This Instrument Was Prepared By:
George E. Mudter, Jr., Esq.
Trabue, Sturdivant & DeWitt
27th Floor, Life & Casualty Tower
Nashville, Tennessee 37219

BOOK 6872 PAGE 465

Address New Owner(s):
Vanderbilt Hospitality Partners, Ltd.
200 West 57th Street
New York, New York 10019

Send Tax Bills to:
New Owner

Map: 92-12
Parcel: 472, 470, 477
Map: 92-16
Parcel: 156
Field Book: _____

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten and no/100 Dollars ($10.00), cash in hand paid, and other good and valuable considerations, the receipt of which is hereby acknowledged, DAYS INNS OF AMERICA, INC., (the "Grantor"), has this day bargained and sold, and does hereby transfer and convey to VANDERBILT HOSPITALITY PARTNERS, LTD., a Tennessee limited partnership, (the "Grantee"), its successors and assigns, all those tracts of land in Davidson County, Tennessee, described on Exhibit "A" attached hereto.

This conveyance is made subject to those matters appearing on Exhibit "B" attached hereto.

This is improved property known as 1800 West End Avenue, Nashville, Tennessee 37203.

TO HAVE AND TO HOLD said real estate, with the appurtenances, estate, title and interest thereto belonging, to the said Grantee and its successors and assigns, forever.

AND Grantor covenants that it is lawfully seized and possessed of said real estate in fee simple, has a good right to convey it, and that the same is unencumbered, except as herein set out. Grantor further covenants and binds itself, its successors and assigns to warrant and forever defend the title to said real estate to said Grantee, its successors and assigns against the lawful claims of all persons claiming by, through or under it, except as herein set out, but no further or otherwise.

Whenever used, the singular shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

IN WITNESS WHEREOF, Grantor has caused this instrument to be executed by its duly authorized officer, on this 30th day of May, 1986.

DAYS INNS OF AMERICA, INC.

By: James E. Buckman
Its: Executive Vice President

0 5 7 8 9

IDENTIFICATION REFERENCE

MAY 30 2 55 PM '86
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared James E. Buckman with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be Executive Vice-President, of the Days Inns of America, Inc., the within named bargainor, a corporation, and that he as such Executive Vice-President, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as Executive Vice-President.

Witness my hand and seal, at office in Nashville, Tennessee, this 30th day of May, 1986.

Notary Public

My Commission Expires: 1/10/89

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $6,700,000.00.

Affiant

Subscribed and sworn to before me, this 30th day of May, 1986.

Notary Public

My Commission Expires: 1/10/89

TRACT NO. I: -

A tract of land in the First Civil District of Metropolitan Nashville and Davidson County, Tennessee and being Lots 130 and 131 on the Plan of John Boyd Home Place as recorded in Plat Book 21, page 39, Register's Office for Davidson County, Tennessee, and being more particularly described as follows, according to a survey by Burkhalter Hickerson Associates, Inc.:

Beginning at an iron pin set on the back edge of a sidewalk, the north right-of-way line of West End Avenue, a 90 foot road, southwestwardly 100.00 feet along the north right-of-way line of West End Avenue from the west right-of-way line of 18th Avenue North, a 50 foot road; thence with the back edge of the sidewalk South 57° 11' 57" West 100.00 feet to an iron pin set; thence with the east boundary line of Lot No. 129, John Boyd Home Place, the property of Emerik Properties Corproation as recorded in Deed Book 4864, page 626, said Register's Office, North 32° 45' 38" West 160.00 feet to an iron pin set; thence with the south right-of-way of Alley No. 382 a 20 foot alley North 57° 11' 58" East 99.98 feet to a railroad spike set; thence with the west boundary line of Lot No. 132, John Boyd Home Place, the property of Eighteen Hundred Corporation as recorded in Deed Book 2857, page 575, said Register's Office, South 32° 46' 04" East 160.00 feet to the point of beginning containing 16,000 square feet or 0.368 acres, more or less.

