Once recorded, please return to:
Stewart Title Guaranty
200 S. College Street #1640
Charlotte, NC 28202

Transfer Tax Due: $ 0

Davidson County DEEDQC
Recvd: 03/09/07 13:53 7 pgs
Fees:37.00 Taxes:0.00
20070309-0029515

COMMONWEALTH OF MASSACHUSETTS

COUNTY OF SUFFOLK

TENNESSEE
QUITCLAIM DEED

[Nashville, TN (3.034)]

THIS QUITCLAIM DEED is made this 31st day of January, 2007, between **TA OPERATING LLC**, a Delaware limited liability company ("Grantor"), and **HPT TA PROPERTIES TRUST**, a Maryland real estate investment trust ("Grantee"), having as its tax mailing addresses c/o Hospitality Properties Trust, 400 Centre Street, Newton, MA 02458 (the words "Grantor" and "Grantee" to include their respective heirs, successors, legal representatives and assigns where the context permits or requires).

W I T N E S S E T H:

GRANTOR, for and in consideration of the sum of TEN AND NO/100 DOLLARS ($10.00) and other valuable consideration in hand paid at and before the sealing and delivery of these presents, the receipt, adequacy and sufficiency whereof are hereby acknowledged, does by these presents remise, release and forever quit-claim unto Grantee all of Grantor's right, title and interest in and to:

> ALL THE TRACT(S) OR PARCEL(S) OF LAND being more particularly described on Exhibit A attached hereto and by this reference made a part hereof (hereinafter referred to as the "Property") together with any and all interest of Grantor in all buildings and other improvements located at the Property.

TO HAVE AND TO HOLD said Property unto Grantee, so that neither Grantor nor any entity or entities claiming under Grantor shall at any time, by any means or ways, have, claim, or demand any right, title, or interest in or to the Property or its appurtenances, or any rights thereof;

[Signature page follows.]

IN WITNESS WHEREOF, Grantor has signed and sealed this deed, the day and year first above written.

GRANTOR:

TA OPERATING LLC

By: _____

Name: John R. Hoadley

Its: Executive Vice President and Treasurer

COMMONWEALTH OF MASSACHUSETTS

COUNTY OF SUFFOLK

Before me, LINDA Freitas, of the State and County aforesaid, personally appeared John Hoadley with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself/herself to be the EVP + Treasurer of TA Operating LLC, and that he/she, on behalf of said entity executed the foregoing instrument for the purpose therein contained.

Witness my hand and seal, this 31st day of January, 2007

_____

NOTARY PUBLIC

My Commission Expires:

(NOTARY SEAL)

LINDA ANN FREITAS NOTARY PUBLIC COMMONWEALTH OF MASSACHUSETTS MY COMM. EXPIRES JULY 31, 2009

Address of Grantee and
Send Tax Bills To:

HPT TA PROPERTIES TRUST
c/o Hospitality Properties Trust
400 Centre Street
Newton, MA 02458

Map Parcel Number(s): Tax Map 82-15, Parcel 219

This is (✓) improved (_) unimproved property known as: 111 N. First Street, Nashville, TN

I hereby swear or affirm that to the best of affiant's knowledge, information, and belief, the actual consideration for this transaction is: $ 0 .

Affiant

Subscribed and sworn to before me this the 25th day of January, 2007

Notary Public
My Commission Expires:

(NOTARIAL SEAL)

LINDA ANN FREITAS
NOTARY PUBLIC
COMMONWEALTH OF MASSACHUSETTS
MY COMM. EXPIRES JULY 31, 2009

EXHIBIT A

Legal Description

[See copy attached.]

3.034 Nashville, TN
111 N. First Street
Nashville, TN 37213
(TCA Site No. 34)

Exhibit "A "

LYING IN THE FIRST CIVIL DISTRICT, METROPOLITAN NASHVILLE, DAVIDSON COUNTY, TENNESSEE,

BEGINNING AT AN IRON ROD SET ON THE NORTH RIGHT-OF-WAY LINE OF MAIN STREET ON JAMES ROBERTSON PARKWAY FRONTAGE ROAD, AT THE SOUTHEASTERLY END OF THE RETURN CURVE FOR NORTH FIRST STREET; THENCE,

