FORM 8-K

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MID AMERICA APARTMENT COMMUNITIES INC

CIK:**912595**| IRS No.: **621543819** | State of Incorp.:**TN** | Fiscal Year End: **1231**
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SIC: **6798** Real estate investment trusts

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON D.C. 20549

Form 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES AND EXCHANGE ACT OF 1934

August 3, 2001
Date of Report (Date of earliest event reported)

MID-AMERICA APARTMENT COMMUNITIES, INC.
(Exact Name of Registrant as Specified in Charter)

TENNESSEE	1-12762	62-1543819
(State of Incorporation)	(Commission File Number)	(I.R.S. Employer Identification Number)

6584 POPLAR AVENUE, SUITE 340
MEMPHIS, TENNEESSEE 38138
(Address of principal executive offices)

(901) 682-6600
(Registrant's telephone number, including area code)

(Former name or address, if changed since last report)

ITEM 7. Financial Statements and Exhibits
c. Exhibits
Exhibit 99.1 Press Release
Exhibit 99.2 Supplemental Data

ITEM 9. Regulation FD

Mid America Apartment Communities, Inc. (MAA)
2nd Quarter 2001 Earnings Release Conference Call Transcript
August 3, 2001

George Cates: Welcome to this commentary on Mid-America's second quarter earnings. This is George Cates, CEO. With me are Eric Bolton, President and COO and Simon Wadsworth, CFO. We'll restate only a few highlights from yesterday. For a copy of the release, please contact us or check our web site

This morning, we will make some forward-looking statements. Refer to the safe-harbor language included in our release and our 34-Act filings with the SEC which describe risk factors that may impact future results. This call is being recorded and the press may be participating.

Highlights of yesterday's release:

- o Second quarter FFO 71 cents per share; in line with expectations
- o New development properties continue to perform well
- o 94.3% occupancy, versus 95.4% a year ago
- o Significant loan refinancings completed, reducing overall debt cost to 6.7%
- o Sold a $15 million asset at an 8.5% cap rate, reflective of high portfolio quality

Eric Bolton: Occupancy pressure grew during the quarter as a result of new construction in a couple of our markets. The most significant challenge came from the Memphis market where occupancy declined from 94.7% at the end of the second quarter last year to 91.8% for the quarter just ended. Softness in Memphis is solely attributable to an excess of new construction. New unit delivery is expected to be almost 4,000 units this year, following delivery of only 1,500 units last year. The encouraging news is that job growth in Memphis appears to be holding strong, even after a 25% increase posted in 2000 over 1999. Absorption in the first quarter alone exceeded 1,000 units. Assuming that job growth and absorption holds steady, I expect the Memphis market to improve by the second quarter of next year. Long term, we continue to feel very comfortable with our investments in Memphis, which has been a consistent growth market for many years.

As compared to last year's second quarter, we also experienced slight occupancy declines in Jackson, TN and Chattanooga. The impact from these two markets was not material.

Occupancy in our other markets continues to be strong with new supply and absorption in balance. We've been especially pleased with the continued solid performance from our Dallas, Austin, Houston, Jacksonville and Atlanta area properties. Our Jackson, MS properties also continue to show signs of occupancy improvement from their sluggish performance of the two prior quarters.

Rental concessions across the overall portfolio were down slightly from the first quarter. On a same store basis, year over year concession cost was flat for the second quarter. I anticipate that we will see concession cost increase as we work through the busy leasing season of the third quarter and battle excess supply pressures in a few markets.

Overall, we continue to feel that our southeast and south central markets are holding up well. The broad diversification of our portfolio continues to generate steady results.

We were pleased with resident turnover which declined again this quarter, down 2.8% on a same store basis from last year. 5,500 units were turned during the quarter within our same store portfolio. Our property management team is very focused on resident retention and proactive lease expiration management; key aspects of minimizing vacancy loss.

Property operating expense performance was also good during the quarter. Same store operating expenses grew by only 1.3% (before real estate taxes and insurance); this off of a prior year benchmark performance for the quarter of -0.1%. As a result of lower unit turnover, repair and maintenance costs grew only 2.1%. In addition, personnel costs increased by only 0.8%. Marketing and advertising costs (up 12%) continue as the largest area of expense pressure as we battle for leasing traffic in our highly competitive markets.

