THIS INSTRUMENT PREPARED BY:
Matthew Werthman, Esq.
Klehr Harrison Harvey Branzburg & Ellers LLP
260 S. Broad Street
Philadelphia, Pennsylvania 19102

Return To: FATICIO Philadelphia
Attn Jen Signorelli
2 Penn Center Plaza, Ste 1910
Philadelphia, PA 19102
NCS # 319692-128

OWNER/RESPONSIBLE TAXPAYER:
The Carell Family, LLC
c/o Edie Johnson
2525 West End Avenue
Suite 940
Nashville, TN 37203

Source of Grantor's Title:
Deed recorded in Instrument No. 20030617-0083348,
in the Davidson County Register's Office

Davidson County DEEDWARR
Recvd: 04/21/08 13:09 6 pg
Fees:33.00 Taxes:3108.00
20080421-0040448

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I, or we, hereby swear or affirm that the actual consideration for this transfer or value of the property transferred, whichever is greater, is $840,000.

Affiant

Subscribed and sworn to before me this 21st day of March, 2008.

Notary Public

My commission expires: 1/29/09

COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Anne Marie Bryan, Notary Public
City Of Philadelphia, Philadelphia County
My Commission Expires Jan. 29, 2009
Member, Pennsylvania Association of Notaries

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SPECIAL WARRANTY DEED

Central Parking System, Inc., a Tennessee corporation ("Grantor") for and in consideration of the sum of Ten and no/100 Dollars ($10.00) and for other good and valuable consideration in hand paid, the receipt of which is hereby acknowledged, has granted, bargained, sold and conveyed, and does hereby grant, bargain, sell and convey unto The Carell Family, LLC, a Tennessee limited liability company ("Grantee"), Grantee's representatives, successors and assigns, the following described land, with the hereditaments and appurtenances thereto appertaining, to-wit:

SITUATED in Davidson County, Tennessee and being more particularly bounded and described as shown on Exhibit A attached hereto and incorporated herein by this reference (the "Property").

This is improved property known as 518-520 Third Avenue North, Nashville, Tennessee.

TO HAVE AND TO HOLD the Property to the said Grantee, its successors and assigns, forever.

And Grantor, for itself, its successors and assigns, does hereby covenant that Grantor will forever warrant and defend the title to the Property to Grantee, its representatives, successors and assigns against the lawful claims of all persons claiming, by, through or under the Grantor, but not otherwise; and that such Property is free from all encumbrances except for those matters described on Exhibit B attached hereto.

THE PREPARER OF THIS DEED MAKES NO REPRESENTATION AS TO THE STATUS OF TITLE TO THE PROPERTY DESCRIBED ON EXHIBIT A HERETO. THIS DEED HAS BEEN PREPARED SOLELY FROM INFORMATION FURNISHED TO THE PREPARER WHO MAKES NO REPRESENTATION WHATSOEVER OTHER THAN IT HAS BEEN ACCURATELY TRANSCRIBED FROM THE INFORMATION

PROVIDED. The terms "Grantor" and "Grantee" and any pronouns shall be read in the singular and plural number and in such gender as the context may require.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the Grantor has executed this instrument the date first above written.

CENTRAL PARKING SYSTEM, INC.

By: Michael Trachtenberg

Its: Vice President

Commonwealth

~~STATE~~ OF PENNSYLVANIA
COUNTY OF PHILADELPHIA

Before me, Anne Marie Bryan, of the State and County aforesaid, personally appeared Michael Trachtenberg, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, swore to and acknowledged himself to be Vice President of Central Parking System, Inc., the within-named bargainor, a Delaware limited liability company, and that he as such Vice President, executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by himself as Vice President.

WITNESS my hand and seal at office in _____, this 31st day of March, 2008.

Anne Marie Bryan
Notary Public

My commission expires: 1/29/09

COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Anne Marie Bryan, Notary Public
City Of Philadelphia, Philadelphia County
My Commission Expires Jan. 29, 2009
Member, Pennsylvania Association of Notaries



Exhibit A

Land situated in the State of **Tennessee**, County of **Davidson** and described as follows:

TRACT 1

BEING PART OF LOT NO. 20 ON THE PLAN OF THE ORIGINAL TOWN OF NASHVILLE, NOT OF RECORD, DESCRIBED AS FOLLOWS:

BEGINNING ON THE EASTERLY MARGIN OF THIRD AVENUE NORTH, FORMERLY COLLEGE STREET, AS WIDENED, AT THE NORTHWEST CORNER OF THE PROPERTY CONVEYED TO R.H. BARRY, TRUSTEE, BY DEED FROM W. WARNE OF RECORD IN BOOK 26, PAGE 321, REGISTER'S OFFICE FOR SAID COUNTY; THENCE WITH THE EASTERLY MARGIN OF THIRD AVENUE NORTH, AS WIDENED, NORTHWARDLY 60 FEET TO THE SOUTHWEST CORNER OF THE PROPERTY CONVEYED TO W. GILLIAM BY DEED FROM E.B. BIGLEY, OF RECORD IN BOOK 14, PAGE 512, SAID REGISTER'S OFFICE; THENCE WITH THE SOUTHERLY LINE OF SAID GILLIAM PROPERTY, EASTWARDLY 118-1/2 FEET, MORE OR LESS, TO THE WESTERLY MARGIN OF AN ALLEY; THENCE WITH SAID ALLEY, SOUTHWARDLY 60 FEET TO THE NORTHEAST CORNER OF SAID BARRY PROPERTY; THENCE WITH SAID NORTHERLY LINE OF SAME, WESTWARDLY 118-1/2 FEET, MORE OR LESS, TO THE BEGINNING.

Being the same property conveyed to Central Parking System, Inc., a Tennessee corporation by Installment Deed from Ira L. Mendell and wife, Peggy Mendell of record in Book 4373, Page 430, in the Register's Office for Davidson County, Tennessee.

TRACT 2

LAND IN DAVIDSON COUNTY, TENNESSEE, BEING PART OF LOT 19 ON THE ORIGINAL PLAN OF
NASHVILLE, NOT OF RECORD, AND SHOWN ON DAVIDSON COUNTY, TAX MAP 93-2 PARCEL 43 IN THE ASSESSORS OFFICE FOR SAID COUNTY.

SAID PARCEL 43 FRONTS 77.5 FEET ON THE EASTERLY SIDE OF 3RD AVENUE NORTH AS WIDENED, AND RUNS BACK 119.5 FEET ON THE NORTHERLY LINE AND 118.5 FEET ON THE SOUTHERLY LINE TO AN ALLEY AT THE REAR ON WHICH IT MEASURES 77.5 FEET.

Being the same property conveyed to Central Parking System, Inc., a Tennessee corporation by Deed from William Bush Herbert, Jr., Mary Alice Herbert Walker and Frances Herbert Greener of record in Book 4876, Page 834, in the Register's Office for Davidson County, Tennessee.

Exhibit B

Permitted Encumbrances

1. Real estate Taxes and assessments for the year **2008** and subsequent years, which are not yet due and payable.