This Instrument prepared by
and after recording return to:
G. Miller Hogan II
5123 Virginia Way
Paddock III, Suite A-11
Brentwood, Tennessee 37027

Davidson County DEEDWARR
Recvd: 07/19/02 14:14 4pgs
Fees:23.00 Taxes:2960.00
20020719-0087252

Send Tax Bills to New Owner at:

Regal Car Wash XXIV Associates, LLC
8698 East San Alberto
Scottsdale, Arizona 85253

Map: 10D 40000
Parcel: 26-15-18

GENERAL WARRANTY DEED

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

THAT WASHMASTER ARLINGTON, LIMITED PARTNERSHIP, a Texas limited partnership, (herein called the "Grantor"), for and in consideration of the sum of Ten Dollars ($10.00) and other good and valuable consideration to the Grantor in hand paid by TMC REGAL CAR WASH XXIV ASSOCIATES, L.L.C., an Arizona limited liability company (herein called the "Grantee"), the receipt and sufficiency of which are hereby acknowledged, has GRANTED, SOLD AND CONVEYED, and by these presents does GRANT, SELL AND CONVEY, unto the Grantee, those certain tracts or parcels of real property situated in Davidson County, Tennessee, which are described in **Exhibit A** attached hereto and incorporated herein by reference for all purposes, together with (i) all and singular the rights, benefits, privileges, easements, tenements and appurtenances pertaining thereto, including any right, title and interest of the Grantor in and to adjacent streets, roads, alleys, improvements, buildings and fixtures located thereon (said land, together with such rights, benefits, privileges, tenements and appurtenances, and improvements, buildings and fixtures being hereinafter collectively called the "Property").

This conveyance is made and accepted subject to the easements, covenants and restrictions, if any, forming the chain of title and set forth in **Exhibit B** attached hereto and incorporated herein by reference for all purposes (the "Permitted Exceptions").

TO HAVE AND TO HOLD the Property, together with all and singular the rights and appurtenances thereto in anywise belonging, subject to the Permitted Exceptions, as aforesaid, unto the Grantee, its successors and assigns, forever.

The Grantor, for itself and its heirs, successors and assigns covenants with the Grantee that the Grantor is lawfully seized of a good, absolute and indivisible estate in fee simple of the Property; that the Grantor has good right and lawful authority to sell and convey the Property; that the Grantor has done no act to encumber the Property; and that the Grantee shall have quiet possession of the Property; and, subject to the Permitted Exceptions, the Grantor does hereby bind itself, its successors and assigns, to WARRANT AND FOREVER DEFEND all and singular the Property unto the Grantee, its successors and assigns, against every person whomsoever lawfully claiming or to claim the same or any part thereof, by, through or under the Grantor or any other person.

IN WITNESS WHEREOF, this General Warranty Deed is executed by the Grantor as of the 19th day of July, 2002.

GRANTOR:

WASHMASTER ARLINGTON, LIMITED PARTNERSHIP, a Texas limited partnership

By: Washmaster Auto Center (USA), Inc. a Tennessee corporation
ITS: General Partner

By: G. Miller Hogan II
G. Miller Hogan II
ITS: Assistant Secretary

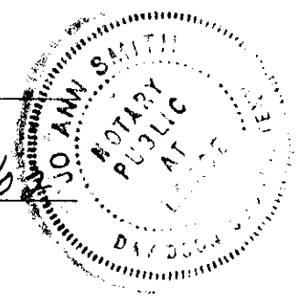
STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Before me, a Notary Public in and for the County and State aforesaid, personally appeared G. Miller Hogan II with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged himself to be the Assistant Secretary of Washmaster Auto Center (USA), Inc, a Tennessee corporation the within named bargainor, and that he as such Assistant Secretary being authorized so to do, executed the foregoing instrument for the purposes therein contained.

WITNESS my hand and seal, at office in Goodlettsville, Davidson County, Tennessee, this 19th day of July, 2002.

Jo Ann Smith
Notary Public

My Commission Expires: 9/28/04



STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

The actual consideration or value is greater, for this transfer is $800,000.00.

G. Miller Hogan II
Affiant

Subscribed and sworn to before me this the 19th day of July, 2002.