Utility management initiatives continue to generate fine results with same store utility expense posting an overall 2.3% increase. Resident billing for water usage generated a net reduction in overall same store water costs of 13% for the quarter. Our new initiative of billing for trash removal continues to make solid progress with the program now in place for 7,500 of our units.

Our property and liability insurance was renewed effective July 1st. The continued pressures on pricing within the insurance markets generated a 15% increase in our program costs for the coming year. After several years of under pricing for actual claims experience and underwriting losses, the insurance industry is now playing catch up with their pricing. We believe that we have adequately provided for these pressures in our earnings forecast.

We are making good progress with our initiative to implement high speed internet access to all units throughout the portfolio. We are now 70% complete with the installation part of the program and we will begin to see fee income from this initiative in the third quarter. We also started implementation of a new program during the quarter designed to provide our residents with a number of move-in and on-going consumer services. An internet based sales program developed by Qcorps, Inc., this new program provides a very efficient platform for assisting residents with move-in services such as utility and telephone hook-up, as well as discounted purchase opportunities for various consumer services and products. The program is to be rolled out over the next four quarters.

Simon Wadsworth:

Results for the quarter were in line with expectations. FFO was comparable to last year, and we see the comparisons getting stronger as the year, and the lease up of the development properties, progress.

In the third quarter we recorded the $15.6 million sale of Canyon Creek in St Louis, Missouri, for a gain of $6.6 million. We anticipate the sale of Advantages (in Jackson, MS) during the third quarter and an additional possible later property sale, for a total possible capital gain on $26 million of asset sales this year of almost $12 million or 60 cents per share. We anticipate the blended cap rate on these sales, should they all be completed, of 8.4%. We should note that these properties are each at the lower end of our portfolio quality, but are being sold at a cap rates well below (that is, much higher prices) than those generally attributed to our portfolio when assessing Mid-America's value. For instance, applying this cap rate to the way we value the Company would take our NAV to well over $30/share, based on our projections.

Because of the market pressures mentioned by Eric, we have narrowed our forecast same-store NOI growth range to between 2.0% to 2 1/4% for the year. The impact on earnings for the balance of this year is slight. In the last conference call we had already reduced our projected same-store NOI growth rate to 2 1/4%. The lease-up of our development properties proceeds on plan, with particularly strong performance at Grande View Nashville, which is 73% leased, while the Grande Reserve Lexington (which is 82% leased) is somewhat weaker. In aggregate we are comfortable with our existing projections for our lease-up.

We anticipate same-store real estate tax expense to increase 3.3% this year, with significant projected increases in Tennessee (tax rates and appraised values are not yet final for many jurisdictions). Franchise and excise taxes will be up 35% this year, and health insurance costs are also increasing well above inflation. Overall, we expect some moderation in our G & A and property management expenses for the balance of the year.

As we announced in various press releases we have completed several refinancings:

o We renegotiated our $70 million bank credit facility, reducing our letter of credit costs and extending its maturity out to May 2003.

o On June 2nd we refinanced $24 million of mortgages at a fixed rate of 6.9% for seven years, again using our Fannie Mae credit facility.

o In mid-June, we refinanced $17 million of tax-free bonds using a new Fannnie Mae tax-free bond credit facility and fixed the rate through swaps at 5.2% for 7 years.

o On July 2nd, using our Fannie Mae credit facility, we refinanced the $39.5 million loan that ballooned at that time and an individual $8 million mortgage. We executed a $25 million swap agreement to set the rate on part of the refinancing at 6.4% for six years

o On July 31st we refinanced a $6 million individual mortgage.

Our latest variable rate borrowing costs with Fannie Mae are at 4.28%. We have only $90 million of our $785 million of debt at variable rates, but with the refinancings discussed above we have reduced our borrowing costs from an average of 7.2% at year-end 2000 to 6.6% today. The savings, already reflected in our forecasts, will increasingly be felt throughout the balance of this year and next, and help to offset slightly weaker than anticipated operating earnings.

The asset sales mentioned above have a significant impact on FFO by creating "dry powder" but diluting our earnings. Each $10 million of non-replaced asset sales cost us 2 1/2 cents/share on a full year basis. Our anticipated asset sales, unless replaced with acquisitions, will dilute FFO on a full-year basis by 6 cents/share, with the impact on 2001's FFO of about 2 cents.

