File 35
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SPECIAL WARRANTY DEED **BOOK 8115 PAGE 956**

FROM: RAMADA HOTEL OPERATING COMPANY, Grantor
TO: GARDEN HOTEL ASSOCIATES LP, Grantee

This instrument was prepared by:
Deborah M. Rhodus
Locke Purnell Rain Harrell
(A Professional Corporation)
325 North St. Paul, Suite 3000
Dallas, Texas 75201

Address New Owner(s) as Follows:
Garden Hotel Associates LP
3200 Trammell Crow Center
2001 Ross Avenue
Dallas, Texas 75201

Name and Address of the Person or Entity Responsible for the Payment of Real Property Taxes:
Garden Hotel Associates LP
3200 Trammell Crow Center
2001 Ross Avenue
Dallas, Texas 75201

Map-Parcel Numbers:
Map: 108-1
Parcel: 80
Field Book Numbers:
Book 6900, Page 86

STATE OF TEXAS §
COUNTY OF DALLAS §

The actual consideration or value, whichever is greater, for this transfer is SIX MILLION FIVE HUNDRED SEVENTY-FIVE THOUSAND AND NO/100 DOLLARS ($6,575,000.00).

Affiant

SUBSCRIBED AND SWORN TO before me, this the 21ST day of May, 1990.

Notary Public

My Commission Expires: _____

NOTARY PUBLIC STATE OF TEXAS
Gail E Cooke
Notary Public, State of Texas
My Comm. Expires 12/10/92

FOR AND IN CONSIDERATION OF the sum of SIX MILLION FIVE HUNDRED SEVENTY-FIVE THOUSAND AND NO/100 DOLLARS ($6,575,000.00), the receipt and sufficiency of which are hereby acknowledged, RAMADA HOTEL OPERATING COMPANY, a Delaware corporation, Grantor, has bargained and sold, and by these presents does transfer and convey unto the said GARDEN HOTEL ASSOCIATES LP, a Texas limited partnership, Grantee, its successors and assigns, a certain tract or parcel of land in Davidson County,

State of Tennessee, described in Exhibit A attached hereto and made a part hereof by this reference.

This is improved property, known as Ramada Inn.

This conveyance is expressly made subject to all matters set forth on Exhibit B attached hereto and made a part hereof by this reference.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said Grantee, its successors and assigns, forever.

And Grantor does covenant with the said Grantee that Grantor is lawfully seized and possessed of said land in fee simple and has a good right to convey it.

And Grantor does further covenant and bind Grantor, its successors and assigns, to warrant and forever defend the title to the said land to the said Grantee, its successors and assigns against the lawful claims of all persons whomsoever claiming by, through or under Grantor, but not further or otherwise, except as to those matters set forth above to which this conveyance is expressly made subject.

Witness my hand this 21 day of May, 1990.

RAMADA HOTEL OPERATING COMPANY, a Delaware Corporation

By: Marshall C. Reynolds

Name: MARSHALL C. REYNOLDS

Title: VICE PRESIDENT

STATE OF TEXAS §
§
COUNTY OF DALLAS §

BOOK 8115 PAGE 958

Before me, Gail E. Cooke, a Notary Public of said County and State, personally appeared Marshall C. Reynolds, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged my self to be Vice President (or other officer authorized to execute the instrument) of RAMADA HOTEL OPERATING COMPANY, the within named bargainor, a corporation, and that he as such Vice President executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by myself as Vice President.

Witness my hand and seal, at Office, this 21st day of May, 1990.

Gail E. Cooke
Notary Public

My Commission Expires: _____

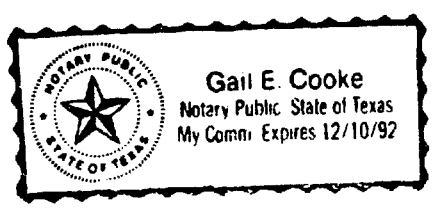


EXHIBIT A

Real Property

Land in Davidson County, Tennessee and being described according to a survey by J. Bruce Rainey. Surveyor, #823 dated May 5, 1986 and known as Job No: 84-200-5 and being Lot No. 10 on the plan of Metro Airport Center Section 4, Phase 5 of record in Book 6900, Page 86, R.O.D.C., TN, described as follows:

Beginning at an iron pin set on the easterly margin of Donelson Pike; said point of beginning being the Westernmost corner of this tract and also being the Southwest corner of the Resubdivision of Revised Lot 2 of Donelson Village of record in Book 6200, Page 8, R.O.D.C., TN; thence with the line of said Lot 2 Donelson Village N 84° 51' 56" E 92.94' to an iron pin; thence N 79° 26' 14" E 290.96' to an iron pin; thence N 22° 03' 09" E 59.00' to an iron pin; thence leaving said Donelson Village S 56° 22' 05" E 501.01' to a concrete monument set on the westerly margin of Airport Center Drive; thence with the margin of said Airport Center Drive S 47° 02' 42" W 228.01' to a concrete monument; thence leaving the margin of said Airport Center Drive and with a curve to the left having a radius of 405.36' and a long chord of 155.95'; said chord having a bearing of S 35° 57' 15" W a distance along the curve of 156.93' to a concrete monument; thence with a 50' dedicated Right-Of-Way and a curve to the left having a radius of 984.93' and a long chord of 383.68'; said chord having a bearing of N 71° 11' 16" W a distance along the curve of 386.15' to a concrete monument; thence leaving said dedicated Right-of-Way N 01° 09' 30" E 168.67' to an iron pin; thence N 89° 35' 44" W 200.00' to an iron pin set on the Easterly margin of said Donelson Pike; thence with the easterly margin of Donelson Pike the following two calls:

N 00° 56' 34" W 48.27' to an iron pin; thence with a curve to the right having a radius of 1830.07' and a long chord of 100.74'; said chord having a bearing of N 00° 38' 04" a distance along the curve of 100.75' to the point of beginning containing 5.50 acres more or less.