1. WITH SAID RETURN CURVE TO THE RIGHT, HAVING A RADIUS OF 18.86 FEET, A DELTA ANGLE OF 94 DEGREES 35 MINUTES 11 SECONDS, A CHORD OF NORTH 62 DEGREES 02 MINUTES 06 SECONDS WEST, 27.71 FEET, AND AN ARC DISTANCE OF 31.13 FEET TO AN IRON ROD SET AT THE POINT OF TANGENCY AND BEING ON THE EAST RIGHT-OF-WAY LINE OF NORTH FIRST STREET, THENCE,
2. WITH SAID EAST RIGHT-OF-WAY LINE OF NORTH FIRST STREET, NORTH 14 DEGREES 44 MINUTES 31 SECONDS WEST, A DISTANCE OF 626.29 FEET TO A TACK SET IN LEAD, THENCE,
3. CONTINUING WITH SAID EAST RIGHT-OF-WAY LINE OF NORTH FIRST STREET, NORTH 00 DEGREES 46 MINUTES 54 SECONDS EAST, A DISTANCE OF 268.94 FEET TO AN EXISTING P.K. NAIL AT THE SOUTHWEST CORNER OF THE LAND OF FRANCES B. SWIFT, AS OF RECORD IN DEED BOOK 8494, PAGE 740, IN SAID REGISTER'S OFFICE, THENCE;
4. WITH THE SOUTH LINE OF SAID SWIFT LAND, NORTH 73 DEGREES 47 MINUTES 55 SECONDS EAST, A DISTANCE OF 417.00 FEET TO AN IRON ROD SET AT THE SOUTHEAST CORNER THEREOF, THENCE,
5. WITH THE EAST LINE OF SAID SWIFT LAND, NORTH 35 DEGREES 42 SECONDS 55 MINUTES EAST, A DISTANCE OF 75.00 FEET TO AN IRON ROD SET, THENCE,
6. CONTINUING WITH THE EAST LINE OF SAID SWIFT LAND, NORTH 10 DEGREES 31 MINUTES 05 SECONDS WEST, A DISTANCE OF 66.17 FEET TO AN IRON ROD SET ON THE SOUTH RIGHT-OF-WAY LINE OF CSX RAILROAD; THENCE,
7. WITH SAID SOUTH RIGHT-OF-WAY LINE OF CSX RAILROAD, NORTH 72 DEGREES 58 MINUTES 55 SECONDS EAST, A DISTANCE OF 424.87 FEET TO AN EXISTING IRON ROD ON THE WEST RIGHT-OF-WAY LINE OF INTERSTATE 65; THENCE,
8. CONTINUING WITH SAID WEST RIGHT-OF-WAY OF INTERSTATE 65, AND WITH A FENCE, SOUTH 16 DEGREES 12 MINUTES 18 SECONDS WEST, A DISTANCE OF 141.68 FEET TO AN IRON ROD SET; THENCE,
9. CONTINUING WITH SAID WEST RIGHT-OF-WAY OF INTERSTATE 65, AND WITH SAID FENCE, SOUTH 26 DEGREES 47 MINUTES 52 SECONDS EAST, A DISTANCE OF 272.95 FEET TO AN IRON ROD SET AT THE NORTHEAST CORNER OF THE LAND OF TATG, INC. OF RECORD IN DEED BOOK 7488, 776 IN SAID REGISTER'S OFFICE; THENCE,
10. WITH THE NORTH LINE OF SAID TATG LAND, SOUTH 73 DEGREES 46 MINUTES 24 SECONDS WEST, A DISTANCE OF 240.90 FEET TO AN IRON ROD SET AT THE NORTHWEST CORNER THEREOF; THENCE,
11. WITH THE WEST LINE OF SAID TATG LAND, SOUTH 16 DEGREES 28 MINUTES 05 SECONDS EAST, A DISTANCE OF 9.02 FEET TO AN IRON ROD SET ON THE RIGHT-OF-WAY LINE OF THE NORTHERLY END OF SECOND STREET; THENCE,
12. WITH SAID RIGHT-OF-WAY LINE OF NORTH SECOND STREET, AND WITH A TANGENT CURVE TO THE LEFT HAVING A RADIUS OF 50.00 FEET, A DELTA ANGLE OF 152 DEGREES 25 MINUTES 50 SECONDS, A CHORD OF SOUTH 09 DEGREES 10 MINUTES 50 SECONDS WEST, 97.12 FEET, AN D ARC DISTANCE OF 133.02 FEET TO AN IRON ROD SET AT THE POINT OF REVERSE CURVATURE; THENCE,
13. CONTINUING WITH SAID RIGHT-OF-WAY LINE OF NORTH SECOND STREET, AND WITH A TANGENT CURVE TO THE RIGHT, HAVING A RADIUS OF 18.44 FEET, A DELTA ANGLE OF 50 DEGREES 34 MINUTES 00 SECONDS, A CHORD OF SOUTH 41 DEGREES 45 MINUTES 05 SECONDS EAST, 15.75 FEET, AND ARC DISTANCE OF 16.27 FEET TO AN IRON ROD SET AT THE POINT OF TANGENCY, THENCE,
14. CONTINUING WITH SAID WEST RIGHT-OF-WAY LINE OF NORTH SECOND STREET, SOUTH 16 DEGREES 28 MINUTES 05 SECONDS EAST, A DISTANCE OF 492.27 FEET TO AN IRON ROD SET AT THE POINT OF CURVATURE OF THE FOLLOWING TANGENT CURVE; THENCE,

