Box 37

BOOK 8295 PAGE 161

Address New Owner:	Map-Parcel Numbers:	Send Tax Bills To:
Suites of America, Inc. 700 Route 46 East Fairfield, NJ 07004	62-163 3DZ86439	New Owner

This instrument prepared by: Boult, Cummings, Conners & Berry (PLA)
222 Third Avenue, North, P.O. Box 198062, Nashville, TN 37219

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 consideration, the receipt and sufficiency of all of which are hereby acknowledged, SUITEQUITY, INC., a Tennessee corporation (the "Grantor"), has bargained and sold, and by these presents transfers and conveys to SUITES OF AMERICA, INC., a Delaware corporation (the "Grantee"), Grantee's successors and assigns, certain land in Davidson County, State of Tennessee, being more particularly described in Exhibit A, which is attached hereto and incorporated herein by this reference (the "Property").

This conveyance of the Property, and all covenants and warranties contained herein, are made expressly subject to the following:

1. Real estate taxes for the current year which are hereby assumed and shall be paid by Grantee.

STATE OF New Jersey
COUNTY OF Essex

The actual consideration or value, whichever is greater, for this transfer is $5,026,035.00.

SUITES OF AMERICA, INC.

By: [signature]
Title: Vice President

Subscribed and sworn to before me this 15 day of Feb, 1991.

[signature]
Notary Public
My Commission Expires:

JEAN SHOTWELL
A Notary Public of New Jersey
My Commission Expires 6/6/94

JEAN SHOTWELL NOTARY PUBLIC NEW JERSEY

2. Matters shown on the Plat of Rudys Farm, of record in Book 7900, page 35, Register's Office for Davidson County, Tennessee, as amended by Surveyor's Certificate of Correction, of record in Book 8289, page 312, Register's Office for Davidson County, Tennessee.

3. Agreement dated October 17, 1990, between Sara Lee Foundation and Suitequity, Inc. of record in Book 8227, page 543, Register's Office for Davidson County, Tennessee.

4. Notice of Mechanics' and Materialmen's Lien dated November 5, 1990, filed by General Electric Corporation, of record in Book 8231, page 359, Register's Office for Davidson County, Tennessee.

5. Notice of Surveyors Lien dated November 16, 1990, filed by Tribble & Richardson, Inc., of record in Book 8239, page 493, Register's Office for Davidson County, Tennessee.

This is improved property, known as 220 Rudy Circle, Nashville, Tennessee.

TO HAVE AND TO HOLD the Property, with all appurtenances, estate, title, and interest thereto belonging to the Grantee, Grantee's successors and assigns, forever.

Grantor covenants with the Grantee that the Property is free from all encumbrances made or suffered by Grantor, except to the extent otherwise set forth herein.

Grantor further covenants and binds itself and its successors and assigns to warrant and forever defend the title to the Property to the Grantee, Grantee's successors and assigns, against the lawful claims of all persons claiming by, through, or under Grantor.

IN WITNESS WHEREOF, the Grantor has executed this Special Warranty Deed this 20th day of February, 1991.

SUITEQUITY, INC.

By: _____
Richard E. Johnson, President

937998

IDENTIF. T REFERENCE

FEB 20 8 59 AM '91

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY TN.

STATE OF TENNESSEE

COUNTY OF Davidson

Personally appeared before me, Patrick L Alexander, Notary Public, Richard L. Johnson with whom I am personally acquainted, and who acknowledged that he executed the foregoing instrument for the purposes therein contained and who further acknowledged that he is President of Suitequity, Inc., a Tennessee corporation, and is authorized to execute this instrument on behalf of said corporation.

WITNESS my hand, at office, this 20th day of February, 1991.

Notary Public

My Commission Expires: May 22, 1993

7977 02/20 0101 03CHECK 16598.80

EXHIBIT A

Being Lot 2 as shown on the plat of Rudys Farm of record in Book 7900, page 35, Register's Office of Davidson County, Tennessee, and being more particularly described as follows according to a survey of Barge, Waggoner, Sumner & Cannon, Inc. dated November 30, 1989 (File No. 11494):

Being a parcel of land in the First Civil District of Nashville, Davidson County, Tennessee, being a portion of Rudy's Farm, located north of McGavock Pike, west of Music Valley Drive and being more particularly described as follows:

BEGINNING at a point in the westerly margin of a proposed road, said point being the southeast corner of the property;

THENCE, leaving said westerly margin of proposed road as follows:

N 74° 38' 36" W, 148.28 feet to a point,

N 29° 38' 36" W, 35.36 feet to a point,

N 74° 38' 36" W, 244.87 feet to a point,

N 15° 17' 04" E, 326.70 feet to a point in the southerly line of Fiddler's Inn, Inc., of record in Book 6351, Page 342, Register's Office for Davidson County, Tennessee;

THENCE, with said southerly line, S 74° 42' 56" E, 265.40 feet to a point;

THENCE, as follows:

S 15° 17' 04" E, 263.46 feet to a point,

S 27° 35' 08" E, 66.35 feet to a point,

S 74° 38' 36" E, 110.00 feet to a point in the westerly margin of the proposed road;

THENCE, with said westerly margin and a curve to the left 41.23 feet, said curve having a central angle of 47° 14' 52", a radius of 50.00 feet and a chord of S 18° 45' 05" W, 40.07 feet to the point of beginning.

Containing 94,090 square feet or 2.16 acres, more or less.

Being the same property conveyed to Suitequity, Inc. by deed from Sara Lee Foundation of record in Book 8011, page 9, Register's Office for Davidson County, Tennessee.

This legal description was prepared from a survey prepared by Wendell H. Talley, Sr., Tennessee No. 785, c/o Barge, Waggoner, Sumner & Cannon, Inc., 162 Third Avenue North, Nashville, Tennessee 37201.



OFFICIAL RECEIPT

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

RECEIVED OF _____

FOR _____

BOOK 8295 PAGE 165

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 5026035.00
				CON TX 16585.80
				PRFEE 1.00
				WDEED 12.00
				TOTAL 16598.80
				CHECK 16598.80
02/20/91		01		09:00 0001 7977

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

93798

IDENTIF. REFERENCE

FEB 20 8 59 AM '91

FELIX Z. WILSON II REG. OF DEEDS
DAVIDSON COUNTY TN.

No. 398242