Rm 583

SPECIAL WARRANTY DEED

FROM: SMG, Inc., Grantor

TO: Prasad, LLC, Grantee

This instrument was prepared by:
Jeffrey R. King
Farris, Warfield & Kanaday, PLC
Suite 1800
SunTrust Center
Nashville, Tennessee 37219

Address New Owner as Follows:	Name and Address of the Person or Entity Responsible for the Payment of Real Property Taxes	Map-Parcel Numbers
Prasad, LLC 320 Longhollow Pk Goodlettsville, TN 37072	(new owner)	19-15

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STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is ONE MILLION EIGHT HUNDRED TWENTY-FIVE THOUSAND AND NO/100 Dollars ($1,825,000.00).

Awadi M Patel
Affiant

SUBSCRIBED AND SWORN TO before me, this the 31st day of December, 1998.

Kay Fuller
Notary Public

My Commission Expires: 9 23 2000

FOR AND IN CONSIDERATION OF the sum of ONE MILLION EIGHT HUNDRED TWENTY-FIVE THOUSAND AND NO/100 Dollars ($1,825,000.00), the receipt and sufficiency of which are hereby acknowledged, SMG, Inc., a Tennessee corporation (the "Grantor") has bargained and sold, and by these presents does transfer and convey unto Prasad, LLC, a Tennessee limited liability company (the "Grantee"), its successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, more particularly described on Exhibit A attached hereto and incorporated herein by this reference (the "Property").

The Property is improved property known as Econo Lodge Motel, 320 Long Hollow Pike, Goodlettsville, Tennessee.

This conveyance is expressly made subject to those matters more specifically set forth on Exhibit B attached hereto and incorporated herein by this reference.

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

And Grantor does covenant and bind Grantor, its successors and assigns to warrant and forever defend the title to the Property to the 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 on Exhibit B, to which this conveyance is expressly made subject.

Witness its hand this 31st day of December, 1998.

SMG, INC., a Tennessee corporation

By: John D. Walker

Title: Pres.

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, Kay Fuller, a Notary Public of said County and State, personally appeared John D. Walker, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be President (or other officer authorized to execute the instrument) of SMG, INC., the within named bargainor, a corporation, and that he as such President executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as President.

Witness my hand and seal, at Office in Nashville, this 31st day of December, 1998.

Kay Fuller
Notary Public

My Commission Expires: 9-23-2000

NOTARY PUBLIC AT LARGE DAVIDSON CO. TN

343865.1 12/30/98

EXHIBIT A

Property Description

A tract of land in the Second Civil District of Metropolitan Nashville-Davidson County, Tennessee, and lying within the City of Goodlettsville, Tennessee, and being more particularly described as follows:

Beginning at an iron pin on the northerly right-of-way line of Long Hollow Pike. To reach the point of beginning, begin at an iron pin on the northerly right-of-way line of Long Hollow Pike at the south end of the easterly return curve at East Cedar Street and Long Hollow Pike with a curve to the left (radius 1390.39 feet), northeasterly a distance of 359.05 feet to an existing concrete highway monument at end of said curve; thence continuing with the northerly right-of-way line of Long Hollow Pike; North 34° 51' 56" East 171.91 feet to the point of beginning; thence

1. With a line severing the property of which this is a part, North 55 deg. 08' 04" West 240.00 feet to an iron pin set; thence

2. Continuing with severance line, South 38 deg. 41' 35" West 419.85 feet to an iron pin set on the easterly right-of-way line of East Cedar Street; thence

3. With the easterly right-of-way line of East Cedar Street, North 9 deg. 45' 57" West 231.50 feet to an iron pin set at the beginning of a curve; thence

4. With said curve to the left (radius 246.77 feet), northwesterly a distance of 306.57 feet to an iron pin set and having a chord bearing and distance of North 45 deg. 21' 22" West 287.233 feet; thence

5. Leaving the easterly right-of-way line of East Cedar Street, North 37 deg. 09' East passing an iron pin set on survey line at 15.06 feet, a total of 85.00 feet, more or less, to the center of Mansker Creek; thence

6. With Mansker Creek, South 82 deg. 36' East 142.18 feet to a point; thence

7. North 70 deg. 18' East 420.83 feet to a point; thence

8. Leaving Mansker Creek and with a line severing the property of which this is a part, South 55 deg. 08' 04" East, passing an iron pin on survey line at 82.87 feet, more or less a total of 340.20 feet to an iron pin set on the northerly right-of-way line of Long Hollow Pike; thence

9. With the northerly right-of-way line of Long Hollow, South 34 deg. 51' 56" West 288.0 feet to the point of beginning.

Together with a permanent, non-exclusive easement for the purpose of constructing, using and maintaining a sanitary sewer and a water line and appurtenant works in said easement, including the right to clean, repair and care for said sanitary sewer and water line and access to said easement for said purpose, which is more particularly described in Deed of Easement, of record in Book 6382, page 759, Register's Office for Davidson County, Tennessee.

BEING the same property conveyed to SMG, Inc., a Tennessee corporation, by Deed of Record in Book 8360, page 291, Register's Office for Davidson County, Tennessee.

The above description is the same as that contained in the prior deed.

EXHIBIT B

Encumbrances

1. 1999 Taxes, a lien, which are not yet due and payable. Tax Parcel No. 19-15.

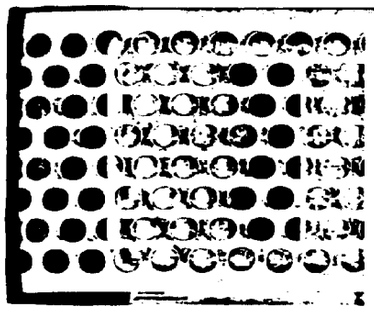
2. ALL matters shown on Plat recorded in Book 5210, page 322.

3. Easement(s) as set forth in instrument recorded in Book 5657, page 329.

4. Easement for the flow of Mansker Creek.

5. Deeds of Easement of record in Book 6382, page 756 and Book 6382, page 759.

0531770
IDENTIFICATION REFERENCE
98 DEC 31 PM 4:29
REGISTER
DAVIDSON COUNTY, TN.



OFFICIAL RECEIPT

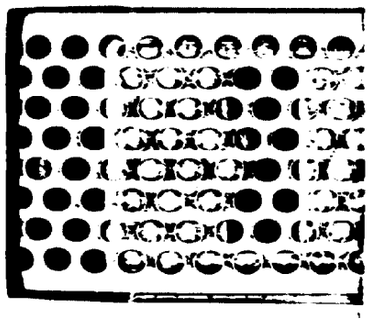
BILL GARRETT
REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

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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	CFEE - COMPUTER FEE	PRFEE - PROBATE FEE



053 I 770
IDENTIF. ↑ REFERENCE

98 DEC 31 PM 4:30
BILL GARRETT REGISTER
DAVIDSON COUNTY, TN.

CAMT
1[illegible]0.00
COM TX 6[illegible]2.50
PRFEE 1.00
MMFEE 15.00
CFEE 2.00
TOTAL 771.50
CHECK 771.50

12/31/98 01 16:27 0001 7475

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

No. 1404780

RECORDERS MEMO
LEGIBILITY OF WRITING, TYPING OR
PRINTING IN THIS DOCUMENT
UNSATISFACTORY WHEN RECEIVED