Despite this, helped by our intense operating focus, our diverse markets, and reduced interest rates, we believe First Call's projections of FFO of $2.83 for this year and $2.95 for next look realistic. The biggest risks are the lease-up of our development properties and market conditions, but we believe we have taken all of the factors into consideration in making our forecast.

Our dividend coverage and financial strength and flexibility are building, and we anticipate steady improvement through the balance of this year and next.

We've made some early rough projections of the composition of our dividend for 2001. Assuming that all the asset sales are completed, we believe that the return of capital component of our dividend this year will be about 25%; the capital gain should be about 14%, and ordinary income somewhat over 60%.

Cates: We are pleased, naturally, at the improved recognition of our underlying intrinsic value and true return by the stock market. Our overall return for the year to date, 23%, places us #2 among our peer group - the eleven largest apartment REITs, those owning 25,000 or more units. That 23% is more than double the average 10% return of the group and also above that of every other apartment REIT who, like ourselves, has a significant development component. Even so, MAA still trades well below its intrinsic value.

And speaking of intrinsic value: our outstanding portfolio regularly wins more independent recognition for excellence than does any other. Such is still the case, as noted from the steady drum beat of awards in recent weeks. For those preferring a more tangible focus, we gladly point to the cap rates at which our properties have sold and are selling, in the mid-8%'s. Those weren't even near our best. Our award-winning, 12-years-old portfolio, when valued above 9% cap rates by some, leads to serious understatement of our real value.

Another, related item: return on assets. Some assessments exclude work in progress. Only by including all capital, whether or not it is productive, can the effectiveness of development be shown. Developers should be held accountable for how we use all of our capital. Our 8.8% return on assets is rising, and is above every other apartment REIT with a significant development component, like ourselves.

Times are getting tougher. You heard an early indication of our conviction that such was to come when we sold our construction company and development arm two years ago, shedding $5 million of annual overhead in the process. Whether we're in a recession is beyond our scope - but we do know that, if there is one, we can't think of a better business to be in, or a better area of the country in which to weather it in good shape.

We invite your questions

(Q&A followed)

SIGNATURES

Pursuant to the requirements of the Securities Exchnage Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

MID-AMERICA APARTMENT COMMUNITIES, INC.

Date: August 3, 2001

/s/Simon R.C. Wadsworth
Simon R.C. Wadsworth
Executive Vice President
(Principal Financial and Accounting Officer)

Exhibit 99.1 Press Release

Mid-America Apartment Communities, Inc.
A self-managed Equity REIT

Press Release, 2nd Quarter Earnings 2001

FROM: Simon R. C. Wadsworth, CFO
SUBJECT: For Immediate Release
DATE: August 2, 2001

MAA Reports Continued Solid Earnings Results

- Second quarter Funds From Operations (FFO) 71 cents per share; meeting expectations
- New development properties continue to perform well
- Occupancy 94.3% at quarter end; down from 95.4% a year earlier
- Significant loan refinancings completed, reducing overall debt cost to 6.7%
- Sold $15 million asset at 8.5% cap rate, reflective of high portfolio quality

Mid-America Apartment Communities, Inc. (MAA: NYSE) today announced Funds From Operations of $14.4 million (71 cents per share) for the second quarter ending June 30, 2001. "Our diversified portfolio of properties continue to post solid results amidst more challenging market and economic conditions," reported George Cates, Chairman and CEO. "In the past two months, we refinanced loans totaling $84 million, resulting in debt cost reduction. Our balance sheet continues to strengthen as a result of the completion and lease-up of our development pipeline, the steady earnings contribution from our stabilized portfolio, and the highly successful refinancings completed since the first of the year."

"Second quarter operating results were in line with our expectations" reported Eric Bolton, President and COO. "Despite increased pressure on occupancy, primarily in Memphis, we met revenue expectations as a result of steady rent growth and reduced resident turnover. Same store rent growth was 2.8% and resident turnover declined 2.8% as compared to the second quarter of last year. Through the first six months of this year we reduced resident turnover 2.6% as compared to the same period a year earlier. This marks the sixth consecutive quarter that we have posted a decline in year to date turnover; an important performance benchmark in these very competitive market conditions. Overall same store revenue growth was 2.5%."