15. WITH SAID CURVE TO THE RIGHT, HAVING A RADIUS OF 19.09 FEET, A DELTA ANGLE OF 94 DEGREES 21 MINUTES 00 SECONDS. A CHORD OF SOUTH 30 DEGREES 42 MINUTES 25 SECONDS WEST, 27.87 FEET, AND AN ARC DISTANCE OF 31.29 FEET TO AN IRON ROD SET AT THE POINT OF TANGENCY AND ON THE NORTH LIEN OF SAID MAIN STREET, THENCE, WITH SAID NORTH RIGHT-OF-WAY LINE OF MAIN STREET AND THE FOLLOWING 9 CALLS (LINES 16 THROUGH 24);
16. SOUTH 77 DEGREES 45 MINUTES 18 SECONDS WEST, A DISTANCE OF 178.61 FEET, TO AN IRON ROD SET AT THE POINT OF CURVATURE OF THE FOLLOWING TANGENT CURVE; THENCE,
17. WITH SAID CURVE TO THE LEFT, HAVING A RADIUS OF 150.20 FEET, A DELTA ANGLE OF 17 DEGREES 05 MINUTES 25 SECONDS, A CHORD OF SOUTH 63 DEGREES 59 MINUTES 12 SECONDS WEST, 44.62 FEET, AND AN ARC DISTANCE OF 44.80 FEET TO AN IRON ROD SET AT THE POINT OF TANGENCY; THENCE,
18. SOUTH 51 DEGREES 52 MINUTES 42 SECONDS WEST, A DISTANCE OF 25.14 FEET TO AN IRON ROD SET AT THE POINT OF CURVATURE OF THE FOLLOWING TANGENT CURVE; THENCE,
19. WITH SAID CURVE TO THE LEFT, HAVING A RADIUS OF 121.97 FEET, A DELTA ANGLE OF 25 DEGREES 52 MINUTES 00 SECONDS, A CHORD OF SOUTH 64 DEGREES 27 MINUTES 55 SECONDS WEST, 54.60 FEET, AND AN ARC DISTANCE OF 55.07 FEET TO AN IRON ROD SET AT THE POINT OF TANGENCY; THENCE,
20. SOUTH 77 DEGREES 23 MINUTES 55 SECONDS WEST, A DISTANCE OF 42.94 FEET TO AN IRON ROD SET AT THE POINT OF CURVATURE OF THE FOLLOWING TANGENT CURVE, THENCE,
21. WITH SAID CURVE TO THE LEFT, HAVING A RADIUS OF 4583.38 FEET , A DELTA OF 01 DEGREE 15 MINUTES 01 SECONDS, A CHORD OF SOUTH 76 DEGREES 46 MINUTES 24 SECONDS WEST, 100.01 FEET , AND AN ARC DISTANCE OF 100.02 FEET TO AN IRON ROD SET AT THE POINT OF COMPOUND CURVATURE; THENCE,
22. WITH A NON-TANGENT CURVE TO THE LEFT, HAVING A RADIUS OF 881.37 FEET, A DELTA ANGLE OF 05 DEGREES 31 MINUTES 31 SECONDS, A CHORD OF SOUTH 73 DEGREES 23 MINUTES 08 SECONDS WEST, 84.96 FEET, AND AN ARC DISTANCE OF 84.99 FEET TO AN IRON ROD, THENCE,
23. SOUTH 71 DEGREES 50 MINUTES 19 SECONDS WEST, A DISTANCE OF 61.01 FEET TO AN IRON ROD SET; THENCE,
24. SOUTH 70 DEGREES 40 MINUTES 02 SECONDS WEST, A DISTANCE OF 74.69 FEET TO THE POINT OF BEGINNING.

