This instrument prepared by and return to:
Holly N. Knight, Attorney
HUSCH & EPPENBERGER, LLC
2525 West End Avenue, Suite 1400
Nashville, Tennessee 37203

Davidson County DEEDTRS
Recvd: 01/08/04 12:29 5pgs
Fees:28.00 Taxes:2836.05
[redacted]
20040108-0003254

SUBSTITUTE TRUSTEE'S DEED

WHEREAS, Nashville Hotel Partners, LLC executed a certain Deed of Trust (the "Deed of Trust") to Renard Hirsch, Sr., as Trustee, for the use and benefit of AT&T Commercial Finance Corporation (the "Beneficiary") dated September 30, 1998 and recorded in Book ~~11154~~, page 661 in the Register's Office of Davidson County, Tennessee; and 11143

WHEREAS, under such Deed of Trust, the Debtor conveyed to the Trustee all of its right, title and interest in and to certain real property described therein; and

WHEREAS, Holly N. Knight was appointed Substitute Trustee under the Substitution of Trustee of record at Instrument No. 200311240170619 in the Register's Office of Davidson County, Tennessee; and

WHEREAS, default was made in the payment of the debt and obligations secured by the Deed of Trust, and the undersigned, as Substitute Trustee, was requested to advertise and sell the real and personal property conveyed by the Deed of Trust in compliance with the provisions thereof; and

WHEREAS, the undersigned, as Substitute Trustee, did, in compliance with the provisions of the Deed of Trust, advertise for sale the real and personal property, the advertisement for sale having been published in The Nashville Record, a newspaper published in Nashville, Davidson County, Tennessee, in the issues of November 27, 2003; December 4, 2003; and December 11, 2003, of such newspaper, the sale having been advertised for Friday, December 19, 2003, commencing at 11:00 a.m. at the front door of the Register of Deeds Office, Gaylord Entertainment Center, 501 Broadway, Nashville, Tennessee, at which time and place the real and personal property were offered for sale and sold; and

WHEREAS, the highest and best bid for such real and personal property was then and there made on behalf of CIT Lending Services Corporation, a Delaware corporation, to wit: A bid of Seven Hundred Sixty Six Thousand Five Hundred and 00/100ths Dollars ($766,500) which bid was then and there accepted by the undersigned, as Substitute Trustee.

NOW THEREFORE, for the consideration named and for and in consideration of the compliance with the terms of such bid, the undersigned Substitute Trustee has bargained and sold, and do by these presents bargain, sell and convey unto **CIT Lending Services Corporation, a Delaware corporation,** the real property advertised and sold as hereinabove recited, situated, lying and being in the County of Davidson, State of Tennessee, and more particularly described as follows (the "Real Property"):

RE-RECORD

Davidson County DEEDTRS
Recvd: 01/14/04 15:58 5pgs
Fees:27.00 Taxes:0.00
20040114-0006035

Beginning at an iron pin set at the intersection of the west right-of-way line of Brick Church Pike (71-foot public R.O.W.) And the north right-of-way line of Artic Avenue (50-foot public R.O.W.) Thence,

1. With the north right-of-way line of Arctic Avenue, N 88° 10' 22" W, 620.87 feet to an iron pin (set) at the southeast property corner of Tract No. 2 as deeded to Leonard A. Stephens as of record in Deed Book 7275, page 716, R.O.D.C., Tennessee; thence,
2. Leaving said right-of-way line, with the east property line of said Tract No.2, N 08° 26' 28" E 140.67 fee to an iron pin (set) in the south property line of Tract No. 1 as deeded to Craig Payne, Trustee as of record in Deed Book 6763, page 142, R.O.D.C., Tennessee; said pin being 130.30 feet east of an existing concrete monument at the southwesterly property corner of Tract No. 1; thence,
3. With the south property line of Tract No. 1, Craig Payne, Trustee property, in part, S 81° 34' 14" E 204.86 feet to an iron pin (set); thence,
4. S 83° 53' 09" E, 281.43 feet to an existing iron pin; thence,
5. N 05° 36' 21" E, 28.39 feet to an existing iron pin; thence,
6. S 85° 06' 02" E, 94.02 feet to an existing iron pin in the west right-of-way line of Brick Church Pike (R.O.W. width varies at this point); thence,
7. With the west right-of-way line of Brick Church Pike, S 21° 32' 17" E, 66.05 feet to an iron pin (set); thence,
8. S 03° 14' 48" W, 57.82 feet to the Point of Beginning and containing 70,652 square feet or 1.6220 acres more or less as calculated by the above courses which were determined within the precision requirements of a Category "I" Survey as adopted by the Tennessee State Board of Examiner for Land Surveyors.

