This instrument prepared by:
Kristine S. Cherek
Foley & Lardner LLP
777 East Wisconsin Avenue
Milwaukee, WI 53202-5306

After recording return to:
Alan Simmons
Goodwin Procter LLP
Exchange Place
53 State Street
Boston, MA 02109

Davidson County DEEDWARR
Recvd: 09/22/04 15:29 5pgs
Fees:28.00 Taxes:9448.27
20040922-0114376

ADDRESS OF NEW OWNER:	SEND TAX BILLS TO:	MAP PARCEL NUMBER(S):
La Quinta Properties, Inc. 909 Hidden Ridge, Suite 600 Irving, Texas 75038	La Quinta Properties, Inc. 909 Hidden Ridge, Suite 600 Irving, Texas 75038	Map 108-1, Parcel 70

WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten and No/100ths Dollars ($10.00) cash in hand paid, by the Grantee and other good and valuable consideration accepted as cash, the receipt and sufficiency of which is hereby acknowledged, **BAYMONT PARTNERS, LLC,** a Wisconsin limited liability company, as successor-in-interest to Budgetel Partners, Inc., the successor-in-interest to Nashville Baymont Inn Partnership, f/k/a Nashville Budgetel Inn Partnership, a Wisconsin general partnership ("Grantor"), whose address is 100 East Wisconsin Avenue, Suite 1900, Milwaukee, Wisconsin 53202, has this day bargained and sold, and does hereby transfer and convey unto **LA QUINTA PROPERTIES, INC.**, a Delaware corporation ("Grantee"), whose address is set forth above, its successors and assigns, all of its right, title and interest in and to the following described real estate (the "Property") located in Davidson County, Tennessee:

See **Exhibit A** attached hereto and incorporated herein. Being the same property conveyed to Grantor by Quitclaim Deed from B & G Realty, Inc., a Wisconsin corporation, and of record in Official Records in Book 10833, Page 221, in the Register's Office for Davidson County, Tennessee.

This is improved property, known as 531 Donelson Pike, Nashville, Tennessee.

Whenever used, the singular number shall include the plural, the plural the singular and the use of any gender shall be applicable to all genders.

TENNESSEE
531 Donelson Pike, Nashville

STATE OF WISCONSIN)
) ss.
COUNTY OF MILWAUKEE)

The actual consideration or value, whichever is greater, for this transfer is $ 2,553,586.00

Subscribed and sworn to before me this 3rd day of September, 2004.

Affiant:
BAYMONT PARTNERS, LLC,
a Wisconsin limited liability company,
as successor-in-interest to
Nashville Budgetel Inn Partnership

By: Baymont Inns, Inc.,
a Wisconsin corporation
Its: Sole Member

By: _____
Linda R. Treland,
Vice President

NOTARY PUBLIC CANDICE STRUEDER STATE OF WISCONSIN

Notary Public:

Candice Strueder

Printed Name: Candice Strueder
Notary Public, State of Wisconsin
County of Milwaukee

My Commission Expires: 4/30/06
(Affix Seal)

TO HAVE AND TO HOLD the Property, with the appurtenances, estate, title and interest thereto belonging, to the Grantee, its successors and assigns forever, Grantor hereby covenants that it is lawfully seized and possessed of the Property in fee simple, has a good right to convey the Property, and that the same is unencumbered, except for those matters set forth on **Exhibit B** attached hereto and incorporated herein.

Grantor further covenants and binds itself, its successors and assigns, to warrant and forever defend the title to said Property to said Grantee, its successors and assigns, against lawful claims of all persons, claiming by, through or under the Grantor, subject to those matters set forth on **Exhibit B** attached hereto and incorporated herein.

IN WITNESS WHEREOF, this 3rd day of September, 2004, the corporate party having caused its name to be signed hereto by its duly authorized officers on said day and date.

BAYMONT PARTNERS, LLC,
a Wisconsin limited liability company,
as successor-in-interest to
Nashville Budgetel Inn Partnership

By: Baymont Inns, Inc.,
a Wisconsin corporation
Its: Sole Member

By: _____
Linda R. Treland,
Vice President

STATE OF WISCONSIN)
) ss.
COUNTY OF MILWAUKEE)

The foregoing instrument was acknowledged before me, a Notary Public in and for said County and State, this 3rd day of September, 2004, by Linda R. Treland, the Vice President of Baymont Inns, Inc., the Sole Member of Baymont Partners, LLC, a Wisconsin limited liability company, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that she executed the same in her authorized capacity as Vice President of said corporation, as the Sole Member of said limited liability company, as her free act and deed, and as the free act and deed of said corporation, on behalf of said limited liability company.

NOTARY PUBLIC
CANDICE STRUEDER
STATE OF WISCONSIN

_____
Printed Name: Candice Strueder
Notary Public, State of Wisconsin
County of Milwaukee
My Commission Expires: 4/30/06

EXHIBIT A

Legal Description of the Property

Land in Davidson County, Tennessee, being Lot No. 2 on the Plan of the Final Plat of Metropolitan Airport Center, Section III of record in Plat Book 6250, Page 247, Register's Office for Davidson County, Tennessee, to which plan reference is made for a more complete description.

Being the same property conveyed to Nashville Budgetel Inn Partnership, a Wisconsin Partnership by Quitclaim Deed from B & G Realty, Inc., a Wisconsin Corporation of record in Book 10833, Page 221, Register's Office for Davidson County, Tennessee.

EXHIBIT B
TO
WARRANTY DEED

Permitted Encumbrances

All exceptions set forth on Schedule B-II of Chicago Title Insurance Company Commitment No. 000511883 as of the date hereof.