



60 2006 00015843

Allegheny County  
Valerie McDonald Roberts  
Recorder of Deeds  
Pittsburgh, PA 15219

Instrument Number: 2006-15843

Recorded On: May 22, 2006

As-Deed

Parties: HILTON HOTELS CORP

To SHUBH HOTELS PGH L L C

# of Pages: 9

Comment:

**\*\*DO NOT REMOVE-THIS PAGE IS PART OF THE RECORDED DOCUMENT\*\***

Deed 53.00  
Pages > 4 4  
Names > 4 0  
Total: 53.00

**Realty Transfer Stamp**

|  |                     |
|--|---------------------|
| Affidavit Attached-No                  | Stamp Num-T262299   |
| <b>PITTSBURGH</b>                      |                     |
| Ward-2-Dwntwn Pitts-Part of Lower Hill |                     |
| Blk/Lot-1C190                          | Value 28,000,000.00 |
| Commonwealth of Pennsylvania           | 280,000.00          |
| Munic-Pittsburgh City of               | 560,000.00          |
| School District-Pittsburgh             | 280,000.00          |
|  | <b>1,120,000.00</b> |

**Deed Registry Stamp**

|                                 |                      |
|---------------------------------|----------------------|
| OFFICE OF PROPERTY ASSESSMENTS  | BLOCK AND LOT NUMBER |
| <i>Valerie McDonald Roberts</i> | 1-C-190              |
| Date: Int. By:                  |                      |

I hereby certify that the within and foregoing was recorded in the Recorder's Office in Allegheny County, PA

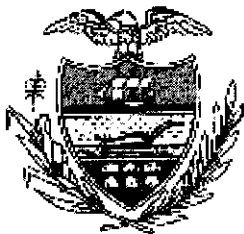
**\*\*DO NOT REMOVE-THIS PAGE IS PART OF THE RECORDED DOCUMENT\*\***

**File Information:**

Document Number: 2006-15843  
Receipt Number: 682773  
Recorded Date/Time: May 22, 2006 02:39P  
Book-Vol/Pg: BK-DE VL-12854 PG-41  
User / Station: S Brletic - Cash Super 05

**Record and Return To:**

CHICAGO TITLE INS CO  
WILL CALL  
PITTSBURGH PA 15219



Valerie McDonald-Roberts Recorder of Deeds

(8)

**SPECIAL WARRANTY DEED**

THIS DEED ("Deed") is dated as of May 10, 2006 and effective as of May 19, 2006 by Hilton Hotels Corporation, a Delaware corporation ("Hilton Grantor"), whose address is c/o Hilton Hotels Corporation, World Headquarters, 9336 Civic Center Drive, Beverly Hills, California 90210, Attention: General Counsel, and Hertz Gateway Center, LP, a Delaware limited partnership ("Hertz Grantor"), whose address is c/o Hertz Investment Group, 100 Wilshire Boulevard, Suite 750, Santa Monica, CA 90401, Attention: General Counsel (individually and collectively "Grantor"), to Shubb Hotels Pittsburgh, LLC, a Florida Limited Liability Company ("Grantee"), whose address is 701 N.W. 53<sup>rd</sup> Street, Boca Raton, FL 33487

WITNESSETH, That Grantor, in consideration of Twenty-Eight Million and no/100 Dollars (\$28,000,000.00), paid to the Grantor by the Grantee, receipt of which is hereby acknowledged, does grant, bargain, sell and convey to the said Grantee, its successors and assigns, all of the Grantor's right, title and interest in and to the following property:

ALL that certain lot or piece of ground situate in the City of Pittsburgh, County of Allegheny and Commonwealth of Pennsylvania, bounded and described as follows:

All that certain lot or parcel of ground situate in the Second (2nd) Ward of the City of Pittsburgh, County of Allegheny and Commonwealth of Pennsylvania, being Lot 2-R in Gateway Center Plan No. 4 as recorded in the Recorder's Office of Allegheny County, Pennsylvania in Plan Book Volume 250, page 199.

Being designated as Block 1-C, Lot 190 in the Deed Registry Office of Allegheny County, Pennsylvania.

