IN WITNESS WHEREOF, the Mortgagor has caused this Mortgage to be executed this 2nd day of August, 1984.

WITNESSES:

Signed, sealed and delivered in the presence of:

E.O. Florence

Walter O. Miller

Paulette J. Murphy

Sandra H. Blackwell

RED ROOF INNS, INC.

Signature Guaranteed
THE HUNTINGTON NATIONAL BANK
of Columbus, Ohio

Betty R. Lloyd
Asst. Vice Pres.

James R. Trueman, President

"Red Roof"

John D. Hollingsworth

"Owner"

STATE OF OHIO)
) SS: PROBATE
COUNTY OF FRANKLIN)

Before me, the undersigned notary public personally appeared Walter O. Miller, who, being duly sworn, deposed and said that he saw Red Roof Inns, Inc. by James R. Trueman, its President, sign, seal and deliver the foregoing Real Estate Mortgage and Security Agreement and that he together with E.O. Florence witnessed the execution thereof.

Walter O. Miller

SWORN TO and subscribed before me this 2nd day of August, 1984.

Donald W. Jordan (SEAL)
Notary Public for
My commission expires

DONALD W. JORDAN
ATTORNEY AT LAW
NOTARY PUBLIC - STATE OF OHIO
LIFETIME COMMISSION

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