STATE OF NEW YORK
COUNTY OF NEW YORK

The actual consideration for this transfer is $0.00

Affiant

Subscribed and sworn to before me this 11 day of MAY, 2004.

Notary Public

My Commission Expires:

BRIAN [illegible]
NOTARY PUBLIC, State of New York
No. 01MC6[illegible]
Qualified in Westchester County
Certificate Filed in New York County
Commission Expires September 9, 2006

Davidson County DEEDQC
Recvd: 05/21/04 08:08 5pgs
Fees:27.00 Taxes:0.00
20040521-0059706

Document prepared by: I. Erwin Dweck, Esq. @ Simpson Thacher & Barlett LLP
425 Lexington Ave, NY, NY 10017
Record and Return to: Attn: Richard King / N04-2659
Title Associates Inc.
825 Third Ave., 12th Fl., New York, NY 10022

ESA Site #:
5045

Real property tax bills to be sent to Grantee

c/o Blackstone Real Estate Acquisitions IV L.L.C., 345 Park Avenue, New York, New York 10154, Attn: Tax Department

Instrument
Quitclaim Deed

Dated:
As of the notary date, but effective as of 5/11/04

Grantor:
ESA TENNESSEE, INC., a Tennessee corporation, c/o Extended Stay America, Inc. 100 Dunbar Street, Spartanburg, South Carolina 29306

Grantee:
BRE/ESA PROPERTIES L.L.C., a Delaware limited liability company, c/o Blackstone Real Estate Acquisitions IV L.L.C., 345 Park Ave, NY, NY 10154

Map 104-6 Parcel 168

Nature of Instrument:

This Instrument is a conveyance (a) in which Grantee is a wholly owned affiliate of Grantor, (b) with no change in beneficial interest, and (c) without monetary consideration of any kind whatsoever other than the nominal consideration recited hereinafter.

Witnesseth:

That the Grantor, in consideration of the sum of $1, the receipt and sufficiency of which are hereby acknowledged, does hereby quitclaim and convey unto Grantee, its successors and assigns, all of Grantor's estate, right, title and interest in and to that certain plot, piece or parcel of land (together with the buildings and improvements thereon erected) described on Schedule A hereto (the "Premises").

Together with:

All right, title and interest (if any) of Grantor in and to any streets and roads abutting the Premises to the center line thereof, as well as any gaps, strips or gores on, around or within the Premises;

Together with:

All right, title and interest (if any) of Grantor in and to any hereditaments and appurtenances, and all of the estate and rights of Grantor;

This is improved property known as:

3311 West End Avenue, Nashville, Tennessee

In Witness Whereof:

The undersigned, by its duly elected officer and pursuant to proper authority has duly executed, acknowledged and delivered this instrument as its true act and deed.

Grantor:

ESA TENNESSEE, INC.,
a Tennessee corporation

By: _____
Name: Alan Miyasaki
Title: Vice President

State of NY

County of NY

Multi-State Corporate Acknowledgment:

On 5 / 11/04, before me, personally appeared Alan Miyasaki personally known and acknowledged himself / herself to me (or proved to me on the basis of satisfactory evidence) to be the Vice President of Grantor and that, as such officer, being informed of the contents, duly sworn, and authorized to do so pursuant to its bylaws or a resolution, executed, subscribed and acknowledged the due execution of the foregoing instrument for the purposes therein contained, by signing the name of Grantor by himself / herself in his / her authorized capacity as such officer as his / her free and voluntary act and deed and the free and voluntary act and deed of said Grantor.

If this instrument was executed in NY and affects real property outside NY, the following is the prescribed NY statutory form of acknowledgment and is supplemental to the foregoing acknowledgment, OR if this instrument was executed in NY or CA and affects real property in NY or CA, the following is the prescribed NY & CA statutory form of acknowledgment and supercedes the foregoing acknowledgment:

On 5 / 11/04, before me, the undersigned, a Notary Public in and for said State, personally appeared Alan Miyasaki, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to me that he / she / they executed the same in his / her / their capacity(ies), and that by his / her / their signature(s) on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument.

Witness my hand and official seal.

Notary Public

My Commission Expires: Aug 8, 2008

LISA NORTON
NOTARY PUBLIC, State of New York
No. 01NO5086640
Qualified in Kings County
Commission Expires 2008

LISA NORTON NOTARY PUBLIC

Schedule A

The Premises

- see annexed –

Being the same property conveyed to Grantor by deed of record in ~~Book ____, page ____,~~ [by instrument number ~~2001061[illegible]~~ 0063751,] Register's Office for said County.

Schedule A

Land in Davidson County, Tennessee, being a certain tract of land located on the southeast side of West End Avenue and the northwest side of Orleans Drive in the 18th Councilmanic District of Metropolitan Nashville, Davidson County, Tennessee, and being Lot No. 1, Parcel 168 on the Final Subdivision Plat of National Baptist Publishing Board of record in Book 9700, page 647, Register's Office, Davidson County, Tennessee, to which plat reference is hereby made for a more complete and accurate description.

TA#397
ESA#5045
3311 West End Ave., Nashville, TN