STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $1,200,000.00.

Affiant

Subscribed and sworn to before me, this 1st day of December, 1992.

Notary Public

My Commission Expires: 7/23/94

Box 44

This instrument prepared by:
Jack W. Robinson, Jr.
Gullett, Sanford, Robinson & Martin
P. O. Box 198888
Third Floor
230 Fourth Avenue North
Nashville, TN 37219-8888

Address new owner as follows:	Send Tax Bills to:	Map-Parcel Numbers
Holiday Inns, Inc.		71-6-72
Three Ravinia Drive	SAME	13DA 12280
Suite 2000		
Atlanta, Georiga 30346		

WARRANTY DEED

For and in consideration of the sum of Ten Dollars, cash in hand paid by the hereinafter named Grantee, and other good and valuable consideration, the receipt of which is hereby acknowledged, **MILTON GROSSMAN, TRUSTEE**, as to a 50% interest, and **BARBARA P. FRIEDMAN, TRUSTEE**, as to a 50% interest, hereinafter called the Grantors, have bargained and sold, and by these presents do transfer and convey unto **HOLIDAY INNS, INC.**, a Tennessee corporation, hereinafter called the Grantee, Grantee's heirs, successors and assigns, certain tracts of land in Davidson County, Tennessee, which are more particularly described on the attached Exhibit A and incorporated herein by this reference.

This conveyance is made subject to:

1. 1992 Metro taxes, a lien therefor but not yet due and payable, which have been assumed in full by Grantee if not paid by tenant.

2. Easement to Metropolitan Government of Nashville and Davidson County, Tennessee, acting by and through the Electric Power Board, of record in Book 4208, page 424, Register's Office for said County.

3. Easement immediately south of and adjacent to the southeast corner of the Gulf Oil property, as shown in the deed of record in Book 3951, page 103, Register's Office for said County.

4. Memorandum of Lease dated April 13, 1967, between Marvin P. Friedman, Eugene Pargh and Gerald Averbuch and wife, Blossom Averbuch, and Holiday Inns of America, Inc., of record in Book 4133, page 880, Register's Office for said County.

Assignment of Lease from Marvin P. Friedman, Eugene Pargh and Gerald Averbuch and wife, Blossom Averbuch, to Marvin P. Friedman and Milton Grossman, Trustee, of record in Book 4264, page 991, Register's Office for said County.

In instrument dated August 2, 1982 and of record in Book 5932, page 891, Register's Office for said County, Marvin P. Friedman assigned his interest in said Lease to Barbara P. Friedman, Trustee.

Unrecorded Lease dated April 13, 1967, unrecorded Lease Amendment dated January 29, 1973, and unrecorded Second Amendment to Lease dated December 18, 1978, between Marvin P. Friedman, Eugene Pargh, Gerald Averbuch and wife, Blossom Averbuch and Holiday Inns, Inc., (Holiday Inns of America, Inc. as of April 13, 1967).

This is improved property known as 230 West Trinity Lane, Nashville, Tennessee 37207.

TO HAVE AND TO HOLD said tracts of land, with the appurtenances, estate, title and interest thereto belonging to said Grantee, Grantee's heirs, successors and assigns, forever; and we do covenant with said Grantee that we are lawfully seized and possessed of said land in fee simple, have a good right to convey it, and the same is unencumbered, except as otherwise herein set out; and we do further covenant and bind ourselves, our successors and representatives, to warrant and forever defend the title to said land to said Grantee, Grantee's heirs, successors and assigns, against the lawful claims of all persons whomsoever.

WITNESS our hands this 1st day of December, 1992.

Milton Grossman, Trustee

Milton Grossman, Trustee

Barbara P. Friedman, Trustee

Barbara P. Friedman, Trustee

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, **MILTON GROSSMAN, TRUSTEE**, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained.

Witness my hand, at office, this 14th day of August, 1992.

Julia C. Hunt
Notary Public

My Commission Expires: 9-25-93

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, **BARBARA P. FRIEDMAN, TRUSTEE**, with whom I am personally acquainted, and who acknowledged that she executed the within instrument for the purposes therein contained.

Witness my hand, at office, this 19th day of August, 1992.

Julia C. Hunt
Notary Public

My Commission Expires: 9-25-93

EXHIBIT A

LEGAL DESCRIPTION

Lying in Metropolitan Nashville - Davidson County, Tennessee, being all of Tracts 1, 2 and 3 of the land which has been owned in part by Barbara P. Friedman, Trustee, as recorded in Book 5932, Page 891, Register's Office of Davidson County, Tennessee, and with said three tracts being more particularly described as follows:

Beginning at an existing iron rod on the west right-of-way line of Brick Church Pike a distance of 150 feet, more or less, measured along said right-of-way line from the south right-of-way line of Trinity Lane, said iron rod also marks the southeast corner of the land of Service Station Holdings, Inc. as recorded in Book 7987, Page 924, Register's Office of Davidson County, Tennessee; thence,