"We ended the second quarter at 92% occupancy in our Memphis portfolio, down from 95% at the same time last year. While demand remains steady in this market and new construction permits are declining, it will likely not be until the second quarter of next year before we see demand catch up to the oversupply of new construction in this market. We expect periodic over supply situations to develop from time to time. The excess supply pressures tend to be short lived as demand is fairly steady in our markets and excess new starts are reined in pretty quickly. Occupancy throughout the remainder of our portfolio continues to be solid. Markets showing continued strength are Dallas, Austin, Houston, Tampa, Hampton, VA, Greenville, SC and Jackson, MS."

"Same store expenses grew only 2.4% over the second quarter last year; good performance coming off the prior year's unsustainably low 1.4% benchmark.

Expense items experiencing the largest increase were advertising and marketing, reflective of the highly competitive market conditions, and landscaping - very dry conditions throughout the southeast in 2000 have begun to take their toll with tree removal and drought related costs this year. Continuing gains in utility cost management initiatives (water, gas, and trash removal) and personnel productivity (improved 5.2%) partially offset expense increases elsewhere. Same store expenses increased by 2.4% and net operating income grew by 2.6% for the quarter.

Mid-America's new development pipeline continues to perform in line with expectations. During the quarter, lease up was completed at Kenwood Club (Katy, TX) with occupancy at 96.9% by quarter end. Lease up projects in progress in Lexington, KY (Grand Reserve) and Nashville, TN (Grande View) are making steady progress; each should reach 90% occupancy by early 2002. The initial units of the final 244-unit phase of the Reserve at Dexter Lake (Memphis, TN) came on line during the second quarter, with completion expected in early 2002. The second phase continues to lease up and reached 90% occupancy by the end of the quarter.

Simon Wadsworth, CFO reported, "With $84 million successfully completed at the beginning of July, most of our refinancing is accomplished for this year. We now have no significant debt maturities until 2003. We've successfully fixed or swapped 88% of our total debt and we may fix additional amounts as the year progresses."

"Pressure from property tax increases continues, and we expect to have adequately accrued for potential rate changes and reappraisals. We have completed $15 million of asset sales, with another $11 million scheduled in the second half of the year. Further asset sales now tend to build unused balance sheet capacity, and dilute earnings (by 2 1/2 cents per share per $10 million on a full year basis) and share value growth, although building 'dry powder' for future acquisitions."

"The occupancy slippage and Memphis market pressures cause concern, but we believe that the current FFO forecast of $2.83/share for 2001 remains achievable (third quarter 71 cents, fourth quarter 72 cents) as we continually gain strength from maturing new development. We will be under most pressure in the current third quarter. The First Call consensus for FFO/share of $2.95 next year is in line with our internal forecasts, ranging from $2.92 -$2.97, depending on numerous operating and economic factors including continued net operating income growth between 2.0%-2.5%, future interest rate environment, and timing of planned asset sales and capital reinvestment."

As previously reported, effective October 1, 2001 George Cates will retire as Chief Executive Officer. He will continue as Chairman of the Board for the ensuing year. Cates said, "This succession has been planned for several years. Eric and our management team will continue our successful strategy, centered on steadily building our true return - the growth in share value plus cash paid out to our owners."

"While pleased with our 23% overall market return for the year to date, we remain convinced that the intrinsic value of our shares remains well above the market's price. The real value of our high quality properties is evidenced by numerous third party awards and reconfirmed by the cap rates on recent sale transactions. Our flexible strategy and approach to this cyclical business is sound. Our return on assets, an especially important benchmark in a business utilizing this much capital, is strong and steadily improving as the development pipeline matures - and is above that of the other apartment REITs who, like ourselves, have a significant development component. Our management team is deep and experienced. As committed, significant owners, we remain focused on building a solid return for our fellow owners."

A conference call will be held tomorrow, August 3, 2001, at 10AM (CDT) to discuss the recent quarterly results. Call in number is 847-413-3712; moderator's name George E. Cates; conference ID 4308365 or "Mid-America Apartment Communities." The conference will also be available on digital replay. To access the replay, please dial 630-652-3000 and enter the passcode 4308365, through August 10, 2001. A transcript will also be available on our web site, www.maac.net, shortly after the call.

