BILL GARRETT, Davidson County
Trans:T20120088138 DEEDWARR
Recvd: 11/19/12 10:22 7 pgs
Fees:38.00 Taxes:4817.40
20121119-0106418

SPACE ABOVE RESERVED FOR RECORDER

Prepared under local supervision (exc MD) by:
Whitney Roland, Esq. @ Simpson Thacher & Bartlett LLP
425 Lexington Ave, NY, NY 10017

Record and return to:
Marsha Reynolds @ North American Title Company
2501 North Harwood, Suite 1210, Dallas, TX 75201

Site #: 699
See annexed SCHEDULE A

Real property tax bills to be sent to:
Grantee as defined herein

Instrument:
Limited Warranty Deed --- [Quitclaim Deed as to MA, RI, TN & WV, and Covenant Deed as to MI]

Dated:
As of the earliest notary date, but effective as of 10/01/12

Grantor:
Motel 6 Operating L.P., a DE limited partnership, with office at 4001 International Parkway, Carrollton, TX 75007

Grantee:
G6 Hospitality Property LLC, a DE limited liability company, with office at 4001 International Parkway, Carrollton, TX 75007

Nature of Instrument:
This Instrument is from an entity to a wholly owned subsidiary, and accordingly, there is no change in beneficial interest.

Witnesseth:
That the Grantor, in consideration of the sum of $1 (or as otherwise provided on Schedule of Consideration, if annexed) paid by Grantee, the receipt and sufficiency of which is hereby acknowledged, does hereby grant, convey, transfer, assign and warrant (except as to TN & WV where only "remise, release and quitclaim", and subject to the below Warranty as to the Premises Conveyed Herein, and with quitclaim covenants as to MA & RI) unto Grantee, its successors and assigns, all of its estate, right, title and interest in and to that certain plot, piece or parcel of land (together with the buildings and improvements thereon erected) described on SCHEDULE A hereto (the "Premises").

Together with:
All right, title and interest (if any) of Grantor in and to any streets and roads abutting the Premises to the center line thereof, as well as any gaps, strips or gores on, around or within the Premises.

Together with:
All right, title and interest (if any) of Grantor in and to any hereditaments and appurtenances, and all of the estate and rights of Grantor.

To have and to hold:
The Premises herein conveyed unto the Grantee, its successors and assigns forever.

Warranty as to the Premises Conveyed Herein:
NOT APPLICABLE TO LAND IN MI & WV:
Notwithstanding anything to the contrary, Grantor only covenants with Grantee that:

1. Grantor is lawfully seized of the fee simple title;
2. The fee simple title is free from all encumbrances, except (a) easements, covenants, conditions, reservations, restrictions, rights of way, liens, grants, mineral rights, reversionary interests and all other rights, titles or interests in or to the Premises, if any, disclosed by the public records, (b) real estate taxes and assessments, both general and special, which may be a lien and which are either (i) not due and payable as of the date of this instrument, or (ii) are due and payable, but not delinquent, as of the date of this instrument
3. Rights or claims of tenants, if any, as tenants only;
4. Matters which would be disclosed by an accurate land survey;
5. Zoning, building and other land use laws, ordinances and regulations; and
6. Grantor has a good right and lawful authority to sell and convey the fee simple title.

Subject to the foregoing, Grantor warrants the fee simple title to immediate Grantee only (i.e. shall not extend any successor grantee) and Grantor will defend the fee simple title from all lawful claims of immediate Grantee only.
AS TO LAND IN MI:
Grantor shall warrant and defend the above-described property from and against all lawful claims and demands of all persons claiming from or under Grantor, but against no other persons;
Subject to easements, reservations, restrictions and limitations of record, if any.

In witness whereof:
The undersigned, pursuant to proper authority, has duly executed, acknowledged and delivered this instrument as of the day and year first above written.

