

**IN THE UNITED STATES DISTRICT COURT
FOR THE MIDDLE DISTRICT OF TENNESSEE
NASHVILLE DIVISION**

PARK NASHVILLE PARTNERS, LLC,)	
)	
Plaintiff,)	
)	
v.)	No. 3:08-cv-156
)	Judge Wiseman
COLONIAL REALTY LIMITED PARTNERSHIP))	Magistrate Judge Griffin
and CMS/COLONIAL MULTIFAMILY)	
HICKORY POINT, JV, L.P.,)	
)	
Defendants.)	

**AGREED ORDER DIRECTING CLERK TO DISBURSE FUNDS AND OF DISMISSAL
WITH PREJUDICE**

It appearing to the Court, as evidenced by the signatures of the counsel for the parties listed below, that the parties have reached an agreement concerning the distribution of funds interpled with the Clerk of Court in this action, and regarding dismissal of this action and all claims and counter-claims that have been or could have brought by the parties to this action, it is hereby ORDERED, ADJUDGED AND DECREED as follows:

1. Pursuant to the Court’s Order of May 23, 2008 (Doc. No. 24), Chicago Title Insurance Company deposited \$523,134 with the Clerk (the “Funds”). By the contemporaneously entered Agreed Order Placing Funds Into An Interest Bearing Account of that same date (Doc. No. 25), and pursuant to Local Rule 67.01(b), the Court directed the Clerk to place the Funds into an interest bearing account with the Bank of America. The Clerk was also directed by the Agreed Order (Doc. No. 25) to deduct a registry fee in an amount equal to ten percent (10%) of the interest earned in accordance with Administrative Order #124.

2. Plaintiff Park Nashville Partners, LLC (“Park Nashville”) and Defendants Colonial Realty Limited Partnership (“Colonial”) and CMS/Colonial Multifamily Hickory Point,

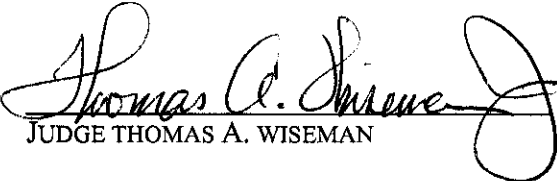
JV, L.P., have agreed that the funds interpled with the Court, including all accrued interest, should be distributed, as follows: ninety-five percent (95%) to Colonial and five percent (5%) to Park Nashville.

3. The Clerk will deduct a fee from the interest earned on the interpled funds equal to ten percent (10%) of the interest earned since the funds deposit with the Bank of America pursuant to the Court's Orders of May 23, 2008.

4. Immediately upon entry of this Order, the Clerk and Bank of America shall distribute the Funds, including all accrued interest minus a fee to the Clerk of ten percent (10%) of the interest earned since the Funds were deposited with Bank of America, upon the terms set forth in this Order by check or wire to counsel for Park Nashville, Boulton Cummings Connors Berry, PLC, and to counsel for Colonial, Baker, Donelson, Bearman, Caldwell & Berkowitz, P.C..

4. Any and all claims or counterclaims that have been or could have been brought by any of the parties to this action are dismissed with prejudice. The parties shall bear their own costs and attorneys' fees and expenses.

Enter this the 23 day of December, 2008.


JUDGE THOMAS A. WISEMAN