1. with the west right-of-way line of said Brick Church Pike South 05 degrees 24 minutes 57 seconds West, a distance of 207.44 feet to an existing iron rod marking the northeast corner of Lot 1 of Judy's Subdivision as recorded in Plat Book 4860, Page 94, Register's Office of Davidson County, Tennessee; thence,

2. with the north line of said Lot 1 North 83 degrees 08 minutes 10 seconds West, a distance of 130.02 feet to an existing P.K. nail marking the northwest corner thereof; thence,

3. with the west line of said Lot 1 South 07 degrees 10 minutes 14 seconds West, a distance of 180.30 feet to an existing iron rod at the southwest corner thereof, said iron rod also being on the north line of the land of Craig Payne, Trustee, as recorded in Book 6763, Page 142, Register's Office of Davidson County, Tennessee; thence,

4. with the north line of said Payne land North 82 degrees 34 minutes 41 seconds West, a distance of 254.50 feet to an existing iron rod marking the northwest corner thereof; thence,

5. with the west line of said Payne land South 07 degrees 09 minutes 20 seconds West, a distance of 336.05 feet to an existing concrete monument marking the southwest corner thereof, said concrete monument also marks a corner of the land of Barbara P. Friedman, Trustee and Marvin P. Friedman, Trustee, as recorded in Book 8656, Page 384, Register's Office of Davidson County, Tennessee; thence,

the following 8 calls (lines 6 through 13) with said Friedman land:

6. North 87 degrees 04 minutes 00 seconds West, a distance of 22.00 feet to an iron rod set; thence,

7. South 02 degrees 56 minutes 00 seconds West, a distance of 63.00 feet to an iron rod set; thence,

8. North 87 degrees 04 minutes 00 seconds West, a distance of 310.00 feet to an iron rod set; thence,

9. North 02 degrees 56 minutes 00 seconds East, a distance of 63.00 feet to an iron rod set; thence,

10. North 87 degrees 04 minutes 00 seconds West, a distance of 11.25 feet to an iron rod set; thence,

11. North 02 degrees 56 minutes 00 seconds East, a distance of 528.50 feet to an iron rod set; thence,

12. South 87 degrees 04 minutes 00 seconds East, a distance of 300.00 feet to an iron rod set; thence,

13. North 02 degrees 56 minutes 00 seconds East, a distance of 170.00 feet to an iron rod set on the south line of Lot 1 of the Lawson Subdivision as recorded in Plat Book 5190, Page 732, Register's Office of Davidson County, Tennessee; thence,

14. leaving said Friedman land, with the south line of Lot 1 of said Lawson Subdivision, and with the south lines of Lots 1 and 2 of the Resubdivision of Lot No. 1 - Texaco Park as recorded in Plat Book 5190, Page 14, Register's Office of Davidson County, Tennessee, South 87 degrees 27 minutes 56 seconds East, a distance of 254.20 feet to an existing iron rod marking the southeast corner of Lot 1 of said Resubdivision; thence,

15. with the east line of Lot 1 of said Resubdivision North 04 degrees 06 minutes 46 seconds East, a distance of 199.74 feet to an existing iron rod marking the northeast corner thereof, said iron rod also being on the south right-of-way line of said Trinity Lane; thence,

16. with the south right-of-way line of said Trinity Lane South 87 degrees 33 minutes 35 seconds East, a distance of 19.95 feet to a P.K. nail set in asphalt; thence,

17. continuing with the south right-of-way line of said Trinity Lane South 59 degrees 12 minutes 42 seconds East, a distance of 56.50 feet to an iron rod set at the northwest corner of said Service Station Holdings land; thence,

18. leaving said Trinity Lane and with the west line of said Service Station Holdings land South 04 degrees 00 minutes 05 seconds West, a distance of 173.90 feet to an existing iron rod marking the Southwest corner thereof; thence,

19. with the south line of said Service Station Holdings land South 84 degrees 33 minutes 37 seconds East, a distance of 148.91 feet to the point of beginning;

Containing approximately 361,514 square feet, or 8.299 acres, more or less.

This description was prepared using a survey plat titled "ALTA/ACSM Survey for Holiday Inn" by Ragan - Smith - Associates, Inc., 315 Woodland Street, Nashville, Tennessee 37206, Job no. 92-169 / w.o. 4078, dated December 1, 1992, and certified by John O. Spry, Tennessee RLS #727.