Being the same property conveyed to Nashville Hotel Partners, Inc. from Mona Enterprises, Inc., by warranty deed of record in Book 11143 Page 657, Register's Office for said county and state.

Property Address – 1400 Brick Church Pike, Nashville, Tennessee 37207

To have and to hold unto CIT Lending Services Corporation, a Delaware corporation, its successors and assigns, in fee simple forever.

This conveyance is made subject to all prior liens and encumbrances of record, including, but not limited to, all outstanding real estate taxes and assessments (plus penalties and interest, if any), for the current year and any prior year, and any prior encumbrances of record in such Register's Office.

The undersigned substitute trustee believes the title hereby conveyed to be good, but only warrants the same against the lawful claims of all persons claiming by, through and under a conveyance from the undersigned, as substitute trustee under the provisions of the above described Deed of Trust, and not further or otherwise.

BILL OF SALE

Further, in consideration of the aforesaid bid, Substitute Trustee transfers to **CIT Lending Services Corporation, a Delaware corporation**, all of the rights and interest of Debtor in all personal property described in the Deed of Trust Security Agreement and Fixture Filing of record in Book 11143, Page 700 in the Davidson County Register's Office and UCC1 Filing Number 983607078 in the Tennessee Secretary of State's Office (the "Personal Property") including, but not necessarily limited to, the following:

> All machinery and equipment (excluding automotive), including power-driven machinery and equipment, furniture and fixtures, now owned or hereafter acquired, together with all replacements thereof, all attachments, accessories, parts and tools belonging thereto or for use in connection therewith wherever located (including, but not limited to all machinery, equipment, and fixtures in connection with the real estate located at 1400 Brick Church Pike, Nashville, Tennessee 37207). All inventory, raw materials, work in progress and supplies now owned or hereinafter acquired. All accounts receivable now outstanding or hereafter arising, and all books and records pertaining thereto and all additions, substitutions, replacements and proceeds thereof.

This conveyance of the Real Property and transfer of the Personal Property are made subject, without limitation, to (i) any and all unpaid ad valorem taxes (plus penalty and interest, if any) that may be a lien against the Real Property and the Personal Property, or any part thereof, (ii) any and all liens, defects, encumbrances, adverse claims and other matters which take priority over the Deed of Trust upon which this foreclosure sale is had, including, but not limited to, prior easements, restrictions, building lines and recorded plats, (iii) statutory rights of redemption, if any, not otherwise waived in the Deed of Trust, including rights of redemption of any governmental agency, state or federal, which have not been waived by such governmental agency, (iv) any restrictions on the transferability of any of the Personal Property (such as licenses, franchises, permits and other items), and (v) matters which an accurate survey of the Real Property might disclose.

THE PERSONAL PROPERTY IS SOLD, TRANSFERRED AND CONVEYED AS IS WHERE IS, WITHOUT REPRESENTATIONS OR WARRANTIES OF ANY KIND, EITHER EXPRESS OR IMPLIED, AS TO TITLE, CONDITION, MERCHANTABILITY OR FITNESS FOR ANY USE OR PURPOSE OR ANY OTHER REPRESENTATIONS OR WARRANTIES OF ANY KIND WHATSOEVER EXCEPT AS EXPRESSLY SET FORTH HEREIN.

Witness the signature of the undersigned Substitute Trustees as of the 8th day of January, 2004.

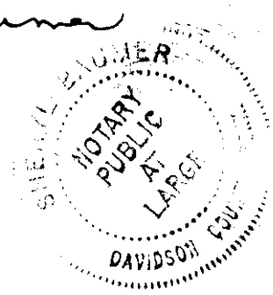
Holly N. Knight,
Substitute Trustee

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Personally appeared before me, a Notary Public of this County, Holly N. Knight, Substitute Trustee, the within named bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that they executed the within instrument for the purposes therein contained.

Witness my hand, at office this the 8th day of January, 2004.

Notary Public



My Commission Expires: March 31, 2007

PROPERTY ADDRESS: 1400 Brick Church Pike
Nashville, Tennessee 37207

OWNER AND PERSON OR AGENCY RESPONSIBLE FOR PAYMENT OF TAXES:
CIT Lending Services Corporation
1 CIT Drive
Livingston, New Jersey 07039

STATE TAX.....	$ 2836.05
REGISTER'S FEE & RECORDING FEE.....	$ 28.00
TOTAL.....	$ 2,864.05

State of Tennessee
County of Davidson

I 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 $766,500.00, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

Affiant

NOTARY PUBLIC AT LARGE DAVIDSON COUNTY

Sworn to and subscribed before me this 8th day of January, 2004.

Notary Public

My commission expires:

March 31, 2007