Certain matters in this press release may constitute forward-looking statements within the meaning of Section 27-A of the Securities Act of 1933 and Section 21E of the Securities and Exchange Act of 1934. Such statements include, but are not limited to, statements made about anticipated growth rate of revenues, expenses, and net operating income at Mid-America's properties, anticipated lease-up (and rental concessions) at development properties, costs remaining to complete development properties, planned disposition, disposition pricing, planned acquisitions, developments, and property financing. Actual results and the timing of certain events could differ materially from those projected in or contemplated by the forward-looking statements due to a number of factors, including a downturn in general economic conditions or the capital markets, competitive factors including overbuilding or other supply/demand imbalances in some or all of our markets, construction delays that could cause new and add-on apartment units to reach the market later than anticipated, changes in interest rates and other items that are difficult to control such as insurance rates, increases in real estate taxes in numerous markets, as well as the other general risks inherent in the apartment and real estate businesses. Reference is hereby made to the filings of Mid-America Apartment Communities, Inc., with the Securities and Exchange Commission, including quarterly reports on Form 10-Q, reports on Form 8-K, and its annual report on Form 10-K, particularly including the risk factors contained in the latter filing.

<TABLE>

CONSOLIDATED STATEMENTS OF OPERATIONS

Unaudited - Dollars in thousands except per share data
<CAPTION>

	Three months ended June 30,		Six months ended June 30,	
	2001	2000	2001	2000
<S>	<C>	<C>	<C>	<C>
Property revenues	$ 57,453	$ 55,169	$ 113,734	$ 110,083
Property operating expenses	21,170	20,259	41,972	40,573
Net operating income	36,283	34,910	71,762	69,510
Interest and other non-property income	429	359	716	714
Management and development income, net	191	182	379	362

FFO from real estate joint ventures	348	191	516	449
Property management expenses	2,693	2,358	5,282	4,809
General & adminstrative	1,472	1,388	2,913	2,717
Interest expense	13,843	12,318	27,302	24,538
Gain/(loss) on sale of non-depreciable assets	(5)	-	229	-
Preferred dividend distribution	4,029	4,029	8,057	8,059
Depreciation and amortization non-real estate assets	158	95	325	192
Amortization of deferred financing costs	636	819	1,165	1,532
Funds from operations	14,415	14,635	28,558	29,188
Depreciation and amortization	12,936	12,562	25,766	25,925
Joint venture depreciation adjustment included in FFO	314	301	627	600
Gain/(loss) on sale of non-depreciable assets included in FFO	(5)	-	229	-
Preferred dividend distribution add back	(4,029)	(4,029)	(8,057)	(8,059)
Income before gain on sale of assets, minority interest and extraordinary item	5,199	5,801	9,993	10,722
Net gain/(loss) on sale of assets	(5)	6,394	164	9,385
Minority interest in operating partnership income	(149)	(1,403)	(251)	(1,943)
Net income before extraordinary item	5,045	10,792	9,906	18,164
Ex item - Loss on debt extinguishment , net of MI	443	148	443	204
Preferred dividend distribution	4,029	4,029	8,057	8,059
Net income available for common shareholders	$ 573	$ 6,615	$ 1,406	$ 9,901
Weighted average common shares and units - Diluted	20,416	20,611	20,431	20,613
Funds from operations per share - Diluted	$ 0.71	$ 0.71	$ 1.40	$ 1.42
Net income available for common shareholders before extraordinary items per share - Diluted	$ 0.07	$ 0.38	$ 0.12	$ 0.57
Net income available for common shareholders after extraordinary items per share - Diluted	$ 0.04	$ 0.37	$ 0.09	$ 0.56

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CONSOLIDATED BALANCE SHEETS

Dollars in thousands
<CAPTION>

<S>	Unaudited June 30, 2001 <C>	December 31, 2000 <C>
Assets		
Real estate assets, net	$1,239,566	$1,244,475
Cash and cash equivalents, including restricted cash	24,653	33,567
Other assets	22,534	25,729
Total assets	$1,286,753	$1,303,771
Liabilities		
Bonds and notes payable	$790,708	$781,089
Other liabilities	37,207	37,306
Total liabilities	827,915	818,395
Shareholders' equity and minority interest	458,838	485,376
Total liabilities & shareholders' equity	$1,286,753	$1,303,771

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Exhibit 99.2 Supplemental Data
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OPERATING RESULTS

Dollars in thousands except per share data

<CAPTION>

ROA <S>	Annualized 2Q01 <C>	Trailing 4 Quarters <C>
Gross Real Estate Assets, Average	$1,451,521	$1,432,687
EBITDA	$ 129,800	$ 127,470
EBITDA/Gross Real Estate Asses	8.9%	8.9%

