Box 49
34112

BK/VOL 10378 PG 261

# SPECIAL WARRANTY DEED

**THIS INDENTURE**, made and entered into on this 7th day of March, 1997, by and between THE HERMITAGE L.P., a Tennessee limited partnership, party of the first part, and SLT REALTY LIMITED PARTNERSHIP, a Delaware limited partnership, party of the second part,

**WITNESSETH:** That for and in consideration of Ten Dollars ($10.00) cash in hand paid, and other good and valuable considerations, the receipt of all of which is hereby acknowledged, the said party of the first part has bargained and sold and does hereby bargain, sell, convey and confirm unto the said party of the second part the following described real estate, situated and being in Davidson County, State of Tennessee, to-wit:

Being a parcel of land in Nashville, First Civil District, Eighteenth Councilmanic District, Davidson County, Tennessee, located on the southerly side of Union and running between Sixth Avenue North and Capitol Boulevard, being a part of Lot 112 as shown on the plan of the Original Town of Nashville, not of record and being more particularly described as follows:

BEGINNING at the point of intersection of the southerly right of way line of Union Street and the westerly right of way line of Sixth Avenue North;

THENCE, with said westerly right of way line S 26° 37′ 56″ E, 164.99 feet to a point;

THENCE, leaving said line with the northerly line of property conveyed to Capitol Boulevard Associates by deed of record in Book 6185, page 472, in the Register's Office of Davidson County, Tennessee, S 63° 38′ 07″ W, 141.04 feet to a point in the easterly right of way line of Capitol Boulevard;

THENCE, with said right of way line N 26° 46′ 17″ W, 163.23 feet to the point of intersection with the southerly right of way line of Union Street;

THENCE, with said right of way line N 62° 55′ 05″ E, 141.44 feet to the point of beginning.

BEING the same property conveyed to The Hermitage L.P., a Tennessee limited partnership, by Deed of Record in Book 9310, page 130, re-recorded in Book 9350, page 349, Register's Office for Davidson County, Tennessee.

**TO HAVE AND TO HOLD** the aforesaid real estate, together with all the appurtenances and hereditaments thereunto belonging or in any wise appertaining unto the said party of the second part, its heirs, successors and assigns in fee simple forever.

The said party of the first part does hereby covenant with the said party of the second part that it is lawfully seized in fee of the aforedescribed real estate; that it has a good right to sell and convey the same; that the same is unencumbered, except for 1997 Nashville and Davidson County taxes, which party of the second part assumes and agrees to pay, and Conservation Easement for Facade Maintenance in Book 9896, Page 770, and Deeds of Trust in Book 9310, Page 135, and Book 9401, Page 1, all in the Register's Office of Davidson County, Tennessee, to which this deed is subject, and that the title and quiet possession thereto it will warrant and forever defend against the lawful claims of all persons claiming by, through or under them, but not further or otherwise.

0281257
IDENTIF. ↑ REFERENCE
97 MAR 11 PM 1:29
FELIX Z. WILSON III REGISTER
DAVIDSON COUNTY, TN.
5232 03/11 0101 CHECK

The word "party" as used herein shall mean "parties" if it refers to more than one person or entity, and pronouns shall be construed according to their proper gender and number according to the context hereof.

**WITNESS** the signature of the party of the first part the day and year first above written.

THE HERMITAGE L.P.,
a Tennessee limited partnership
BY: HERMITAGE OF NASHVILLE, INC.,
General Partner

BY: _____
Pace Cooper, President

STATE OF TENNESSEE
COUNTY OF SHELBY

Before me, the undersigned Notary Public in and for the State and County aforesaid, personally appeared Pace Cooper, President of Hermitage of Nashville, Inc., General Partner of THE HERMITAGE L.P., with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon his oath, acknowledged himself to be the President of the General Partner of THE HERMITAGE L.P., a Tennessee limited partnership, the within named bargainor, and that he, as such President of the General Partner, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the partnership by himself as such President of the General Partner.

WITNESS my hand and official seal this _____ day of March, 1997.

