BILL GARRETT, Davidson County
Trans:T20110014830 DEEDQC
Recvd: 03/11/11 15:25 6 pgs
Fees:33.00 Taxes:7030.00
20110311-0019669

This Instrument Prepared By and Return To:
Bryan Cave LLP
Attn: Ronald B. Emanuel, Esq.
1290 Avenue of the Americas
New York, New York 10104

Address New Owner:	Send Tax Bills To:	Parcel ID:
5847 San Felipe, Suite 4650, Houston, Texas 77057	The Red Roof Building 605 S. Front Street Columbus, OH 43215	**132-150-060.00** **Property address:** **4271 Sidco Dr.** **Nashville, TN**

QUIT CLAIM DEED IN LIEU OF FORECLOSURE

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00) cash in hand paid by the hereinafter named Grantee and other good and valuable consideration the receipt and sufficiency of which hereby is acknowledged, R-ROOF V, LLC, a Delaware limited liability company, hereinafter called the Grantor, has sold and, by these presents, does quitclaim and convey unto RRI NC I LLC, a Delaware limited liability company, hereinafter called the Grantee, all of Grantor's right, title and interest in the following described real estate in Davidson County, Tennessee (the "Property"):

PARCEL 1

LAND IN DAVIDSON COUNTY, TENNESSEE, BEING LOT NO. 3 ON THE PLAN OF REVISION OF LOT 3, SOUTH PLAZA II OF RECORD IN BOOK 6250, PAGE 584, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE WESTERLY MARGIN OF SIDCO DRIVE, AS DEDICATED BY PLAT OF RECORD IN BOOK 5200, PAGE 289, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE SAID POINT BEING NORTH 07 DEG. 56' WEST 329.01 FEET FROM THE NORTH END OF A RADIUS RETURN TO ELYSIAN FIELDS ROAD; THENCE, LEAVING SAID MARGIN AT RIGHT ANGLES, SOUTH 82 DEG. 04' WEST 207.44 FEET TO THE EASTERLY MARGIN OF INTERSTATE 65. BEING NORTH 07 DEG. 10' EAST 380.66 FEET FROM THE NORTHERLY MARGIN OF ELYSIAN FIELDS ROAD; THENCE, WITH SAID MARGIN OF INTERSTATE 65, NORTH 07 DEG. 10' EAST

580.40 FEET TO A POINT, THENCE, LEAVING SAID MARGIN, NORTH 87 DEG. 21' EAST 86.70 FEET TO THE WESTERLY MARGIN OF SIDCO DRIVE; THENCE WITH THE MARGIN OF SIDCO DRIVE, WITH A CURVE TO THE LEFT, 55.01 FEET TO A POINT, SAID CURVE HAVING A RADIUS OF 6,237.57 FEET, A CENTRAL ANGLE OF 0 DEG. 30' 19", A TANGENT DISTANCE OF 27.50 FEET AND A CHORD OF SOUTH 02 DEG. 54' EAST 55.01 FEET; THENCE, CONTINUING WITH SAID MARGIN, WITH A CURVE TO THE LEFT, 295.17 FEET TO A POINT, SAID CURVE HAVING A RADIUS OF 12,683.93 FEET, A CENTRAL ANGLE OF 01 DEG. 20' 00", A TANGENT DISTANCE OF 147.59 FEET, AND A CHORD OF SOUTH 03 DEG. 50' EAST 295.16 FEET; THENCE, WITH A CURVE TO THE LEFT, 117.26 FEET TO A POINT, SAID CURVE HAVING A RADIUS OF 2,341.84 FEET, A CENTRAL ANGLE OF 02 DEG. 52' 08", A TANGENT DISTANCE OF 58.64 FEET, AND A CHORD OF SOUTH 05 DEG. 56' EAST 117.25 FEET; THENCE, CONTINUING WITH SAID MARGIN, SOUTH 07 DEG. 56' SOUTH * 86.03 FEET TO THE POINT OF BEGINNING, CONTAINING 79,632 SQUARE FEET, OR 1.83 ACRES, MORE OR LESS.