Being part of the same property which was conveyed to Hertz Gateway Center, L.P., a Delaware limited partnership, by deed from TrizecHahn Gateway LLC, a Delaware limited liability company, as successor by conversion to Gateway Trizec, Inc., a Delaware corporation, dated December 8, 2004 and recorded December 13, 2004 in Deed Book Volume 12288, page 157.

UNDER AND SUBJECT TO coal and mining rights and all rights and privileges incident to the mining of coal heretofore conveyed, excepted or reserved by instruments of record; the right of surface, lateral or subjacent support; or any surface subsidence; and all easements, rights of way and restrictions as contained in prior instruments of record and/or as installed or located on the premises and all other matters of record appearing prior hereto.

Together with the appurtenances thereto: TO HAVE AND TO HOLD the same to and for the use of the said Grantee, its successors and assigns forever, and the Grantor for its successors and assigns hereby covenants and agrees that it will specially warrant title to the property hereby conveyed.

**NOTICE--THIS DOCUMENT MAY NOT/DOES NOT SELL, CONVEY, TRANSFER, INCLUDE OR INSURE THE TITLE TO THE COAL AND RIGHT OF SUPPORT UNDERNEATH THE SURFACE LAND DESCRIBED OR REFERRED TO HEREIN, AND THE OWNER OR OWNERS OF SUCH COAL MAY HAVE/HAVE THE COMPLETE LEGAL RIGHT TO REMOVE ALL OF SUCH COAL AND, IN THAT CONNECTION DAMAGE MAY RESULT TO THE SURFACE OF THE LAND AND ANY HOUSE, BUILDING OR OTHER STRUCTURE ON OR IN SUCH LAND, THE INCLUSION OF THIS NOTICE DOES NOT ENLARGE, RESTRICT OR MODIFY ANY LEGAL RIGHTS OR ESTATES OTHERWISE CREATED, TRANSFERRED, EXCEPTED OR RESERVED BY THIS INSTRUMENT.** This notice is set forth in the manner provided in Section 1 of the Act of July 17, 1957, P. L. 984, as amended, and is not intended as notice of unrecorded instruments, if any.

**[SIGNATURES APPEAR ON THE FOLLOWING PAGES]**



IN WITNESS WHEREOF, Grantor has executed and delivered this Deed as of the day and year above first written.

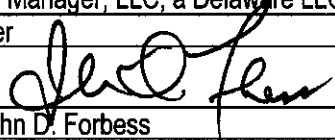
**GRANTOR:**

**Hilton Hotels Corporation,**  
a Delaware Corporation

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

**Hertz Gateway Center, LP,**  
a Delaware limited partnership

By: Hertz Gateway Manager, LLC, a Delaware LLC  
Its: General Partner

By:  \_\_\_\_\_  
Name: John D. Forbess  
Its: Vice President

**[SIGNATURES CONTINUE ON THE FOLLOWING PAGE]**

NOTICE THE UNDERSIGNED, AS EVIDENCED BY THE SIGNATURE(S) TO THIS NOTICE AND THE ACCEPTANCE AND RECORDING OF THIS DEED, (IS, ARE) FULLY COGNIZANT OF THE FACT THAT THE UNDERSIGNED MAY NOT BE OBTAINING THE RIGHT OF PROTECTION AGAINST SUBSIDENCE, AS TO THE PROPERTY HEREIN CONVEYED, RESULTING FROM COAL MINING OPERATIONS AND THAT THE PURCHASED PROPERTY, HEREIN CONVEYED, MAY BE PROTECTED FROM DAMAGE DUE TO MINE SUBSIDENCE BY A PRIVATE CONTRACT WITH THE OWNERS OF THE ECONOMIC INTEREST IN THE COAL. THIS NOTICE IS INSERTED HEREIN TO COMPLY WITH THE BITUMINOUS MINE SUBSIDENCE AND LAND CONSERVATION ACT OF 1966, AS AMENDED 1980, OCT. 10, P.L. 874, NO. 156 § 1.

