Bot 35

BOOK 7875 PAGE 297

This Instrument Prepared By:
Mr. Peter Ezell
BAKER, WORTHINGTON, CROSSLEY,
STANSBERTY & WOOLF
1700 Nashville City Center
511 Union Street
Nashville, Tennessee 37219

9321 06/28 0101 03CHECK 16017.50

WARRANTY DEED

ADDRESS NEW OWNER AS FOLLOWS:	SEND TAX BILLS TO:	MAP & PARCEL NOS.:
CCNC, INC., a Texas Corporation	SAME	95-10-128
4953 North O'Connor Boulevard Suite 170		
Irving, Texas 75062		

JUN 28 9 19 AM '89

44685

FOR AND IN CONSIDERATION of the sum of Ten ($10.00) Dollars, and other good and valuable consideration, receipt of which is hereby acknowledged, **AUGUST/LONG BEACH 15**, a California Limited Partnership ("Grantor"), has bargained and sold and does hereby transfer and convey unto **CCNC, INC.**, a Texas Corporation, as agent ("Grantee"), and its successors and assigns, a certain tract of land located in Davidson County, Tennessee and described as follows (the "Property"):

Land in Davidson County, Tennessee, being Lot 9 of the Atrium, Phase Two, Part One of record in Plat Book 6250, pages 82 and 83, Register's Office for Davidson County, Tennessee and being described according to a survey by J. Bruce Rainey, Surveyor, #823, dated May 1, 1984, and revised June 14, 1984 and known as Job No. 83-364, on June 14, 1984, June 19, 1984 and July 26, 1984, as follows:

BEGINNING at a concrete monument in the easterly margin of Briley Parkway, being the northwesterly corner of The Atrium, Phase Two, Part One of record in Plat Book 6250, Pages 82 and 83, Register's Office for Davidson County, Tennessee; thence leaving the margin of said Briley Parkway S. 76 degrees 00 minutes 00 seconds E.

382.41 feet to a concrete monument in the westerly margin of Atrium Way; thence with said margin of Atrium Way the following calls; with a curve to the right, having a radius of 2,370.00 feet, and a lone chord of 251.92 feet, said chord having a bearing of S. 32 degrees 28 minutes 30 seconds W., a distance of 252.03 feet along the curve to a concrete monument; thence S. 35 degrees 31 minutes 18 seconds W. 124.73 feet to an iron pin; thence leaving Atrium Way, N. 76 degrees 00 minutes 00 seconds W. 244.75 feet to an iron pin in said margin of Briley Parkway; thence with said margin of Briley Parkway with a curve to the right, having a radius of 2765.88 feet, and a long chord of 355.17 feet, said chord having a bearing of N. 12 degrees 03 minutes 14 seconds E. a distance along the curve of 355.42 feet to the point of beginning, containing 2.62 acres, more or less.

Being the same property conveyed to **AUGUST/LONG BEACH 8**, a California limited partnership, by deed from Lexington - Nashville Partnership, a Texas general partnership, of record in Book 7076, page 50, Register's Office of Davidson County, Tennessee.

Also being the same property conveyed to **AUGUST/LONG BEACH 15**, a California limited partnership, by deed from August All Suite Hotels L.P.(An All Equity Income Fund), a California limited partnership, of record in Book 7875, Page 291, Register's Office for Davidson County, Tennessee.

This is improved property known as 2425 Atrium Way, Nashville, Tennessee.

TO HAVE AND TO HOLD the Property, together with all the appurtenances and hereditaments thereunto belonging or in anywise appertaining, to the said Grantee and its successors and assigns, forever.

AND Grantor does hereby covenant with Grantee that it is lawfully seized and possessed of the Property in fee simple; that it has good right to sell and convey the same; and that the same is unencumbered, except as follows:

1. Taxes for 1989: a lien, but not yet due or payable.

2. Easement, of record in Book 6519, page 795, Register's Office for Davidson County, Tennessee.

3. Plan of record in Book 6250, pages 82 and 83, Register's Office for Davidson County, Tennessee, shows an Owner's Certificate, certain notes, easements and setback lines.

