THIS INSTRUMENT PREPARED BY AND WHEN RECORDED RETURN TO:	PROPERTY OWNER:	PROPERTY ADDRESS:	MAIL TAX BILLS TO:	TAX PARCEL NO.:
Lynn Ackerman Landau, Esq. Baker, Donelson, Bearman, Caldwell & Berkowitz 165 Madison Avenue, Suite 2000 Memphis, TN 38103	Northumberland Hotel Partners, LLC 5120 Virginia Way, Bldg C-21 Brentwood, TN 37027	5630 Franklin Pike Circle Brentwood, TN 37027	5120 Virginia Way, Bldg C-21 Brentwood, TN 37027 Attn: Robert G. Schaedle, III	160-184

SPECIAL WARRANTY DEED

THIS INDENTURE, made and entered into as of the 8th day of October, 2003, by and between **SWH HOTEL, LLC**, a Delaware limited liability company, successor by merger to JRH Brentwood, L.P., whose address is 5530 Triangle Parkway, Suite 300, Norcross, Georgia 30092 (hereinafter "Grantor"), and **NORTHUMBERLAND HOTEL PARTNERS, LLC**, a Delaware limited liability company whose address is % Robert G. Schaedle, III, 5120 Virginia Way, Bldg C-21, Brentwood, Tennessee 37027 (hereinafter "Grantee");

W I T N E S S E T H :

THAT for and in consideration of Ten Dollars ($10.00), cash in hand paid, and other good and valuable consideration, the receipt of all of which is hereby acknowledged, Grantor has bargained and sold and does hereby bargain, sell, convey, and confirm unto Grantee the following described real estate, situated and being in City of Brentwood, County of Davidson, State of Tennessee, being more particularly described on **Exhibit "A"** attached hereto and incorporated herein by reference (the "Property").

This being the same real estate conveyed to JRH Brentwood, L.P. by Special Warranty Deed of record in Book 11440, Page 571, in the Office of the Register of Deeds of Davidson County, Tennessee. JRH Brentwood, L.P. is now known as SWH Hotel, LLC, as evidenced by Certificate of Merger of record in Instrument No. 20000602005517 5 in said Register's Office.

TO HAVE AND TO HOLD the Property, together with all appurtenances and hereditaments thereunto belonging or in anywise appertaining unto Grantee, its personal representatives, successors, and assigns in fee simple forever.

AND, subject to those matters set forth in **Exhibit "B,"** attached hereto and incorporated herein by reference, Grantor does hereby covenant with Grantee that the title to the Property Grantor will warrant and forever defend against the lawful claims of all persons claiming by, through or under Grantor, but not further or otherwise.

As used herein, pronouns shall be construed according to their gender and number according to the context thereof.

Davidson County DEEDWARR
Recvd: 10/08/03 14:33 5pgs
Fees:28.00 Taxes:19610.00



20031008-0149530

IN WITNESS WHEREOF, Grantor has executed this instrument on this the day and year first above written.

SWH HOTEL, LLC,
a Delaware limited liability company, successor by merger to JRH Brentwood, L.P.

By: John H. Pontius
Name: John H. Pontius
Title: Vice President and Manager

ACKNOWLEDGMENT

STATE OF TENNESSEE
COUNTY OF SHELBY

Before me, LYNN A. Landau, a Notary Public in and for said State and County aforesaid, duly commissioned and qualified, personally appeared John H. Pontius, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the VP and Manager of **SWH HOTEL, LLC**, a Delaware limited liability company, the within-named bargainor, and that he, as such VP and Manager, being duly authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the limited liability company by himself as such VP and Manager

WITNESS my hand and seal at office, on this 19th day of September, 2003.

Lynn A. Landau
Notary Public

LYNN A. LANDAU NOTARY PUBLIC AT LARGE SHELBY CO. TN

My Commission Expires:
4-20-05

M LL 722205 v2
2788426-000185 09/18/03

AFFIDAVIT OF VALUE

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 Five Million Three Hundred Thousand Dollars ($5,300.000.00), which amount is equal to or greater than the amount which the property transferred would command at a fair voluntary sale.

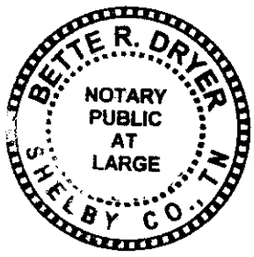
Lynn A. Barbee
AFFIANT

SUBSCRIBED AND SWORN TO before me this 2nd day of October, 2003.

Bette R. Dryer
Notary Public

My Commission Expires:

December 20, 2005



M LL 722205 v2
2788426-000185 09/18/03

EXHIBIT "A"
TO
SPECIAL WARRANTY DEED

Property Description

Being a parcel of land in Nashville, First Civil District, Thirty-Second Councilmanic District, Davidson County, Tennessee, lying between Interstate 65 and Franklin Pike Circle, north of Old Hickory Boulevard, being Lots 1 and 2 shown on plan of McArthur Subdivision, of record in Book 5200, page 363, Register's Office, Davidson County, Tennessee, and being more particularly described as follows:

Beginning at an iron pin in the easterly right-of-way of Franklin Pike Circle, being 393-feet more or less northeasterly from the northerly right-of-way of Old Hickory Boulevard, said pin further described as being the southwest corner of the herein described parcel and being the common front corner to Lots 2 and 3 shown on said McArthur Subdivision;

Thence, with said right-of-way of Franklin Pike Circle, N 27 deg. 03' 38" E, 93.40 feet to a concrete monument;

Thence, with a curve to the right 148.66 feet to an iron pin in concrete, said curve having a central angle 20 deg. 01' 22", a radius of 425.41 feet, a tangent distance of 75.10 feet and a chord of N 37 deg. 01' 48" E, 147.91 feet;

Thence, continuing with said right-of-way N 47 deg. 10' 28" E, 188.67 feet to an iron pin;

Thence, leaving said Franklin Pike Circle, with the southerly boundary to James B. Martin of record in Book 6093, page 54, R.O.D.C., S 67 deg. 47' 06" E, 137.37 feet to an iron pin in the westerly right-of-way of Interstate 65 (controlled access right-of-way);

Thence, with said right-of-way S 25 deg. 45' 01" W, 370.27 feet to a concrete R.O.W. monument;

Thence, continuing with said right-of-way S 42 deg. 02' 48" W, 59.80 feet to an iron pin;

Thence, leaving said Interstate 65, with the common line between said Lots 2 and 3, same being the northerly boundary to FFCA Acquisition Corporation, of record in Book 9869, page 401, R.O.D.C., N 62 deg. 55' 00" W, 220.36 feet to an iron pin in the easterly right-of-way of Franklin Pike Circle, the point of beginning.

Together with all right title and interest in and to the Cross Easement for Ingress Engress and for parking recorded September 17, 1981 in Book 5796, page 67, Register's Office for Davidson County, Tennessee.

EXHIBIT "B"
TO
SPECIAL WARRANTY DEED

Encumbrances

(1) Taxes for the year 2003, a lien, which are not yet due and payable. Tax Parcel No. 160/184.

(2) Restrictive Covenant contained in Book 5796, page 74.

(3) Cross-Easement for Ingress and Egress and for Parking in Book 5796, page 67, as shown on the Survey.

(4) Matters shown on Survey Number 23665-03, dated July 11, 2003, prepared by Wendell H. Talley, Sr., TN RLS #785 of Barge Waggoner Sumner & Cannon, Inc., Surveyors.

(5) Matters shown on Plat recorded in Plat Book 5200, page 363.