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	Three Months Ended June 30, 2001	Three Months Ended June 30, 2000	Six Months Ended June 30, 2001	Six Months Ended June 30, 2000
<S>	<C>	<C>	<C>	<C>
Common and Preferred Dividends as % of FFO	88%	85%		
EBITDA/Debt Service (1)	2.15	2.23		
EBITDA/Fixed Charges (2)	1.70	1.74		
Total Debt as % of Gross Real Estate Assets	55%	54%		
MAA portion of JV debt	$27,779	$27,466		
Capitalized Interest YTD	$ 811	$ 1,126		
FAD				
FFO	$14,415	$14,635	$28,558	$29,188
Average Units	30,985	30,797	30,944	30,976
Average Shares - Diluted	20,416	20,611	20,431	20,613
Recurring Capex (annual $400/unit)	$ 3,099	$ 3,080	$ 6,189	$ 6,195
FAD	$11,316	$11,555	$22,369	$22,993
Free Cash Flow (3)	$12,110	$12,469	$23,859	$24,718
PER SHARE (DILUTED)				
FFO	$ 0.71	$ 0.71	$ 1.40	$ 1.42
FAD	$ 0.55	$ 0.56	$ 1.09	$ 1.12
Free Cash Flow (3)	$ 0.59	$ 0.60	$ 1.17	$ 1.20
Distribution	$ 0.585	$ 0.580	$ 1.170	$ 1.160

(1) Annualized EBITDA for trailing six months to annualized debt service (aggregate of principal and interest) for same period.

(2) Annualized EBITDA for trailing six months to annualized fixed charges (aggregate of preferred distributions, principal and interest) for same period.

(3) Includes addback of other non-cash items, primarily non-real depreciation and amortization.
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OTHER DATA

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	Three months ended June 30, 2001	Three months ended June 30, 2000	Six months ended June 30, 2001	Six months ended June 30, 2000
<S>	<C>	<C>	<C>	<C>
Weighted average common shares and units - Basic	20,332	20,540	20,374	20,566
Weighted average common shares and units - Diluted	20,416	20,611	20,431	20,613
Number of apartment units with ownership interest (excluding development units not delivered)	33,778	33,591	33,778	33,591
Apartment units added during period, net	-	(346)	166	(310)
PER SHARE DATA				
Funds from operations per share - Basic	$ 0.71	$ 0.71	$ 1.40	$ 1.42
Funds from operations per share - Diluted	$ 0.71	$ 0.71	$ 1.40	$ 1.42
Net income available for common shareholders before extraordinary items - Diluted	$ 0.07	$ 0.38	$ 0.12	$ 0.57
Net income available for common shareholders after extraordinary items - Diluted	$ 0.04	$ 0.37	$ 0.09	$ 0.56
Dividend declared per common share	$ 0.585	$ 0.580	$ 1.170	$ 1.160

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DIVIDEND INFORMATION (latest declaration)	Payment per Share	Payment Date	Record Date
<S>	<C>	<C>	<C>
Common Dividend - quarterly	$0.5850	7/31/2001	7/24/2001
Preferred Series A - monthly	$0.1979	7/15/2001	7/1/2001
Preferred Series B - monthly	$0.1849	7/15/2001	7/1/2001
Preferred Series C - quarterly	$0.5859	7/15/2001	7/1/2001

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PROPERTY STATISTICS

100% Owned Properties Not in Lease-Up

Average Occupancy by
Geographic Market

	Total Properties at June 30, 2001				March 2001		Average Rental Rate by Geographic Market		
	Number of Properties	Number of Units	Percent of Total	June 2001 Occupancy	MAA Occupancy	Market Occupancy	June 2001	June 2000	Percent Change
Memphis, TN	11	4,208	12%	91.8%	93.4%	91.0%	$624.60	$606.20	3.0%
Chattanooga, TN	4	943	3%	92.6%	93.3%	95.4%	$650.90	$637.00	2.2%
Jackson, TN	5	904	3%	92.8%	91.9%	91.1%	$603.40	$591.80	2.0%
Nashville, TN	4	1,158	3%	94.1%	94.0%	94.1%	$679.90	$671.10	1.3%
Jacksonville, FL	8	2,726	8%	94.1%	95.0%	96.2%	$666.70	$644.90	3.4%
Florida (except Jacksonville)	13	3,758	11%	93.1%	94.7%	94.6%	$691.10	$674.90	2.4%
Georgia	22	5,707	17%	94.5%	96.5%	91.8%	$703.70	$684.70	2.8%
South Carolina	12	2,604	8%	96.1%	94.7%	93.1%	$615.10	$599.00	2.7%
Alabama	4	952	3%	93.9%	93.8%	93.4%	$645.90	$637.10	1.4%
Texas	15	4,312	13%	95.9%	96.5%	94.2%	$653.80	$632.40	3.4%
Arkansas & Missouri	4	1,128	3%	96.1%	96.2%	92.9%	$599.20	$577.10	3.8%
Mississippi	10	2,382	7%	95.0%	94.2%	93.9%	$567.20	$555.60	2.1%
Kentucky & Ohio	8	1,962	6%	96.2%	95.2%	91.2%	$629.80	$616.80	2.1%
North Carolina & Virginia	4	1,034	3%	96.0%	96.7%	95.2%	$650.60	$608.50	6.9%
Total	124	33,778	100%	94.3%	94.9%	93.5%	$649.80	$632.10	2.8%

