Address of new owner:
Ramada Hotel Operating Company
3838 E. Van Buren
Phoenix, Arizona

Send tax bills to:
Ramada Inns, Inc.
P.O. Box 590
Phoenix, Arizona

Map - parcel number
Map 93-1 Parcel 45-2
Map 93-1 Parcel 45-3
Map 93-1 Parcel 45-4
FIELD BOOK #4W-11889
FIELD BOOK #4W12165
FIELD BOOK #4W-12155

BOOK 5119 PAGE 588

SPECIAL WARRANTY DEED

THIS INDENTURE, made as the 31st, day of December, 1976, between RAMADA INNS, INC., a Delaware corporation, with an office at Phoenix, Arizona, hereinafter called GRANTOR, and RAMADA HOTEL OPERATING COMPANY, a Delaware corporation, with an office at Phoenix, Arizona, hereinafter called GRANTEE;

W I T N E S S E T H

That GRANTOR in consideration of the sum of Ten Dollars ($10.00), and less than One Hundred Dollars ($100.00), and other valuable consideration to it paid by GRANTEE, does hereby grant, bargain, sell and convey unto GRANTEE, and the successors and assigns of GRANTEE, all the following described premises in Davidson County, State of Tennesee, to-wit:

Three tracts of land, described as follows:

TRACT I:

Being Parcel Ja, on the Resubdivision of Parcel J, of the Capitol Hill Redevelopment Project, as of record in Book 3500, page 99, Register's Office for said County, and described as follows:

BEGINNING at a point in the westerly margin of James Robertson Parkway, at the common corner of Parcels Ja and Jb; thence with the margin of said Parkway, southerly 136.02 feet to a point; continuing with said Parkway, South 3° 17' West 55.99 feet to a point at the beginning of a curve; thence around said curve southwesterly 66.65 feet to a point in the northerly margin of Gay Street; thence with the margin of the same, south 62° 02' west 137.94 feet to a point at the southeast corner of Parcel Jf; thence with the line between Parcel Je and Jf, north 27° 58' West 166.72 feet to the southeast corner of Parcel Je; thence with the line between Parcels Ja and Je, North 16° 30' East 47.35 feet to the southwest corner of Parcel Jb; thence with the line between Parcels Ja and Jb, north 62° 02' east 250.46 feet to the point of beginning.

TRACT II:

Being Parcel JF, on the Resubdivision of Parcel J, of the Capitol Hill Redevelopment Project, as of record in Book 3500, page 99, Register's Office for said County, described as follows:

BEGINNING at a point in the easterly margin of 10th Circle North, at the common corner of Parcels Jf and Je; thence with the line between said Parcels, South 82° 13' east 141.33 feet to a corner of Parcel Ja, on said plan; thence with the line between Parcels Jf, and Ja, South 27° 58'

This instrument prepared by:
John E. Repenning
Ramada Inns, Inc.

east 166.72 feet to a point in the northerly margin of Gay Street; thence with the margin of the same, south 62° 02' west 218.95 feet to a point at the beginning of a curve; thence around said curve, northwesterly 39.38 feet to a point in the easterly margin of 10th Circle North; thence with the margin of the same, north 5° 09' west 3.81 feet to a point, and continuing with the margin of said Street, around a slight curve, 237.43 feet to a point, and continuing with the margin of said Street, 12.51 feet to the point of beginning.

TRACT III:

Being parcel Je, on the Resubdivision of Parcel J, of the Capitol Hill Redevelopment Project, as of record in Book 3500, page 99, Register's Office for said County, and described as follows:

BEGINNING at a point in the easterly margin of 10th Circle North, at the common corner of Parcels Je and Jf; thence with the margin of said Circle, along a curve 232,43 feet to the common corner of Parcel Je and Jd; thence with the line between said Parcels, south 62° 24' 20" east 137.50 feet to a point in the westerly line of Parcel Jb; thence with the line between Parcels, Je and Jb and Ja, south 16° 30' west 183.34 feet to a corner of Parcel Jf on said Plan; thence with the line between Parcels Je and Jf, north 82° 13' west 141.33 feet to the point of beginning, containing 30.014 square feet.

Said conveyance is made subject to covenants, conditions, and restrictions of record.

Being the same property conveyed to Ramada Inns, Inc. and Adamar Tennessee Corp. by National Building Corp. and Nashville Gay Company by deed dated June 27, 1966 and recorded in Book 4032, page 583.

TO HAVE AND TO HOLD THE SAME, together with all the hereditaments and appurtenances thereunto belonging to GRANTEE and the successors and assigns of GRANTEE forever. GRANTOR covenants that it will warrant and defend the title to said premises unto GRANTEE and the sucessors and assigns of GRANTEE against the lawful claims of all persons holding by, through or under GRANTOR, except as aforesaid.

IN WITNESS WHEREOF, GRANTOR has executed and sealed these presents on the day, month and year first above written.

RAMADA INNS, INC.

In the Presence of:

By _____
Vice President

ATTEST:

_____
Secretary

RAMADA INNS, INC. CORPORATE SEAL 1961 DELAWARE

BOOK 5119 PAGE 590

STATE OF ARIZONA)
) ss.
COUNTY OF MARICOPA)

MAR-1 MISC B* 10.00 * 10.00

Before me, Joan F. Branson, a Notary Public within and for the State and County aforesaid, personally appeared John Van Der Wal and Claude Chappelear with whom I am personally acquainted and who upon their several oaths acknowledged themselves to be the Vice President and Secretary respectively of the Ramada Inns, Inc., the within named bargainor, a corporation, and that they as such Vice President and Secretary, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by the said John Van Der Wal as such Vice President, and attesting the same by the said Claude Chappelear as such Secretary.

Witness my hand and official seal at office at Phoenix, Arizona on this the 29th day of December, 1976.

Joan F. Branson
Notary Public

JOAN F. BRANSON NOTARY PUBLIC MARICOPA COUNTY, ARIZ.

My commission expires June 27, 1980.

AFFIDAVIT

STATE OF ARIZONA)
) ss.
COUNTY OF MARICOPA)

I, Claude Chappelear, having been duly sworn on oath, do state that I am the Corporate Secretary of Ramada Inns, Inc. and of Ramada Hotel Operating Company, and that I am familiar with the transaction referred to, herein.

The transfer of certain property legally described as:

Three tracts of land in Davidson County, State of Tennessee:

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from Ramada Inns, Inc., a Delaware corporation to Ramada Hotel Operating Company, a Delaware corporation, made as of December 31, 1976, was made from a parent corporation to a wholly-owned subsidiary pursuant to a plan of reorganization.

Dated this February 9, 1977.

Claude Chappelear

The foregoing instrument was acknowledged before me this February 9, 1977, by Claude Chappelear.

Notary Public

My commission expires: 4/30/78

PAMELA RAMSEY NOTARY PUBLIC MARICOPA COUNTY, ARIZ.

IDENTIFICATION REFERENCE

MAR 1 10 09 AM '77

FELIX DAVIDSON REGISTER DAVIDSON COUNTY, TENN.

D91424