TRACT NO. II:

A tract of land in the First Civil District of Metropolitan Nashville and Davidson County, Tennessee, being Lot No. 119 on the Plan of the John Boyd Home Place as recorded in Plat Book 21, page 39, said Register's Office, and being more particularly described as follows:

Beginning at an existing iron pin at the back edge of a sidewalk the south right-of-way line of Hayes Street, a 50 foot road, southwestwardly 150.00 feet along the south right-of-way of Hayes Street from the west right-of-way line of 18th Avenue North a 50 foot road; thence with the west boundary line of Lot No. 118, John Boyd Home place, the proeprty of Joe M. Rogers as recorded in Deed Book 6453, page 533, said Register's Office, South 32° 48' 33" East 180.08 feet to an existing iron pin; thence with the north right-of-way line of Alley No. 382, a 20 foot alley, South 36° 54' 21" West 50.15 feet to an iron pin set; thence with the east boundary of Lot No. 120, John Boyd Home Place, the property of Emerik Properties Corporation as recorded in Deed Book 4864, page 626, said Register's Office, North 32° 45' 38" West 180.00 feet to an iron pin set; thence with the back edge of the sidewalk, the south right-of-way line of Hayes Street North 56° 48' 49" East 50.00 feet to the point of beginning, containing 9,008 square feet or 0.207 acres, more or less.

Tract No. I and Tract No. II being the same property conveyed to Days Inns of America, Inc., by deed from Martha F. Schilthuis, life tenant, John William Schilthuis, James Edward Schilthuis and Susan Schilthuis-Gaynor of record in Book 6644, page 214, said Register's Office.

TRACT NO. III:

Being all of Lot No. 132 and Lot No. 133, John Boyd Home Place, as of record in Plat Book 21, page 39, said Register's Office, and being more particularly described as follows:

Beginning at a chiseled X on sidewalk, said point being the southeast corner of the herein described tract, and being further described as being the intersection of northerly margin of West End Avenue and the westerly margin of 18th Avenue North; thence in a westerly direction with the northerly margin of West End Avenue South 57° 11' 57" West 100.00 feet to an iron pin set; thence leaving

said margin in a northerly direction with the easterly lot line, Lot No. 131 said recorded plat; North 32° 46' 04" West 160.00 feet to a railroad spike set; thence in an easterly direction with the south margin of Alley No. 382 North 57° 11' 58" West 99.98 feet to a P. K. nail set; thence in a southerly direction with the west margin of 18th Avenue North, South 32° 46' 25" East 160.00 feet to a point of beginning, containing 15,998.08 square feet or 0.367 acres.

TRACT NO. IV:

Being all of Lot No. 116 and 117, John Boyd Home Place, as of record in Plat Book 21, page 39, said Register's Office, and being more particularly described as follows:

Beginning at an iron pin set, said point being the northeast corner of the herein described tract and being further described as being the intersection of the south margin of Hayes Street and the west margin of 18th Avenue North; thence in a southerly direction with westerly margin of 18th Avenue North South 32° 46' 25" East 180.00 feet to an iron pin set, said point being the northwest corner of intersecting margins of 18th Avenue North and Alley No. 382; thence in a westerly direction with the north margin of Alley No. 382 South 57° 09' 58" West 99.90 feet to a railroad spike set; thence leaving said margin in a northerly direction with east lot line Lot 118, Cherokee Equity Corporation recorded in Deed Book 6453, page 533, said Register's Office, North 32° 45' 18" West 180 feet to an iron pin found, said point being in the south margin of Hayes Street, thence in an easterly direction with the south margin of Hayes Street, North 57° 09' 58" East 99.92 feet to the point of beginning, containing 17,990.85 square feet or 0.413 acres, more or less.

Tract No. III and Tract No. IV being the same property conveyed to Days Inns of America, Inc., a Georgia Corporation, by deed from The 1800 Corporation, a Tennessee Corporation, of record in Book 6644, page 219, said Register's Office.

1. UCC-1 Financing Statement from Days Inns of America, Inc., to Heller Financial, Inc., of record in Book 6781, page 533, Register's Office for Davidson County, Tennessee.

2. All matters appearing on the Plan of record in Book 21, page 39, Register's Office for Davidson County, Tennessee.

3. 1986 property taxes.

EXHIBIT "B"

OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 6872 PAGE 470

CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID
	CO	6,700,000.00		
			17420.00	CSTAX
			.50	PRFEE
			15.00	MDEED
			CHECK	17435.50-
9930A	05/30/86	BAL		.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0.5.7 8 9

IDENTIFICATION REFERENCE

MAY 30 2 55 PM '86

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 253624