Exhibit B

Permitted Exceptions

1. Taxes for 1990: a lien, but not yet due or payable.

2. Restrictive covenants contained in Restrictive Covenants, dated April 24, 1969, of record in Book 4339, page 881, Register's Office for Davidson County, Tennessee.

3. Covenants, conditions and restrictions contained in Declaration of Covenants, Conditions and Restrictions for the Metropolitan Airport Center, dated January 14, 1985, of record in Book 6477, page 870, including but not limited to easements, assessments and special assessments, By-Laws of Metropolitan Airport Center Property Owners' Association, of record in Book 6477, page 890, Register's Office for Davidson County, Tennessee, and as shown on the survey dated January 29, 1990, by J. Bruce Rainey, R.L.S., as revised on May 4, 1990.

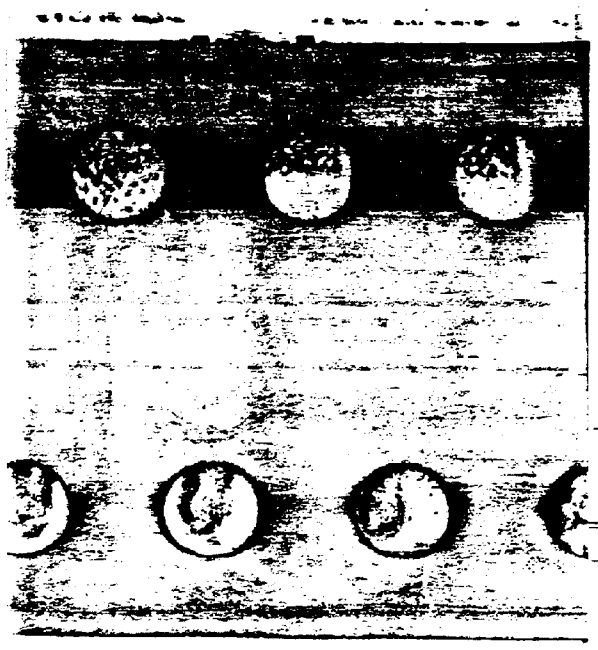
4. Lack of direct access to 1-40 from premises, such right having been conveyed to State of Tennessee by Warranty Deed dated September 26, 1961, of record in Book 3282, page 351, Register's Office for Davidson County, Tennessee.

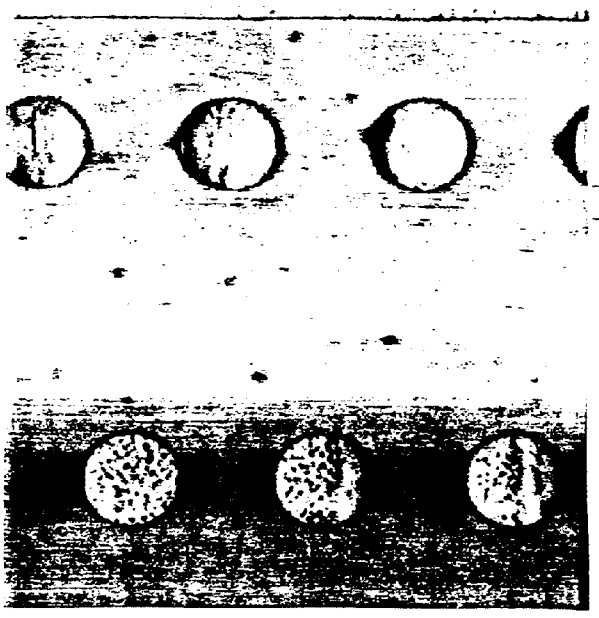
5. All matters as shown on the Plan of record in Book 6900, page 86, Register's Office for Davidson County, Tennessee, and as shown on the survey dated January 29, 1990, by J. Bruce Rainey, R.L.S., as revised on May 4, 1990.

6. Declaration of Restrictions, dated September 4, 1986, of record in Book 6973, page 359, Register's Office for Davidson County, Tennessee.

7. Rights of tenants in possession as tenants under that Lease from Ramada Hotel Operating Company to Theresa Darlene McCrary dated December 1, 1989 for gift shop space.

2871'
IDENTIFICATION REFERENCE
May 24 3 05 PM '90
FELIX Z. WILSON JR. REGISTER
DAVIDSON COUNTY TN
4587 05/24 0101 03CHECK
$ 713.50





OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 8115 PAGE 961

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

CAMT

6575000.00
CON TX 21697.50
PRFEE 1.00
MDEED 15.00
TOTAL 21713.50
CHECK 21713.50

05/24/90 01 15:05 0001 4587

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

28711

IDENTIFI REFERENCE

MAY 24 3 05 PM '90

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 321997