4. Declaration of Covenants, Conditions and Restrictions for The Atrium, of record in Book 6306, page 80, Register's Office for Davidson County, Tennessee.

AND Grantor does further covenant and bind itself and its successors, and assigns, to warrant and forever defend the title to the Property against the lawful claims of all person whomsoever.

IN WITNESS WHEREOF, the Grantor has caused this instrument to be executed on this 23 day of June, 1989.

AUGUST/LONG BEACH 15, a California Limited Partnership

By: Luke V. McCann, its Managing General Partner

By: Carl Kell, Attorney-in-Fact

STATE OF California)
)
COUNTY OF Los Angeles)

The actual consideration or value, whichever is greater, for this transfer is Four Million Eight Hundred and Fifty Thousand ($4,850,000).

AFFIANT

Subscribed and sworn to before me, this 23rd day of June, 1989.

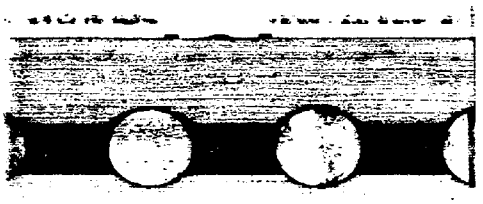
OFFICIAL SEAL
MARY M SERRANO
NOTARY PUBLIC - CALIFORNIA
LOS ANGELES COUNTY
My comm. expires FEB 13, 1993

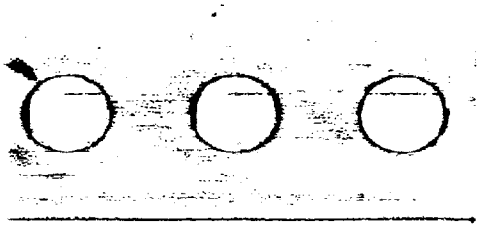
STATE OF CALIFORNIA)
) ss.
COUNTY OF LOS ANGELES)

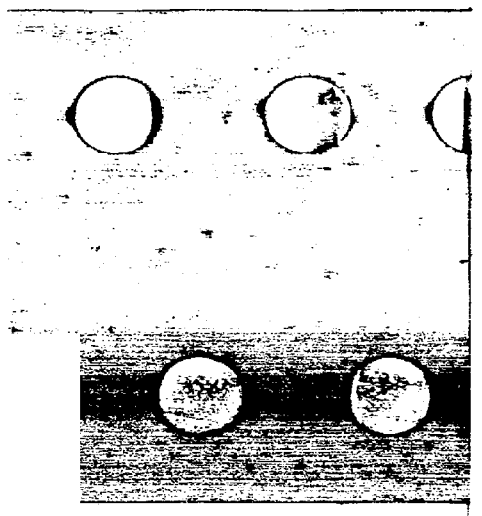
On June 23rd, 1989, before me, the undersigned, a Notary Public in and for said State, personally appeared Basil Rallis, personally known to me or proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument as the Attorney in fact of Luke V. McCarthy and acknowledged to me that he subscribed the name of Luke V. McCarthy thereto as principal and his own name as Attorney in fact. WITNESS my hand and official seal.

Signature Mary M. Serrano

OFFICIAL SEAL
MARY M SERRANO
NOTARY PUBLIC - CALIFORNIA
LOS ANGELES COUNTY
My comm. expires FEB 13, 1993







OFFICIAL RECEIPT
FELIX Z. WILSON, II
REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 7875 PAGE 301

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

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL
				CAMT 4850000.00
				CON TX 16005.00
				PRFEE 0.50
				WDEED 12.00
				TOTAL 16017.50
				CHECK 16017.50
06/28/89		01		09:21 0001 9321

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

44685

IDENTIFICATION

JUN 28 9 19 AM '89

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 223605