BILL GARRETT, Davidson County
Trans:T20100061246 DEEDWARRSP
Recvd: 09/29/10 09:44 7 pgs
Fees:38.00 Taxes:4440.00
20100929-0077373

Prepared By:

Fell, Marking, Abkin, Montgomery,
Granet & Raney, LLP
Attn: Joshua P. Rabinowitz
222 E. Carrillo Street, Suite 400
Santa Barbara, CA 93101

After Recording Mail to:

Par Investments
1113 Indian Point Drive
Brentwood, TN 37027

Send Tax Bills To: NEW OWNER

Par Investments
1113 Indian Point Drive
Brentwood, TN 37027

Map Parcel Number(s):

Map 134, Parcel 247

SPECIAL WARRANTY DEED

THIS SPECIAL WARRANTY DEED, made and entered into as of the 23rd day of September, 2010, to be effective as of the 28th day of September, 2010, by and between Ohio Six, L.P., a California limited partnership, whose address is c/o The Towbes Group. Inc., 21 East Victoria Street, Suite 200, Santa Barbara, California 93101 ("Grantor"), and Par Investments, a Tennessee general partnership, whose address is 1113 Indian Point Drive, Brentwood, Tennessee 37027 ("Grantee").

WITNESSETH: That for good and valuable consideration, the receipt of all of which is hereby acknowledged, the Grantor has bargained and sold and does hereby bargain, sell, convey, and confirm unto the Grantee, its successors and assigns, the following described real estate, situated and being in the County of Davidson, State of Tennessee:

Located at: 420 Metroplex Drive, Nashville.

See Exhibit A attached hereto and incorporated herein by reference for legal description of said property.

TO HAVE AND TO HOLD the aforesaid real estate, together with all the appurtenances and hereditaments thereunto belonging or in any wise appertaining unto the Grantee, its heirs, successors, and assigns, in fee simple forever.

The Grantor does hereby covenant with the Grantee that it is lawfully seized in fee of the afore described real estate; that it has good right to sell and convey the same; that the same is unencumbered, except for those matters filed as of record, some of which are attached hereto as Exhibit B; and that the title and quiet possession thereto it will warrant and forever defend against the lawful claims of all persons when the claim is by, through, or under Grantor but not otherwise.

WITNESS the signature of the Grantor the day and year first above written.

Ohio Six, L.P., a California limited partnership

By: Michael Towbes Construction & Development, Inc., a California corporation, General Partner

By: _____
Michael Towbes, President

STATE OF CALIFORNIA)
)
COUNTY OF SANTA BARBARA)

On ~~September~~ October 23rd, 2010, before me, Jane M. Reisman, Notary Public, personally appeared MICHAEL TOWBES who 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 he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

I, or we, hereby swear or affirm that to the best of affiant's knowledge, information, and belief, the actual consideration of this transfer or value of the property transferred, whichever is greater, is $1,200,000.00, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

JANE M. REISMAN
Commission # 1801869
Notary Public - California
Santa Barbara County
My Comm. Expires Jun 15, 2012

Affiant

Subscribed and sworn to before me this 23rd day of September, 2010.

Notary Public
My commission expires: June 15, 2012

EXHIBIT A

LEGAL DESCRIPTION

(Attached)

A CERTAIN TRACT OF LAND IN THE 28TH COUNCILMANIC DISTRICT, METROPOLITAN NASHVILLE, DAVIDSON COUNTY, TENNESSEE, BEING LOT 3.1 ON THE PLAT ENTITLED "SECTION TWO, METROPLEX", OF RECORD IN PLAT BOOK 5190, PAGE 710, REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE (R.O.D.C.,TN.), AND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING AT IN AN IRON ROD (OLD) LOCATED IN THE EASTERN RIGHT-OF-WAY OF METROPLEX DRIVE (RIGHT-OF-WAY WIDTH VARIES), BEING THE NORTHWEST CORNER OF NASH-COR, LLC., OF RECORD IN INSTRUMENT NO. 20080516-0050720, R.O.D.C.,TN., AND BEING THE SOUTHWEST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, WITH THE EASTERN RIGHT-OF-WAY OF SAID METROPLEX DRIVE, NORTH 15 DEGREES 29 MINUTES 47 SECOND WEST, 154.83 FEET TO AN IRON ROD (OLD), SAID IRON ROD BEING THE SOUTHWEST CORNER OF LOT 3, OF SAID PLAT;

THENCE, WITH THE SOUTHERN LINE OF SAID LOT 3, NORTH 75 DEGREES 14 MINUTES 30 SECONDS EAST, 224.63 FEET TO AN IRON ROD (OLD), SAID IRON ROD BEING THE NORTHEAST CORNER OF THE WHEELER CEMETERY, OF RECORD IN DEED BOOK 220, PAGE 446, R.O.D.C.,TN.;

THENCE, WITH THE SOUTHERN LINE OF SAID CEMETERY, SOUTH 64 DEGREES 05 MINUTES 30 SECONDS EAST, 172.55 FEET TO AN IRON ROD (OLD), SAID IRON ROD BEING NORTHWEST CORNER OF THE MEADES CHAPEL CHURCH OF CHRIST, TRUSTEES, OF RECORD IN DEED BOOK 4465, PAGE 289, R.O.D.C.,TN.;

THENCE, WITH THE WESTERN LINE OF SAID CHURCH, SOUTH 25 DEGREES 06 MINUTES 43 SECONDS WEST, 124.81 FEET TO AN IRON ROD (OLD), SAID IRON ROD BEING LOCATED IN THE NORTHERN LINE OF SAID NASH-COR, LLC.;

THENCE, WITH THE NORTHERN LINE OF SAID NASH-COR, LLC., SOUTH 86 DEGREES 17 MINUTES 37 SECONDS WEST, 278.68 TO THE POINT OF BEGINNING AND CONTAINING 55, 273 SQUARE FEET OR 1.27 ACRES, MORE OR LESS, AS CALCULATED BY THE ABOVE COURSES AND DISTANCES ACCORDING TO A SURVEY BY KEVIN BIRDWELL, RLS. NO. 1797, WHOSE ADDRESS IS RAGAN SMITH ASSOCIATES, 315 WOODLAND STREET, NASHVILLE, TN. 37206.

BEING THE SAME PROPERTY CONVEYED TO OHIO SIX LIMITED, A LIMITED PARTNERSHIP, BY DEED FROM MOTEL 6 OPERATING, L.P., A DELAWARE LIMITED PARTNERSHIP, OF RECORD IN BOOK 10467, PAGE 507, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

EXHIBIT B

MATTERS OF RECORD

(Attached)

1. The lien for taxes and assessments for 2010, and all subsequent years, and any supplemental or special assessments.

2. All matters shown on the Plan of Section Two, Metroplex, of record in Plat Book 5190, Page 710, Register's Office for Davidson County, Tennessee.

3. Restrictions of record in Book 5653, Page 11, in the Register's Office for Davidson County, Tennessee.

4. Terms, provisions, covenants, conditions, restrictions, easements, charges, assessments, and liens provided in the Covenants, Conditions, and Restrictions of Metroplex, Inc., of record in Book 6171, Page 692, Register's Office for Davidson County, Tennessee.

5. All matters shown on the survey of the subject property dated September 2, 2010, prepared by Kevin Birdwell, RLS Tenn. No. 1797, of Ragan-Smith-Associates Inc.