BILL GARRETT, Davidson County
Trans:T20130043283 DEEDWARR
Recvd: 05/23/13 13:02 7 pgs
Fees:38.00 Taxes:50690.00
20130523-0052306

SPACE ABOVE RESERVED FOR RECORDER

Prepared under local supervision by:
Kevin Boroumand, Esq. @ Simpson Thacher & Bartlett LLP
425 Lexington Ave, NY, NY 10017

Record and return to:
Kevin Boroumand, Esq. @ Simpson Thacher & Bartlett LLP
425 Lexington Ave, NY, NY 10017

Site: Nashville, TN Homewood Suites

Real property tax bills to be sent to:
WHM LLC on behalf of Grantee
Post Office Box 396
Boca Raton, FL 33429

Instrument:
Limited Warranty Deed --- [Quitclaim Deed as to TN, and Special Warranty Deed as to CO]

Dated:
As of the earliest notary date, but effective as of May 14, 2013.

Grantor:
BRE SELECT HOTELS TENNESSEE LLC, a Virginia limited liability company (successor by conversion to Apple Six Tennessee LLC, successor to Apple Six Tennessee, Inc.) with an office at c/o Blackstone Real Estate Partners VII L.P., 345 Park Avenue, New York, New York 10154.

Grantee:
BRE SELECT HOTELS PROPERTIES LLC, a Delaware limited liability company, with an office at c/o Blackstone Real Estate Partners VII L.P., 345 Park Avenue, New York, New York 10154.

Nature of Instrument:
This Instrument is from an entity to its 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, bargain, sell, convey, transfer, assign and warrant (except as to TN where only "remise, release and quitclaim", and subject to the below Warranty as to the Premises Conveyed Herein) 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.

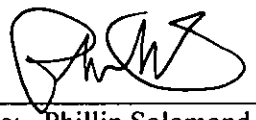
Warranty as to the Premises Conveyed Herein:
Notwithstanding anything to the contrary, Grantor only covenants with Grantee that:

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.

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.

BRE SELECT HOTELS TENNESSEE LLC, a Virginia limited liability company

By: 

Name: Phillip Solomond
Title: Vice President

Witness #1 --- As to Premises in CT, FL, GA & PA:

_____
Name: _____

Witness #2 --- As to Premises in CT, FL, GA, & PA:

_____
Name: _____

Notary Public --- As to Premises in GA:

_____
Notary Public --- Commission expires ____/____/13

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

County of New York, State of NY:

Multi-State Acknowledgment:

On May, 7 2013, before me, the undersigned officer, personally appeared Phillip Solomond personally known and acknowledged himself to me (or proved to me on the basis of satisfactory evidence) to be the Vice President of **BRE Select Hotels Tennessee LLC** (the "Grantor") 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 Grantor by himself in his authorized capacity as such officer as his free and voluntary act and deed and the free and voluntary act and deed of the Grantor. *** Witness my hand and official seal.

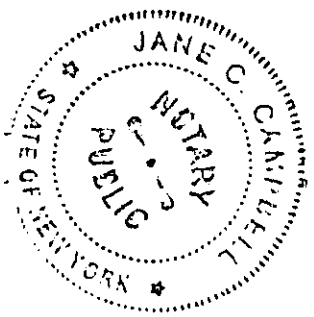
Uniform Acknowledgment which is also the prescribed NY form and is supplemental to the foregoing acknowledgment:

On May, 7 2013, before me, the undersigned, a Notary Public in and for said State, personally appeared Phillip Solomond, personally known to me or proved to me on the basis of satisfactory evidence to be the individual 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 individual, or the person upon behalf of which the individual acted, executed the instrument. *** Witness my hand and official seal.

Jane C. Campbell

Notary Public --- Commission expires ___/___/___

JANE C. CAMPBELL
NOTARY PUBLIC, State of New York
No. 01CA6267758
Qualified in New York County
Commission Expires Aug. 20, 2016



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 $ 3,700,000.00

Grantee By:

_____, as Authorized Signatory or Agent

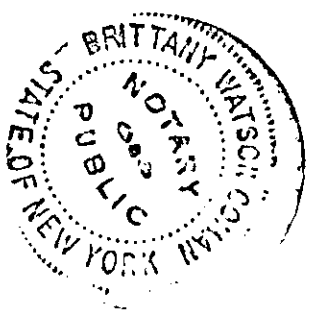
Name: Phillip Solomand

Sworn to before me on 5/7/13

_____

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



SCHEDULE A:
See annexed LEGAL DESCRIPTION of Premises

Homewood Suites, Nashville, TN Map 95-16 Parcel 40

Being a parcel of land in Nashville, First Civil District, Fourteenth Councilmanic District, Davidson County, Tennessee located on the northerly side of Elm Hill Pike at Heney Drive being Lot No. 5, as shown on the plan of Second Revision, Phase II, Lakeview Ridge Office Park as of record in Book 9700, page 585, R.O.D.C., and being more particularly described as follows:

Parcel I:
Beginning at a point in the northerly right-of-way line of Elm Hill Pike, said point being westerly 80 feet from the centerline of Heney Drive:

Thence with said right-of-way line with a curve to the left 250.37 feet to a point, said curve having a central angle of 14 deg. 21' 38", a radius of 998.93 feet, a tangent of 125.84 feet, and a chord of N 86 deg. 11' 55" W, 249.72 feet;

Thence, leaving said right-of-way line N 10 deg. 34' 23" W, 546.39 feet to a point;
Thence, with a southerly line of Perry Heights as of record in Book 2900, page 18, R.O.D.C., N 68 deg. 28' 55" E, 252.30 feet to a point;

Thence, with a westerly line of said Perry Heights, S 10 deg. 03' 56" E, 656.31 feet to the point of beginning.

Parcel II (Easement):
Al right, title and interest in and to those certain easements for (a) a common driveway for pedestrian and vehicular ingress and egress, and (b) constructing, installing and maintaining utility lines, pipes and conduits created by Declaration of Reciprocal Easements and Restrictive Covenants recorded in Book 6677, page 218; First Amendment to Declaration of Reciprocal Easements and Restrictive Covenants recorded in Book 7070, page 707; Second Amendment to Declaration of Reciprocal Easements and Restrictive Covenants recorded in Book 10716, page 473 and Third Amendment to Declaration of Reciprocal Easements and Restrictive Covenants recorded in Book 10974, page 162, said Register's Office.

Parcel III (Easement):
All right, title and interest in and to those certain easements for (a) pedestrian ingress and egress over and across the easement estate and (b) vehicular ingress and egress and vehicular parking over and across the easement estate created by Easement Agreement dated June 10, 1998, recorded in Book 10974, page 180, in the Register's Office for Davidson county, Tennessee.

Being the same property conveyed to Apple Six Tennessee, L.P., a Virginia limited partnership by Deed of record in Instrument No. 200506020062811, Register's Office for Davidson County, Tennessee. Further being the same property conveyed to Apple Six TN Limited, Inc., a Virginia corporation, and Apple Six TN General, Inc., a Virginia corporation by Deed of record in Instrument No. 20070110-0004295, said Register's Office. The said Apple Six TN Limited, Inc. has since changed its name to Apple Six Tennessee, Inc. The said Apple Six TN General, Inc. has since merged into the said Apple Six Tennessee, Inc., pursuant to Notice of Merger and Name Change dated 1/3/2007. Apple Six TN General, Inc. converted to Apple Six Tennessee, LLC. Apple Six Tennessee, LLC has since converted to BRE Select Hotels Tennessee, LLC, a Virginia limited liability company.