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SAME STORE STATISTICS

Dollars in thousands except Average Rental Rate

<CAPTION>

	Three Months Ended June 30, 2001	2000	Percent Change
Revenues	$53,089	$51,783	2.5%
Operating Expenses	13,123	12,951	1.3%
RE Taxes and Insurance	5,893	5,615	5.0%
Total Expenses	19,016	18,566	2.4%
NOI	$34,073	$33,217	2.6%
Units	28,699	28,699	
Average Rental Rate	$647.57	$629.96	2.8%
Physical Occupancy	94.3%	95.4%	-1.2%

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DEBT AS OF JULY 2, 2001

Dollars in thousands
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	Principal Balance	Average Years to Maturity	Average Rate
Fixed Rate - Conventional	$448,840	7.7	7.2%
Fixed Rate - Tax-free	119,952	20.3	6.1%
Line of Credit - Swapped to Fixed Rate	125,000	7.1	6.9%
Variable Rate - Tax-free	22,560	26.6	4.2%
Variable Rate - Conventional	68,688	7.1	4.5%
Total	$785,040	10.4	6.7%

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FUTURE PAYMENTS

	Scheduled Amortization	Maturities	Total	Average Rate for Maturities
2001	$ 2,279	$ 57,166	$ 59,445	5.3%
2002	4,584	11,390	15,974	7.5%
2003	4,319	158,244	162,563	6.6%
2004	4,196	71,168	75,364	7.7%

2005	3,977	36,125	40,102	7.0%
Thereafter	164,832	266,760	431,592	7.1%
Total	$184,187	$600,853	$785,040	6.7%

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DEVELOPMENT PIPELINE

Dollars in thousands
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DEVELOPMENT STATISTICS

<S>		Total Units <C>	Current Estimated Cost <C>	Cost to Date <C>	Actual/Forecast Construction Start <C>	Actual/Forecast Construction Finish <C>	Actual/Forecast Initial Occupancy <C>	Actual/Forecast Stabil-ization <C>
Completed Communities in Lease-up								
Grand Reserve Lexington	Lexington, KY	370	$ 33,127	$ 31,779	3Q98	3Q00	4Q99	4Q01
Kenwood Club at the Park	Katy, TX	320	17,978	17,611	2Q99	2Q00	1Q00	2Q01
Reserve at Dexter Lake Phase II	Memphis, TN	244	16,898	16,173	2Q99	2Q01	1Q00	3Q01
Grande View Nashville	Nashville, TN	433	37,600	36,649	1Q99	2Q01	3Q00	1Q02
Total Completed Communities		1,367	105,603	102,212				
Under Construction								
Reserve at Dexter Lake Phase III	Memphis, TN	244	16,869	11,174	3Q00	1Q02	2Q01	3Q02
Total Units in Lease-up/Development		1,611	$122,472	$113,386				

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OCCUPANCY STATISTICS

<S>	Apartments Available <C>	Apartments Leased <C>	Apartments Occupied <C>
Completed Communities in Lease-up			
Grand Reserve Lexington	370	302	280
Kenwood Club at the Park	320	320	310
Reserve at Dexter Lake Phase II	238	224	214
Grande View Nashville	432	316	284
Total Completed Communities	1,360	1,162	1,088
Under Construction			
Reserve at Dexter Lake Phase III	4	4	2
Total Units in Lease-up/Development	1,364	1,166	1,090

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