BEING THE SAME PROPERTY CONVEYED TO RED ROOF INNS, INC. BY DEED FROM SOUTH PLAZA ASSOCIATES, A TENNESSEE JOINT VENTURE OF RECORD IN BOOK 6908, PAGE 649, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

EXCEPTING FROM THE HEREIN DESCRIBED PROPERTY IS THAT PORTION OF THE PROPERTY CONVEYED TO THE METROPOLITAN GOVERNMENT OF NASHVILLE AND DAVIDSON COUNTY, OF RECORD IN BOOK 7997, PAGE 14, REGISTER'S OFFICE FOR DAVIDSON COUNTY, AND DESCRIBED AS FOLLOWS:

LAND LYING IN THE 1ST CIVIL DISTRICT OF DAVIDSON COUNTY, TENNESSEE, SAID LAND BEING A PORTION OF 2ND REVISION OF LOT NO. 3 OF SOUTH PLAZA II AS REVISED IN BOOK 6900, PAGE 19, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, BEING FURTHER DESCRIBED ACCORDING TO A SURVEY BY MCCONNELL ENGINEERING CONSULTANTS, INC., AND MORE PARTICULARLY AS FOLLOWS:

BEGINNING AT AN IRON ROD ON THE EXISTING WESTERLY MARGIN OF SIDCO DR., AS DEDICATED BY PLAT OF RECORD IN BOOK 5200, PAGE 289, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, SAID IRON ROD BEING N 07 DEG. 58 MIN. 00 SEC. W 329.01 FEET FROM THE NORTH END OF A RADIUS RETURN TO ELYSIAN FIELDS ROAD;

THENCE, LEAVING SAID MARGIN S 82 DEG. 04 MIN. 00 SEC. W 8.71 FEET TO THE SOUTHWEST CORNER OF THE HEREIN DESCRIBED TRACT; THENCE, ALONG A LINE BEING A CURVE TO THE RIGHT 554.04 FEET TO A POINT, SAID CURVE HAVING A RADIUS OF 5,147.49 FEET, A CENTRAL ANGLE OF 06 DEG. 10 MIN. 01 SEC.; THENCE N 87 DEG. 21 MIN. 00 SEC. E 1.46 FEET TO AN EXISTING IRON ROD ON THE AFOREMENTIONED EXISTING WESTERLY MARGIN OF SIDCO DRIVE; THENCE ALONG SAID MARGIN WITH A CURVE TO THE LEFT 55.01 FEET TO AN EXISTING IRON ROD, SAID CURVE HAVING A RADIUS OF 6,237.57 FEET, A CENTRAL ANGLE OF

00 DEG. 30 MIN. 19 SEC.; THENCE, CONTINUING WITH SAID MARGIN, WITH A CURVE TO THE LEFT, 295.17 FEET TO AN EXISTING IRON ROD, SAID CURVE HAVING A RADIUS OF 12,683.93 FEET, A CENTRAL ANGLE OF 01 DEG. 20 MIN. 00 SEC.; THENCE, CONTINUING WITH SAID MARGIN, WITH A CURVE TO THE LEFT 117.26 FEET TO AN EXISTING IRON ROD, SAID CURVE HAVING A RADIUS OF 2,341.84 FEET, A CENTRAL ANGLE OF 02 DEG. 52 MIN. 08 SEC.; THENCE, CONTINUING ALONG SAID MARGIN S 07 DEG. 56 MIN. 00 SEC. E 86.03 FEET TO THE POINT OF BEGINNING, AND CONTAINING 0.07 ACRES OR 3,100 SQUARE FEET.

BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

PARCEL 1

LAND LYING IN THE 1ST CIVIL DISTRICT OF DAVIDSON COUNTY, TENNESSEE, SAID LAND BEING A PORTION OF 2ND REVISION OF LOT NO. 3 OF SOUTH PLAZA II AS REVISED IN BOOK 6900, PAGE 19, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEING AT A POINT ON THE WEST RIGHT-OF-WAY MARGIN OF SIDCO DRIVE, SAID POINT BEING N 07°58'00" W A DISTANCE OF 329.01 FEET FROM THE NORTH END OF A RADIUS RETURN TO ELYSIAN FIELDS ROAD, SAID POINT ALSO BEING THE SOUTHEAST CORNER OF SAID 2ND REVISION OF LOT 3 OF SOUTH PLAZA II; THENCE RUN S 82°04'00" W ALONG THE SAID SOUTH BOUNDARY LINE OF SAID 2ND REVISION OF LOT 3 FOR A DISTANCE OF 8.71 FEET TO A POINT ON THE NEW WEST RIGHT-OF-WAY MARGIN OF SIDCO DRIVE, SAID POINT BEING THE TRUE POINT OF BEGINNING; THENCE CONTINUE S 82°04'00" W ALONG THE SAID SOUTH BOUNDARY LINE FOR A DISTANCE OF 198.73 FEET TO THE SOUTHWEST CORNER OF SAID 2ND REVISION OF LOT 3, SAID POINT ALSO BEING ON THE EAST RIGHT-OF-WAY MARGIN OF INTERSTATE 65; THENCE RUN N 07°10'00" E ALONG THE WEST BOUNDARY LINE OF SAID 2ND REVISION OF LOT 3 AND ALONG SAID EAST RIGHT-OF-WAY MARGIN FOR A DISTANCE OF 580.40 FEET TO THE NORTHWEST CORNER OF SAID 2ND REVISION OF LOT 3; THENCE RUN N 87° 21' 00" E ALONG THE NORTH BOUNDARY LINE OF SAID 2ND REVISION OF LOT 3 FOR A DISTANCE OF 86.24 FEET TO A POINT ON THE NEW WEST RIGHT-OF-WAY MARGIN OF SAID SIDCO DRIVE; THENCE RUN ALONG SAID NEW WEST RIGHT-OF-WAY MARGIN, A CURVE TO THE LEFT HAVING A RADIUS OF 5147.49 FEET AND AN ARC LENGTH OF 554.04 FEET, A CHORD BEARING S 04°04'00" E FOR A CHORD DISTANCE OF 653.77 FEET TO A POINT AND BACK TO THE TRUE POINT OF BEGINNING, SAID TRACT CONTAINING 1.76 ACRES, MORE OF LESS.

PARCEL 2

TOGETHER WITH THE RIGHTS OVER AND UPON LOT NOS. 1 AND 2 ON THE PLAN OF SOUTH PLAZA II, OF RECORD IN BOOK 5200, PAGE 441, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, AS ESTABLISHED UNDER DECLARATION OF RECIPROCAL RIGHTS AND EASEMENTS AND RESTRICTIVE COVENANTS OF RECORD IN BOOK 5937, PAGE 774, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

BEING THE SAME PROPERTY CONVEYED TO R-ROOF V LLC, A DELAWARE LIMITED LIABILITY COMPANY, BY DEED OF RECORD IN INSTRUMENT NO. 20071019-24190., REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

This is improved property known as 4271 Sidco Drive, Nashville, Davidson County, Tennessee.

SUBJECT TO any and all easements, restrictions, conditions, encumbrances, limitations, agreements, zoning ordinances, roadways and right-of-ways of record as may affect the Property.

This conveyance is an absolute and unconditional conveyance to the Grantee of whatever interest Grantor has in and to the Property and is not intended as, nor shall it be construed as, the conveyance of a lesser estate or as a mortgage or any other form of security.

The undersigned person executing this Quitclaim Deed on behalf of Grantor represents and certifies that such person is a duly authorized representative of Grantor and has been fully empowered to execute and deliver this Quitclaim Deed on behalf of Grantor; that the Grantor has the full organizational capacity to convey the real estate described herein; and, that all necessary action for the making of this conveyance has been taken and done.

[Signature page follows.]

IN WITNESS WHEREOF, the Grantor has caused this Quitclaim Deed to be executed this 2nd day of March, 2011.

GRANTOR:

R-ROOF V, LLC, a Delaware limited liability company

By: _____
Name: Mohamed Thowfeek
Title: ~~Vice~~ President

STATE OF NEW YORK)
)
COUNTY OF NEW YORK)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, Mohamed Thowfeek, with whom I am personally acquainted, and who acknowledged, upon oath, that he/she executed the within instrument for the purposes therein contained and who further acknowledged that he/she is the Vice President of R-Roof V, LLC, the maker or a constituent of the maker and is authorized by the maker or by its constituent, the constituent being authorized by the maker, to execute this instrument on behalf of the maker.

Witness my hand, at office, this 28 day of February, 2011.

_____
Notary Public

My Commission Expires: _____

Gary Pollard
Notary Public, State of New York
No. 01PO4827351
Qualified in New York County
Commission Expires April 30, ~~2006~~ 2014

STATE OF NEW YORK)
COUNTY OF NEW YORK)

The actual consideration paid for this transfer is $1,900,000.

RRI NC I LLC, a Delaware limited liability company

By: _____
Name: David Ofner
Title: Vice President

Sworn and subscribed before me this 28 day of February, 2011.

_____
Notary Public

My Commission Expires:

_____

Gary Pollard
Notary Public, State of New York
No. 01PO4827351
Qualified in New York County
Commission Expires April 30, ~~2006~~ 2017