THIS INSTRUMENT PREPARED BY:	PROPERTY OWNER:	PROPERTY ADDRESS:	MAIL TAX BILLS TO:	TAX PARCEL NOS.:
Lynn Ackerman Landau, Esq. Baker, Donelson, Bearman Caldwell & Berkowitz, PC 165 Madison Avenue, Suite 2000, Memphis, Tennessee 38103 WHEN RECORDED RETURN TO: Same	CWI Nashville Downtown Hotel, LLC 272 E. Deerpath Road, Suite 320 Lake Forest, IL 60045	170 4th Avenue Nashville, TN 37219	CWI Nashville Downtown Hotel, LLC 272 E. Deerpath Road, Suite 320 Lake Forest, IL 60045	093-061-099.00

Davidson County DEEDWARRSP
Recvd: 05/05/15 16:16 7 pgs
Fees:38.00 Taxes:209050.00
20150505-0041109

SPECIAL WARRANTY DEED

THIS INDENTURE, made and entered into this 1ST day of May, 2015, by and between **NASHVILLE HOTEL GROUP, LLC,** a South Carolina limited liability company whose address is 3930 East Jones Bridge Road, Suite 145, Norcross, Georgia 30092 (hereinafter "Grantor"), and **CWI NASHVILLE DOWNTOWN HOTEL, LLC**, a Delaware limited liability company, whose address is 272 E. Deerpath Road, Suite 320, Lake Forest, Illinois 60045 (hereinafter "Grantee");

W I T N E S S E T H:

THAT for and in consideration of Ten Dollars ($10.00), cash in hand paid, and other good and valuable consideration, the receipt of all of which is hereby acknowledged, Grantor has bargained and sold and does hereby bargain, sell, convey, and confirm unto Grantee the following described real estate (hereinafter "Property"), situated and being in City of Nashville, County of Davidson, State of Tennessee, to-wit:

All of that certain real estate described in Exhibit "A" attached hereto and incorporated herein by this reference.

This being the same real estate conveyed to Grantor by Special Warranty Deed of record in Book 10350, Page 79, in the Register's Office of Davidson County, Tennessee.

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

AND, subject always to those liens, easements, encumbrances and exceptions listed in Exhibit "B," attached hereto and incorporated herein by reference, Grantor does hereby covenant with Grantee that title to aforesaid real estate Grantor will warrant and forever defend against the lawful claims of all persons claiming by, through or under Grantor, but not further or otherwise.

By acceptance of this Special Warranty Deed, Grantee, for itself, its successors and assigns, covenants that Grantee shall not discriminate upon the basis of race, color, creed, sex or

national origin in the sale, lease, or rental of the Property, or in the use or occupancy of the Property or any improvements erected or to be erected thereon.

As used herein, pronouns shall be construed according to their gender and number according to the context thereof.

IN WITNESS WHEREOF, Grantor has caused this instrument to be executed by and through its duly authorized officers on this the day and year first above written.

NASHVILLE HOTEL GROUP, LLC,
a South Carolina limited liability company

By: Schaedle Worthington Hyde Properties, L.P., a Delaware limited partnership, its Managing Member

By: Pittco Holdings, Inc., a Delaware corporation, its General Partner

By: Robert W. Worthington
Name: Robert W. Worthington
Title: Vice President

ACKNOWLEDGMENT

STATE OF GEORGIA
COUNTY OF Gwinnett

Personally appeared before me, Betsy B. Marshall, a Notary Public in and for said State and County duly commissioned and qualified, Robert W. Worthington, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the Vice President of Pittco Holdings, Inc., a Delaware corporation, the sole general partner of Schaedle Worthington Hyde Properties, L.P., a Delaware limited partnership, which in turn is the Managing Member of NASHVILLE HOTEL GROUP, LLC, a South Carolina limited liability company 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.

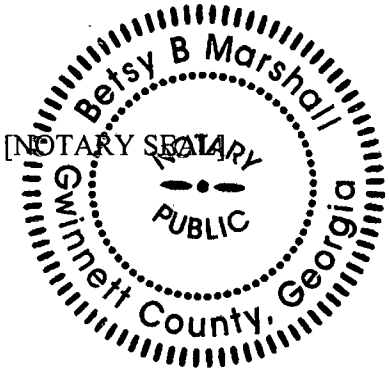
WITNESS my hand, at office, this 29th day of ~~May~~ April, 2015.

Betsy B. Marshall
Notary Public

My Commission Expires:

June 19, 2015

[NOTARY SEAL]



AFFIDAVIT OF VALUE

I, or we, hereby swear or affirm that to the best of affiant's knowledge, information and belief, the actual consideration for this transfer or value of the property transferred, whichever is greater, is $ 56,500,000, which amount is equal to or greater than the amount which the property transferred would command at a fair voluntary sale.

