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SPECIAL WARRANTY DEED

FROM: BRENTWOOD HOTEL CO., LLC,
Grantor

TO: FOCUS HOSPITALITY, LLC,
Grantee

This instrument was prepared by:
Jeffrey R. King
Stites & Harbison, PLLC
424 Church Street, Suite 1800
Nashville, Tennessee 37219

Address New Owner(s) as Follows:	Name and Address of the Person or Entity Responsible for the Payment of Real Property Taxes	Map-Parcel Numbers
Focus Hospitality, LLC 5566 Franklin Pike Circle Brentwood, TN 37027	(New Owner)	160-0-56

STATE OF TENNESSEE)
COUNTY OF ~~DAVIDSON~~ Shelby)

The actual consideration or value, whichever is greater, for this transfer is Two Million Seven Hundred Seventy Five Thousand and No/100 Dollars ($2,775,000.00).

Affiant

SUBSCRIBED AND SWORN TO before me, this the 4th day of February, 2005.

Notary Public

My Commission Expires: My Commission Expires April 15, 2008

13574N:042050:612279:1:NASHVILLE
2/3/05

FOR AND IN CONSIDERATION OF the sum of Ten and No/100 Dollars ($10.00), and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Brentwood Hotel Co., LLC, a Tennessee limited liability company, ("**Grantor**"), has bargained and sold, and by these presents does transfer and convey unto Focus Hospitality, LLC, a Tennessee limited liability company ("**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 5566 Franklin Pike Circle, Brentwood, TN 37027.

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 Grantee, its successors and assigns forever.

And Grantor does covenant with Grantee that Grantor is lawfully seized and possessed of the Property in fee simple and Grantor has a good right to convey the Property.

And Grantor does further covenant and bind Grantor, its successors and assigns to warrant and forever defend the title to the Property to Grantee, its successors and assigns against the lawful claims of all persons whomsoever claiming by, through or under Grantor (other than claims arising from the matters set forth on Exhibit B), but not further or otherwise. This conveyance is expressly made subject to the matters set forth on Exhibit B.

Witness my hand this ___ day of February, 2005.

BRENTWOOD HOTEL CO., LLC

By: _____

Title: Vice President

STATE OF TENNESSEE)
COUNTY OF SHELBY)

Before me, Kathy Worthington, a Notary Public of said County and State, personally appeared William Batt, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be Vice President (or other officer authorized to execute the instrument) of BRENTWOOD HOTEL CO., LLC, the within named bargainor, a limited liability company, and that he as such Vice President executed the foregoing instrument for the purposes therein contained, by signing the name of the limited liability company by himself as its Vice President.

Witness my hand and seal this 4th day of February, 2005.

_____
Notary Public

My Commission Expires: My Commission Expires April 15, 2008

NOTARY PUBLIC AT LARGE SHELBY COUNTY TENNESSEE

EXHIBIT A

Property Description

Land in Davidson County, Tennessee, being Lot(s) 1, as shown on the map entitled Final Subdivision and P.U.D. boundary Plat for Country Suites Inns & Hotels, of record in Plat Book 7900, Page(s) 900, Register's Office for Davidson County, Tennessee, to which plat reference is hereby made for a more complete and accurate legal description.

Being the same property conveyed to BRENTWOOD HOTEL CO., LLC, by deed of record in Book 9938, page 711, said Register's Office.

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

EXHIBIT B

Encumbrances

1. Restrictive Covenants contained in instrument of record in Book 925, page 21, said Register's Office.

2. Matters shown on the Plat of record in Book 7900, page(s) 900, said Register's Office.

3. Easements of record in Book 9618, Page 423; Book 5746, Page 877; all in said Register's Office.

4. Taxes for 2005 constitute a lien, but are not yet due and payable.

5. Matters which would be disclosed by a current, accurate survey of the herein described property.