BETTY ANN NICHOLS NOTARY PUBLIC AT LARGE SHELBY COUNTY, TENNESSEE My Commission Expires JULY 26, 1999

_____
Notary Public

My commission expires:
_____

PROPERTY ADDRESS:
231 Sixth Avenue South
Nashville, Tennessee 37219

MAIL TAX NOTICES TO/PROPERTY OWNER:
SLT Realty Limited Partnership
c/o Starwood Lodging Trust
2231 E. Camelback Road Suite 400
Phoenix, Arizona 85016

THIS INSTRUMENT PREPARED BY AND RETURN TO:
Harkavy, Shainberg, Kosten & Kaplan, P.A.
530 Oak Court Drive, Suite 350
Memphis, Tennessee 38117

Tax Parcel I.D. No. 093-06-1003.00

State Tax.....$_____
Register's Fee.....1.00
Recording Fee.....8.00
TOTAL.....$_____

G:\USERS\MARY\MIS CELL\HERMIT.SWD

I, or we, hereby swear or affirm that, to the best of affiant's knowledge, information and belief, the actual consideration for this transfer or value of the property transferred, whichever is greater, is $13,650,000.00, which amount is equal to or greater than the amount which the property would command at a fair and voluntary sale.

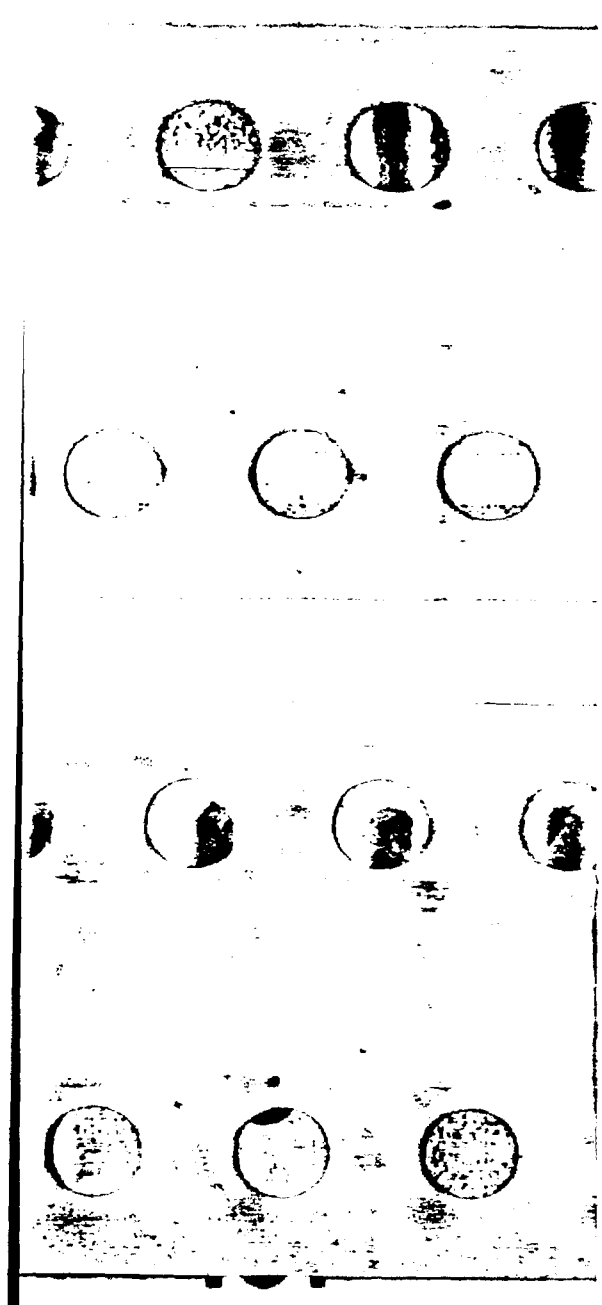
_____
Affiant

Subscribed and sworn to before me this _____ day of March, 1997.

_____
Notary Public

My commission expires: _____

BETTY ANN NICHOLS NOTARY PUBLIC AT LARGE SHELBY COUNTY, TENNESSEE My Commission Expires JULY 26, 1999



**OFFICIAL RECEIPT**

**FELIX Z. WILSON, II**

**REGISTER OF DAVIDSON COUNTY**
**NASHVILLE, TENNESSEE**

RECEIVED OF _____

FOR _____

BOOK 10376 PG 263

| | | |
|---|---|---|
| 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, 13,650,000.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

| | |
|---|---|
| CON TX | 50505.00 |
| MTGE | 1.00 |
| WDEED | 8.00 |
| TOTAL | 50514.00 |
| CHECK | 50514.00 |

03/11/97 01 13:30 0001 5232

02812517
IDENTIF. ↑ REFERENCE

97 MAR 11 PM 1:29
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

**No.** 1125596