Jo Ann Smith
Notary Public

My Commission Expires: 9/28/04

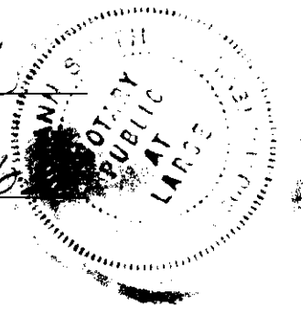


EXHIBIT A

LEGAL DESCRIPTION

TRACT I:

Being a parcel of land lying in Davidson County, Tennessee, and being bounded on the West by Gallatin Pike; on the North by John F. Roper, Trustee; on the East by Lot 3, North Hill Estates, Section 1; on the South by William Penkava and being more particularly described according to a survey by Morrow and Associates dated April 27, 1987, as follows:

Beginning at a point in the East right-of-way line of Gallatin Pike, said point being located northerly, 195.18 feet from the North right-of-way return of Northside Drive; Thence, with the East right-of-way line of Gallatin Pike, on a curve to the right, the radius of which is 5,659.58 feet, the central angle of which is 00 deg. 21 min. 23 sec., the chord of which is North 46 deg. 53 min. 46 sec. East, 35.20 feet, along the curve distance of 35.20 feet to a point; Thence, North 42 deg. 55 min. 33 sec. West, 6.00 feet to a point; Thence, on a curve to the right, the radius of which is 5,665,58 feet, the central angle of which is 01 deg. 14 min. 51 sec., the chord of which is North 47 deg. 41 min. 53 sec. East, 123.35 feet, along the curve distance of 123.36 feet to a point, a corner common with John F. Roper, Trustee; Thence, with John F. Roper, Trustee, South 51 deg. 50 min. 00 sec. East, 291.20 feet to a point, a corner common with John F. Roper, Trustee and Lots 3 and 5, North Hill Estates, Section 1; Thence with Lot 3, North Hill Estates, Section 1, South 39 deg. 51 min. 14 sec. West, 164.00 feet to a point, a corner common with Penkava in the West line of Lot 3; Thence, with Penkava, North 50 deg. 36 min. 24 sec. West, 306.28 feet to the point of beginning. Containing 48,351 square feet (1.11 acres, more or less).

TRACT II:

Being a parcel of land lying in Davidson County, Tennessee, and being bounded on the West by Gallatin Pike; on the North by Lot 1 and Charles and E. R. Phillips, Mansker Meadows, Section 1; on the East by R. W. Ragland; and on the South by John F. Roper, Trustee, and being more particularly described according to a survey by Morrow and Associates dated April 27, 1987, as follows:

Beginning at a point in the East right-of-way line of Gallatin Pike, said point being located northerly, 354 feet, more or less, from the North right-of-way return of Northside Drive; Thence, with the East right-of-way line of Gallatin Pike, on a curve to the right, the radius of which is 5,665,58 feet, the central angle of which is 01 deg. 14 min. 38 sec., the chord of which is North 48 deg. 56 min. 37 sec. East, 122.98 feet, along the curve distance of 122.99 feet to a point; Thence, South 40 deg. 26 min. 04 sec. East, 6.00 feet to a point; Thence, on a curve to the right, the radius of which is 5,659.58 feet, the central angle of which is 00 deg. 40 min. 42 sec., the chord of which is North 49 deg. 54 min. 16 sec. East, 67.00 feet, along the curve distance of 67.00 feet to a point, a corner common with Lot 1, Mansker Meadows, Section 1; Thence, with Lot 1, Mansker Meadows, Section 1, and passing a common corner with Phillips, South 53 deg. 17 min. 03 sec. East, 300.00 feet to a point, a corner common with R. W. Ragland in the South line of Phillips; Thence, with Ragland, South 50 deg. 34 min. 17 sec. West, 197.43 feet to a point, a corner common with Ragland in the North line of Lot 5, North Hill Estates, Section 1; Thence, with Lot 5, North Hill Estates, Section 1 and passing a corner common with Lot 5 and John F. Roper, Trustee, North 51 deg. 50 min. 00 sec. West, 300.00 feet to the point of beginning. Containing 58,806 square feet (1.30 acres, more or less).

BEING part of the same property conveyed to Washmaster Arlington Limited Partnership by deed from Auto Wash Corporation of Tennessee, Inc. of record in Book 9901, page 415 in the Register's Office for Davidson County, Tennessee.

EXHIBIT B

PERMITTED ENCUMBRANCES

1. Taxes for 2002 constitute a lien, but are not yet due and payable.

2. General and special taxes and assessments required to be paid in the year 2002 and subsequent years.

3. Subject to easements reserved in instrument of record in Book 3104, page 611, Register's Office for said County. (Tract I)

4. Easements for sewer and/or storm drainage of record in Book 6925, page 67, Register's Office for said County. (Tract I)

5. Easements for sewer and/or storm drainage of record in Book 6925, page 64, Register's Office for said County. (Tract II)

6. All matters shown on the survey of Volunteer Land Surveying, Phillip E. Holmes, licensed surveyor (Tenn. Lic. No. 1728) dated June 5, 2002, File No. 02122.