Box 35

BOOK 7916 PAGE 783

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

WARRANTY DEED

ADDRESS NEW OWNER AS FOLLOWS:	SEND TAX BILLS TO:	MAP & PARCEL NOS.:
SUNBIRD SYSTEM CO. LTD., a Japanese Corporation	SAME	95-10-128
2-9-3 Daishoji Minami-machi Kaga-shi, Ishikawa-ken, Japan		

FELIX ... DAVIDSON ... AUG 17 8 33 AM '89

IDENTIF. REFERENCE

58505

FOR AND IN CONSIDERATION of the sum of Ten ($10.00) Dollars, and other good and valuable consideration, receipt of which is hereby acknowledged, **CCNC, Inc.**, a Texas Corporation, as agent pursuant to Agency Agreement dated June 21, 1989 ("Grantor"), has bargained and sold and does hereby transfer and convey unto **SUNBIRD SYSTEM CO. LTD.**, a Japanese Corporation ("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.

Also being the same property conveyed to **CCNC, Inc.**, a Texas Corporation, as agent, by warranty deed from August/Long Beach 15, a California limited partnership, of record in Book 7875 page 297, 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 any wise 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:

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

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

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.

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 persons claiming by, through or under Grantor.

IN WITNESS WHEREOF, the Grantor has caused this instrument to be executed as of the 28th day of June, 1989.

CCNC, Inc., a Texas Corporation
as agent

By: _____
Authorized Agent

STATE OF CALIFORNIA)
)
COUNTY OF LOS ANGELES)

The actual consideration or value, whichever is greater, for this transfer is Five Million Five Hundred Thousand Dollars ($5,500,000).

_____
AFFIANT

Subscribed and sworn to before me, this 29th day of June, 1989.

OFFICIAL SEAL
CATHERINE MACKEY
NOTARY PUBLIC - CALIFORNIA
LOS ANGELES COUNTY
My comm. expires JUN 7, 1991

_____

COUNTY OF LOS ANGELES

STATE OF CALIFORNIA

Personally appeared before me, Catherine Mackey, a Notary Public in and for said County and State, Roger O. West with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the Attorney-in-Fact of the maker or a constituent of the maker and is authorized by the maker or by its constituent, the constituent being authorized by the maker, to execute this instrument on behalf of the maker.

Witness my hand, at Los Angeles, California, this 28th day of June, 1989.

OFFICIAL SEAL
CATHERINE MACKEY
NOTARY PUBLIC - CALIFORNIA
LOS ANGELES COUNTY
My comm. expires JUN 7, 1991

Catherine Mackey
Notary Public

My Commission Expires: June 7, 1991

6505 08/17 0101 03CHECK 18163.00



OFFICIAL RECEIPT

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

RECEIVED OF _____

FOR _____

BOOK 7916 PAGE 787

CO - CONVEYANCE
MO - MORTGAGE
WD - WARRANTY DEED
TD - TRUST DEED

CC - CERTIFIED COPY
REL - RELEASE
UCC - UNIFORM COMMERCIAL CODE

MISC - MISCELLANEOUS
CO TAX - STATE TAX CONVEY
MO TAX - STATE TAX MORT
PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL
				CAMT
				5500000.00
				CON TX 18150.00
				PRFEE 1.00
				WDEED 12.00
				TOTAL 18163.00
				CHECK 18163.00
08/17/89		01		08:35 0001 6505

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

58505

IDENTIF. TREFERENCE

AUG 17 8 33 AM '89

FELIX Z. WILSON REGISTER
DAVIDSON COUNTY TN.

No. 239771