MOTEL 6 OPERATING L.P., A DE LIMITED PARTNERSHIP
By: G6 Hospitality LLC, a DE limited liability company (successor by conversion to Accor North America, Inc., a DE corporation), its Managing General Partner

By: _____
Name: Franco Famularo
Title: Vice President

Witness #1 — As to Premises in CT, DE, FL, GA, LA, PA & SC:

_____
Name: _____

Witness #2 — As to Premises in CT, DE, FL, GA, LA, PA & SC:

_____
Name: _____

Notary Public — As to Premises in GA & LA:

_____
Notary Public --- Commission expires ____/____/12

The following acknowledgment page, including notary execution, is hereby incorporated by reference into this page as if set forth hereon in its entirety.

MA Note:
Person executing on behalf of LLC must be specifically named as authorized signatory for real estate transactions in the MA Long Form Certificate of Legal Existence

County of New York, State of NY:

Multi-State Acknowledgment:

On 9 / 10 /12, before me, the undersigned officer, personally appeared Franco Famularo personally known and acknowledged himself / herself to me (or proved to me on the basis of satisfactory evidence) to be the Vice President of G6 Hospitality LLC, as Managing General Partner (the "GP") of Motel 6 Operating L.P. (the "LP") and that as such officer, being duly sworn, and being authorized to do so pursuant to its bylaws or a resolution of its board of directors, executed, subscribed and acknowledged the due execution of the foregoing instrument for the purposes therein contained, by signing the name of the GP by himself / herself in his / her authorized capacity as such officer as his / her free and voluntary act and deed and the free and voluntary act and deed of the GP on behalf of the LP. *** Witness my hand and official seal.

Uniform Acknowledgment which is also the prescribed NY form and is supplemental to the foregoing acknowledgment:

On 9 / 10 /12, before me, the undersigned, a Notary Public in and for said State, personally appeared Franco Famularo, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to me that he / she / they executed the same in his / her / their authorized capacity(ies), and that by his / her / their signature(s) on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument. *** Witness my hand and official seal.

Notary Public --- Commission expires 11 / 14 / 15

BRITTANY WATSON COHAN
NOTARY PUBLIC, State of New York
No. 01CO6251161
Qualified in New York County
Commission Expires Nov. 14, 2015

BRITTANY WATSON COHAN NOTARY PUBLIC STATE OF NEW YORK

TN-Addendum --- Statement of Consideration or Value
State of NY, County of NY

The actual consideration or value, whichever is greater, for this transfer is $ 1,302,000

Grantee By:

_____, as Authorized Signatory or Agent

Sworn to before me on 9/12/12

JUSTIN C. NOWELL
NOTARY PUBLIC, State of New York
No. 01NO6266141
Qualified in New York County
Commission Expires July 23, 2016

_____
Notary Public --- Commission expires 7/23/16

JUSTIN C. NOWELL NOTARY PUBLIC STATE OF NEW YORK

SCHEDULE A:
See annexed LEGAL DESCRIPTION of Premises

TN-0699 in Goodlettsville (Davidson County), TN #1211137CTN-v1

LEGAL DESCRIPTION

LAND in Davidson County, Tennessee, being Lot No. 1, on the Plan of Motel 6, Inc. Site No. 699 Subdivision, as shown on plat of record in Plat Book 6200, Page 592, in the Register's Office for Davidson County, Tennessee, to which plat reference is hereby made for a more complete description of the property.

Being the same property conveyed to M-Six Limited Partnership, a Delaware limited partnership, as to an Estate for Years in land and fee simple in improvements by deed from Motel 6 Operating L.P., a Delaware Limited Partnership, or record in Book 10952, page 309, Register's Office of Davidson County, Tennessee, and the same property conveyed to ACREM Limited Partnership, a Delaware limited partnership, as to a Remainder Interest in land only, by deed from Motel 6 Operating L.P., a Delaware limited partnership, of record in Book 10952, Page 318, in said Register's Office.

and by # 20120604-0048175 . RODC

Map & Parcel #
A. 13. 106