ALSO ENCUMBERING THE FOLLOWING DESCRIBED LAND TO THE EXTENT NOT INCLUDED IN THE AFOREDESCRIBED LAND;

LAND IN DAVIDSON COUNTY, TENNESSEE, BEING LOT NOS. 1, 2, 3 AND 4 ON THE PLAN OF RESUBDIVISION OF LOT NUMBER OF PART OF LOT NUMBER 1 THRU 15, 66 THRU 93 AND PORTIONS OF STREETS AND ALLEYS SHOWN ON SHELBY'S FIRST ADDITION TO EDGEFIELD, AS OF RECORDING BOOK 12, PAGE 524, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, AS OF RECORD IN PLAT BOOK 5200, PAGE 72, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

BEING THE SAME PROPERTY CONVEYED TO TRUCKSTOPS CORPORATION OF AMERICA, BY DEED FROM MARTHA WHITE FOODS, INC. AS OF RECORD IN BOOK 5302, PAGE 842; BY DEED FROM WAYNE WALLACE, ET AL, AS OF RECORD IN BOOK 5302, PAGE 846; BY DEED FROM THIRD NATIONAL BANK IN NASHVILLE, SUCCESSOR TRUSTEE, AS OF RECORD IN BOOK 5302, PAGE 849; BY DEED FROM E.B. SMITH, JR., AND WIFE, KATHRYN KEENAN SMITH, AS OF RECORD IN BOOK 5302, PAGE 852; BY DEED FROM LOUISVILLE AND NASHVILLE RAILROAD COMPANY, AS OF RECORD IN BOOK 5305, PAGE 564; BY DEED FROM JOHN E. PATTON AND WIFE, RITA PATTON, AS OF RECORD IN BOOK 5256, PAGE 798, BY DEED FROM RAMEL ADVERTISING ASSOCIATES OF TENNESSEE, A LIMITED PARTNERSHIP, AS OF RECORD IN BOOK 5357, PAGE 994, BY DEED FROM RYDER SYSTEM, INC. AS OF RECORD IN BOOK 6225, PAGE 944, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

BEING ALSO DESCRIBED ACCORDING TO A SURVEY MADE BY INTERNATIONAL LAND SURVEYING, INC., DATED SEPTEMBER 13, 1993, DWG. NO. 93-08-01;027 AS FOLLOWS:

LYING IN THE FIRST CIVIL DISTRICT, METROPOLITAN NASHVILLE-DAVIDSON COUNTY, TENNESSEE, BEING THE LAND OF TRUCKSTOPS CORPORATION OF AMERICA, AS OF RECORD IN DEED BOOK 5302, PAGE 842, DEED BOOK 5302, PAGE 846, DEED BOOK 5302, PAGE 849, DEED BOOK 5302, PAGE 852; DEED BOOK 5305, PAGE 564; DEED BOOK 5256, PAGE 798; DEED BOOK 5257, PAGE 994; AND DEED BOOK 6225, PAGE 944 ALL IN THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, SAID LAND ALSO BEING ALL OF LOTS 1, 2, 3 AND 4 ON THE PLAN OF "RESUBDIVISION OF LOT NUMBER OR PART OF LOT NUMBERS 1 THRU 15, 66 THRU 93 AND PORTIONS OF STREETS AND ALLEYS SHOWN ON SHELBY'S FIRST ADDITIONS TO EDGEFIELD, AS OF RECORD IN BOOK 12, PAGE 524, R.O.D.C." SAID RESUBDIVISION AS OF RECORD IN BOOK 5200, PAGE 72, IN SAID REGISTER'S OFFICE.

BEING THE SAME PROPERTY CONVEYED TO TA OPERATING CORPORATION, A DELAWARE CORPORATION BY SPECIAL WARRANTY DEED FROM TRUCKSTOPS CORPORATION OF AMERICA, A DELAWARE CORPORATION OF RECORD IN BOOK 9188, PAGE 50 AND BY QUITCLAIM DEED OF RECORD IN BOOK 9188, PAGE 60, BOTH IN THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.