AFFIANT

SUBSCRIBED AND SWORN TO before me this 27th day of April, 2015.

Notary Public

My Commission Expires:

12/3/17

CHRISTINE M ANDRADE
OFFICIAL SEAL
Notary Public, State of Illinois
My Commission Expires
December 03, 2017

NOTARY SEAL

EXHIBIT "A"
TO
SPECIAL WARRANTY DEED
FROM
NASHVILLE HOTEL GROUP, LLC
TO
CWI NASHVILLE DOWNTOWN HOTEL, LLC

Description Of Real Estate

LOCATED IN DAVIDSON COUNTY, TENNESSEE:

Being a parcel of land in Nashville, Davidson County, Tennessee, located in the southeasterly quadrant of the intersection of Fourth Avenue North and Church Street, being a part of Lot No. 54 as shown on the plan of the Original Town of Nashville, not of record, and being more particularly described as follows:

Beginning at the point of intersection of the southerly right of way line of Church Street and the easterly right of way line of Fourth Avenue North; thence with said southerly right of way line N 59 degrees 34 minutes 28 seconds E 173.06 feet to the point of intersection with the westerly right of way line of Printers Alley; thence with said right of way line, S 29 degrees 50 minutes 12 seconds E 105.25 feet to a point; thence, leaving said right of way line with the northerly right of way line of Alley No. 17 S 59 degrees 39 minutes 14 seconds W 173.03 feet to a point in the easterly right of way line of Fourth Avenue North; thence with said right of way line, N 29 degrees 51 minutes 00 seconds W 105.01 feet to the Point of Beginning. Containing 18,192 square feet or 0.42 acre, more or less, according to Survey File No. 07642-07, dated February 2, 1999 reinspected and updated February 6, 2004 and last revised March 29, 2004 and prepared by Wendell H. Talley, Sr., Tennessee RLS #785 of Barge, Waggoner, Sumner and Cannon, Inc., 211 Commerce Street, Suite 600, Nashville, Tennessee 37201.

Together with all of Grantor's right, title an interest in and to said Alley No. 17, the same being an alley lying immediately south of the above-described tract, and having an irregular width, but shown on said survey as being 11.4 feet in width at Fourth Avenue North, and 10.7 feet in width at Printers Alley.

BEING the same property conveyed to Nashville Hotel Group, LLC, by Deed of record in Book 10350, page 74, Register's Office for Davidson County, Tennessee.

EXHIBIT "B"
TO
SPECIAL WARRANTY DEED
FROM
NASHVILLE HOTEL GROUP, LLC
TO
CWI NASHVILLE DOWNTOWN HOTEL, LLC

Encumbrances

1. Taxes and assessments for the year 2015 and subsequent years, not yet due and payable.

2. Settlement Agreement and Covenants of record in Book 6594, page 256, in the Register's Office for Davidson County, Tennessee.

3. Restrictive Covenants for the Capital Mall Redevelopment Project of record in Book 9208, page 613, Book 10512, page 464, and Instrument No. 200206260076795, in the Register's Office for Davidson County, Tennessee.

4. Easement(s) reserved for utilities and in Ordinance No. 089-643 as amended, regarding adjacent alley No. 17.

5. Memorandum of Management Agreement of record in Book 10259, page 22, as subordinated by Subordination, Non-Disturbance and Attornment Agreement of record in Instrument No. 200404150042472, in the Register's Office for Davidson County, Tennessee. See also Estoppel Certificate and Confirmation under Subordination, Non-Disturbance and Attornment Agreement of record in Instrument No. 201104280032549, in said Register's Office.

6. Encroachments shown on the survey prepared by Barge Waggoner Sumner and Cannon, dated February 6, 2004, last revised March 11, 2015.

TRUE COPY CERTIFICATION

I, William L. Rosenberg, do hereby make oath that I am a licensed attorney and/or the custodian of the electronic version of the attached document tendered for registration herewith and that this is a true and correct copy of the original document executed and authenticated according to law.

Signature

State of Tennessee:

County of Davidson:

Personally appeared before me, the undersigned, a notary public for this county and state, William L. Rosenberg, who acknowledges that this certification of an electronic document is true and correct and whose signature I have witnessed.

Jodean M. King, Notary Public

My commission Expires: 6/20/2017
(affix Notary seal)

JODEAN M. KING
STATE OF TENNESSEE NOTARY PUBLIC
ROBERTSON COUNTY