Being in part a portion of the same property conveyed to Joe Kraft and I. R. Schulman, Trustees (Judith Faith Pushin Friedman and Susan Parker Friedman Trust), as to an undivided 1/2 interest, to Eugene Pargh as to an undivided 1/4 interest, and Gerald Averbuch and wife, Blossom Averbuch, as to an undivided 1/4 interest, by deed from Morris Fred Davis, Executor of the Estate of Charles A. Davis, Sr., et al, of record in Book 4106, page 80, Register's Office for Davidson County, Tennessee; by deed of record in Book 4133, page 912, said Register's Office, Joe Kraft and I. R. Schulman, Trustees, conveyed their 1/2 interest to Marvin P. Friedman. Also being in part a portion of the same property conveyed to Marvin P. Friedman as to an undivided 1/2 interest, Eugene Pargh as to an undivided 1/4 interest, and Gerald Averbuch and wife, Blossom Averbuch, as to an undivided 1/4 interest, by deed from Craig Payne, Commerce Union Bank and James E. Richmond, Co-Executors of the Estate of J. W. Richmond, deceased, Commerce Union Bank, Trustee, and James E. Richmond, of record in Book 4133, page 511, said Register's Office. By deed of record in Book 5932, page 891, said Register's Office, Marvin P. Friedman conveyed his interest in Tracts 1, 2 and 3 to Barbara P. Friedman, Trustee. By deed of record in Book 4142, page 922, said Register's Office, Eugene D. Pargh conveyed his interest in Tracts 1 and 2 to Milton Grossman, Trustee; by deed of record in Book 5476, page 508, said Register's Office, Eugene Pargh conveyed 1/2 of his interest in property containing Tract 3 to Milton Grossman,

Trustee; and by deed of record in Book 5476, page 513, said Register's Office, Eugene Pargh conveyed the other 1/2 of his interest in the property containing Tract 3 to Milton Grossman, Trustee. By deed of record in Book 4142, page 918, said Register's Office, Gerald Averbuch and wife, Blossom Averbuch, conveyed their interest in Tracts 1 and 2 to Milton Grossman, Trustee; by deed of record in Book 5476, page 518, said Register's Office, Gerald Averbuch and wife, Blossom Averbuch, conveyed 1/2 of their interest in property containing Tract 3 to Milton Grossman, Trustee; and by deed of record in Book 5476, page 523, said Register's Office, Gerald Averbuch and wife, Blossom Averbuch, conveyed the other 1/2 of their interest in property containing Tract 3 to Milton Grossman, Trustee.

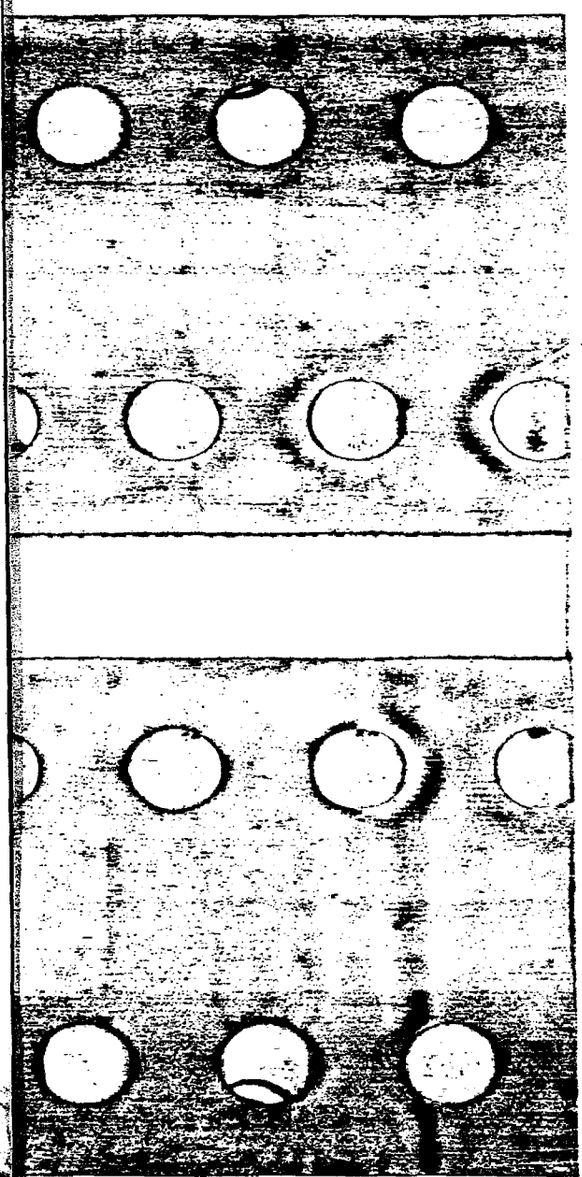
6 9 7 9 3

IDENTIFICATION (REFERENCE)

DEC 2 2 10 PM '92

ELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

7284 12/02 0101 03CHECK 4461.00



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

RECEIVED OF _____

FOR _____

BOOK 8802 PAGE 244

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 1200000.00
				CON TX 4440.00
				PRFEE 1.00
				MDEED 20.00
				TOTAL 4461.00
				CHECK 4461.00
12/02/92	01			14:08 0001 7284

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

6.9.7.9.3.

IDENTIFICATION REFERENCE

DEC 2 2 10 PM '92

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 596541