EXHIBIT F

BARGAIN AND SALE DEED WITHOUT COVENANT AGAINST GRANTOR'S ACTS (INDIVIDUAL OR CORPORATION)

THIS INDENTURE, made as of December 1, 2017

between Manhattan Hospitality Associates, a New York State limited partnership by its surviving General Partner Jolly Hotels U.S.A., Inc., a Delaware corporation, with its principal place of business at 22 East 38th Street, New York, New York 10016

party of the first part, and

Jolly Hotels U.S.A., Inc., a Delaware corporation, with its principal place of business at 22 East 38th Street, New York, New York 10016

party of the second part;

WITNESSETH, that the party of the first part, in consideration of Ten Dollars and No Cents ($10.00) and other valuable consideration paid by the party of the second part, does hereby grant and release unto the party of the second part, the heirs or successors and assigns of the party of the second part forever;

ALL that certain plot, piece or parcel of land, with the buildings and improvements thereon erected, situate, lying and being in the Borough of Manhattan, City, County, and State of New York being bounded and described as follows;

See attached Schedule "A"

This deed is solely for the purpose of confirming of record the change of identity of the owner of the premises to Jolly Hotels U.S.A., Inc., as the sole surviving partner of Manhattan Hospitality Associates, pursuant to that certain (i) merger of the two partners Jolly Hotels, U.S.A., Inc. (the limited partner) into Midgal Madison, Inc., (the general partner) as attested by the (a) the plan and agreement of merger with an effective date of October 1st, 1999 and (b) the certificate of merger (collectively the "**Merger**"), filed in the office of (c) the Delaware Secretary of State on October 1, 1999; and (d) the NYS Department of State on October 12, 1999 (collectively the "**Certificates of Merger**"); (ii) change of the name of the surviving corporation from Midgal Madison, Inc. to Jolly Hotels U.S.A., Inc. as attested by the Certificate of Merger; and (iii) dissolution of the limited partnership of Manhattan Hospitality as attested by the certificate of cancellation dated September 28th, 1999, with an effective date of Oct. 1, 1999 and filed in the New York County Clerk's Office on October 8, 1999, reflecting that, as a result of the Merger, the partnership had only one partner, Jolly Hotels U.S.A., Inc. and could be cancelled.

TOGETHER with all right, title and interest, if any, of the party of the first part in and to any streets and roads abutting the above described premises to the center lines thereof;

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TOGETHER with the appurtenances and all the estate and rights of the party of the first part in and to said premises;

TO HAVE AND TO HOLD the premises herein granted unto the party of the second part, the heirs or successors and assigns of the party of the second part forever.

AND the party of the first part, in compliance with Section 13 of the Lien Law, covenants that the party of the first part will receive the consideration for this conveyance and will hold the right to receive such consideration as a trust fund to be applied first for the purpose of paying the costs of the improvement and will apply the same first to the payment of the cost of the improvement before using any part of the total of the same for any other purpose.

The word "party" shall be construed as if it read "parties" whenever the sense of this indenture so requires.

IN WITNESS WHEREOF, the party of the first part has duly executed this deed the day and year first above written.

MANHATTAN HOSPITALITY ASSOCIATES
BY JOLLY HOTELS U.S.A., INC., ITS SOLE AND GENERAL PARTNER

By: _____
Name: Jessica Valenzuela
Title: Secretary

IN PRESENCE OF:

_____

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SCHEDULE "A"

All that plot, piece or parcel of land with the buildings and improvements thereon erected, situate, lying and being in the Borough of Manhattan, City, County and State of New York bounded and described as follows:

BEGINNING at the corner formed by the intersection of the easterly side of Madison Avenue with the southerly side of 38th Street;

RUNNING THENCE, easterly along the southerly side of 38th Street, 125 feet;

THENCE SOUTHERLY, parallel with the easterly side of Madison Avenue 98 feet 9 inches to the center line of the block between 37th and 38th Streets;

THENCE WESTERLY, along said center line of the block between 37th and 38th Streets and parallel with the southerly side of 38th Street, 125 feet to the easterly side of Madison Avenue; and

THENCE northerly along the easterly side of Madison Avenue, 98 feet 9 inches to the point or place of BEGINNING.

The premises being known as 241-243 Madison Avenue a/k/a 22 East 38th Street, New York, New York

Being the same premises conveyed to the party of the first part by deed dated December 27, 1982 and recorded in the New York County Register's Office on January 14, 1983 in Reel 661 Page 457

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ACKNOWLEDGMENT OUTSIDE NEW YORK STATE

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE) ss.:

On the 29 day of November, 2017 before me the undersigned, personally appeared Jessica Valenzuela, 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 capacity(ies), 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, and that such individual made such appearance before the undersigned in the City of Miami in the State of Florida (insert the city or other political subdivision and the state or country or other place the acknowledgment was taken)

Notary Public

LEILA SAID
MY COMMISSION # FF 901286
EXPIRES: July 19, 2019
Bonded Thru Notary Public Underwriters

SEAL

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SISE# 17 (01) 7141

BARGAIN AND SALE DEED WITHOUT COVENANT AGAINST GRANTOR'S ACTS

Title No. MTANY-066238

Section
Block 867
Lot 55
County or Town New York
Street Address 241-243 Madison Avenue
a/k/a 22 East 38th Street
New York, New York

JOLLY HOTELS U.S.A., INC.
As surviving general partner of
Manhattan Hospitality Associates

To

JOLLY HOTELS U.S.A., INC.

Return By Mail To:

Melinda Lipsky, Legal Assistant
Pavia & Harcourt LLP
230 Park Avenue Suite 2401
New York, New York 10169

Reserve This Space For Use Of Recording Office

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