, DEBTOR, AND FANNIE MAE, SECURED PARTY, OF RECORD AS INSTRUMENT NO. 20070806-0093282, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

   UCC-1 FINANCING STATEMENT AMENDMENT OF RECORD IN INSTRUMENT NO.20120215-0013193, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

5. EASEMENT GRANTED TO THE CITY OF NASHVILLE ACTING BY AND THROUGH THE ELECTRIC POWER BOARD OF RECORD IN BOOK 2703, PAGE 78, IN THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

6. AGREEMENT FOR DEDICATION OF EASEMENT FOR SANITARY SEWERS AND/OR STORM DRAINAGE OF RECORD IN BOOK 4288, PAGE 224 AND IN BOOK 4306, PAGE 211, BOTH IN THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

7. AGREEMENT FOR DEDICATION OF EASEMENT FOR SANITARY SEWERS AND/OR STORM DRAINAGE OF RECORD IN BOOK 5016, PAGE 898, IN THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

8. AGREEMENT FOR DEDICATION OF EASEMENT FOR SANITARY SEWERS AND/OR STORM DRAINAGE OF RECORD IN BOOK 5069, PAGE 569, 572 AND 584, IN THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

9. ALL MATTERS AS SHOWN ON THE PLAN OF CHARLOTTE PARK SECTION 22 OF RECORD IN PLAT BOOK 3700, PAGE 67, IN THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

10. TERMS AND CONDITIONS OF THE DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS OF RECORD IN BOOK 7688, PAGE 527 AND IN BOOK 7810, PAGE 182, BOTH IN THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

11. GRANT OF OVERHEAD LINE EASEMENT TO THE METROPOLITAN GOVERNMENT OF NASHVILLE AND DAVIDSON COUNTY, ACTING BY AND THROUGH THE ELECTRIC POWER BOARD OF RECORD IN BOOK 10273, PAGE 129, IN THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

12. DEED OF CONVEYANCE FOR WATER MAIN TO THE METROPOLITAN GOVERNMENT OF NASHVILLE AND DAVIDSON COUNTY, TENNESSEE OF RECORD IN BOOK 8172, PAGE 929, IN THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

13. DEED OF CONVEYANCE TO THE METROPOLITAN GOVERNMENT OF NASHVILLE AND DAVIDSON COUNTY DEPARTMENT OF WATER AND SEWERAGE OF RECORD IN BOOK 10623, PAGE 899, IN THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

14. TERMS AND CONDITIONS OF A NON-EXCLUSIVE EASEMENT AGREEMENT BY AND BETWEEN ULAX ESTATES, INC., A NORTH CAROLINA CORPORATION, AND ULAX HILLWOOD POINTE, INC., A TENNESSEE CORPORATION, OF RECORD IN BOOK 10812, PAGE 371, IN THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

15. EASEMENT AS GRANTED TO THE TENNESSEE ELECTRIC POWER BOARD OF RECORD IN BOOK 724, PAGE 158, IN THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

16. EASEMENTS AS CONTAINED IN THE QUITCLAIM DEED TO WIGGINS ASSOCIATES OF RECORD IN BOOK 4976, PAGE 283, IN THE REGISTERS OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

17. ANY FACT, RIGHTS, INTERESTS OR CLAIMS THAT MAY EXIST OR ARISE BY REASON OF THE FOLLOWING MATTERS DISCLOSED BY A SURVEY PREPARED BY R. SCOT CHERRY, RLS NO. 1512, CHERRY LAND SURVEYING, INC., DATED MAY 17, 2007, LAST REVISED JUNE 25, 2007:

A. FENCE MEANDERS INSIDE AND OUTSIDE THE LAND'S BOUNDARY TO THE NORTH AND WEST

B. PARKING AREAS ARE LOCATED ON UTILITY EASEMENTS AT VARIOUS LOCATIONS