WITNESS:

Shubh Hotels Pittsburgh, LLC  
a Florida Limited Liability Company

By: SHUBH HOTELS Pittsburgh Acquisitions, LLC, MANAGER

By: [Signature]  
Name: ATUL BISARIA  
Title: MANAGER

[ACKNOWLEDGMENTS APPEAR ON THE FOLLOWING PAGE]

**ACKNOWLEDGEMENTS**

State of California )  
County of Los Angeles ) ss:

On this, the 16<sup>th</sup> day of May, 2006, before me, a Notary Public, the undersigned officer, personally appeared DAVID A. SHERF, who acknowledged himself/herself to be the SENIOR VICE PRESIDENT of Hilton Hotels Corporation, a Delaware corporation, and that he/she as such SENIOR VICE PRESIDENT, executed the foregoing instrument for the purposes therein contained on behalf of said corporation.

**IN WITNESS WHEREOF**, I have hereunto set my hand and official seal.



Eve L. Mekerdichian  
Notary Public

My commission expires:

State of \_\_\_\_\_ )  
County of \_\_\_\_\_ ) ss:

On this, the \_\_\_\_\_ day of \_\_\_\_\_, 2006, before me, a Notary Public, the undersigned officer, personally appeared \_\_\_\_\_, who acknowledged himself/herself to be the \_\_\_\_\_ of Hertz Gateway Center, LP, a Delaware limited partnership, and that he/she as such \_\_\_\_\_, executed the foregoing instrument for the purposes therein contained on behalf of said partnership.

**IN WITNESS WHEREOF**, I have hereunto set my hand and official seal.

\_\_\_\_\_  
Notary Public

My commission expires:

**ACKNOWLEDGEMENTS**

State of \_\_\_\_\_ )  
County of \_\_\_\_\_ ) ss:

On this, the \_\_\_\_\_ day of \_\_\_\_\_, 2006, before me, a Notary Public, the undersigned officer, personally appeared \_\_\_\_\_, who acknowledged himself/herself to be the \_\_\_\_\_ of Hilton Hotels Corporation, a Delaware corporation, and that he/she as such \_\_\_\_\_, executed the foregoing instrument for the purposes therein contained on behalf of said corporation.

**IN WITNESS WHEREOF**, I have hereunto set my hand and official seal.

\_\_\_\_\_  
Notary Public

My commission expires:

State of California )  
County of Los Angeles ) ss:

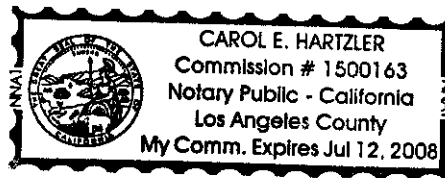
On this, the 10 day of May, 2006, before me, a Notary Public, the undersigned officer, personally appeared John D. Forbess, who acknowledged himself/herself to be the **\*\*** of Hertz Gateway Center, LP, a Delaware limited partnership, and that he/she as such Vice President, executed the foregoing instrument for the purposes therein contained on behalf of said partnership.

**IN WITNESS WHEREOF**, I have hereunto set my hand and official seal.

**\*\*Vice President of Hertz Gateway Manager, LLC, a Delaware limited liability company, the General Partner**

  
\_\_\_\_\_  
Notary Public

My commission expires: 7/12/08



**CERTIFICATE OF RESIDENCE:**

May 19, 2006

I hereby certify that (1) FOR THE PURPOSE OF DELIVERY OF TAX STATEMENTS ONLY the precise address of the Grantee is Hilton Pittsburgh and Towers, 600 Commonwealth Place, Pittsburgh, PA 15222, Attn: Harris Mathis,  
and (2) FOR ALL OTHER PURPOSES (including delivery of assessment change notices) the precise address of Grantee is Hilton Pittsburgh and Towers, 600 Commonwealth Place, Pittsburgh, PA 15222, Attn: Harris Mathis.

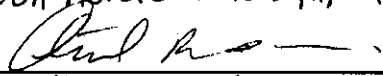
**[SIGNATURE APPEARS ON THE FOLLOWING PAGE]**



Witness the due execution hereof as of the day and year above first written.

GRANTEE:

**Shubh Hotels Pittsburgh, LLC**  
a Florida Limited Liability Company  
SHUBH HOTELS Pittsburgh Acquisitions, LLC, MANAGER

By:   
Name: ATUL BISARIA  
Title: MANAGER