SPECIAL WARRANTY DEED

Davidson County DEEDWARR
Recvd: 10/30/08 13:06 6 pgs
Fees:33.00 Taxes:25530.00
20081030-0108366

This Instrument Prepared By:

Robert S. Davis, Esquire
Cozen O'Connor
200 Four Falls Corporate Center
Suite 400
West Conshohocken, PA 19428

Address New Owner:	Send Tax Bills To:	Map & Parcel No:
Freeland Realty, LLC 981 Industrial Park Road Columbia, TN 38401 Attn: Bernard G. Freeland	Freeland Realty, LLC 981 Industrial Park Road Columbia, TN 38401 Attn: Bernard G. Freeland	Map 163, Parcel 260 (Lot B-2) Map 163, Parcel 266 (Lot B-5) Map 163, Parcel 267 (Lot B-6)

FOR AND IN CONSIDERATION of the sum of Ten ($10.00) Dollars, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, **AUTOFAIR REALTY L.P.**, a Delaware limited partnership (referred to hereinafter as "Grantor"), has bargained and sold and does hereby transfer and convey unto **FREELAND REALTY, LLC**, a Tennessee limited liability company (referred to hereinafter as "Grantee"), and its successors and assigns, certain land located in Davidson County, Tennessee, as further described in **Exhibit A**, attached and incorporated by reference (the "Property");

TO HAVE AND TO HOLD the Property, together with all the appurtenances and hereditaments thereunto belonging or in any way appertaining to the Grantee, its successors and assigns forever.

This is improved property known as 5333 Hickory Hollow Parkway, Nashville, Tennessee 37013.

AND Grantor covenants and binds itself, and its successors and assigns, to warrant and forever defend the title to the Property against the lawful claims and demands of persons

claiming by, through, or under Grantor other than in respect of the "Permitted Encumbrances" listed and described in **Exhibit B** attached hereto, but not otherwise or further.

[Signature on Following Page]

[Signature to Special Warranty Deed]

IN WITNESS WHEREOF, the Grantor has executed this instrument as of the 24th day of October, 2008.

GRANTOR

AUTOFAIR REALTY L.P.,
a Delaware limited partnership

By: AutoFair Management Corporation III,
a Delaware corporation, its General Partner

By: _____
Its: Chairman

STATE OF New York)
COUNTY OF New York)

Before me, a Notary Public in and for the County and State aforesaid, personally appeared Walter Wall, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence) and who, upon oath, acknowledged himself to be the Chairman of AutoFair Management Corporation III, a Delaware corporation, General Partner of AutoFair Realty L.P., a Delaware limited partnership, and that he as such Chairman, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the limited partnership by the corporation by himself as such officer.

WITNESS my hand and seal at office in New York, New York, this 24 day of October, 2008.

_____
Notary Public

My commission expires: June 29, 2010

MAUREEN MAHER
NOTARY PUBLIC, STATE OF NEW YORK
NO. 01MA6009547
QUALIFIED IN NEW YORK COUNTY
MY COMMISSION EXPIRES JUNE 29, 2010

STATE OF Tennessee)
)
COUNTY OF Williamson)

The actual consideration for this transfer or value of property, whichever is greater, is $6,900,000.

_____ **(Affiant)**

Subscribed and sworn to before me, this 29 **day of** October **, 2008.**

_____ **NOTARY PUBLIC**

JAMES D. LACKEY, III
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY, TENN.

My Commission Expires:

3/21/09

Exhibit A
Property Description

Being a parcel of land in Nashville, First Civil District, Twenty-ninth Councilmanic District, Davidson County, Tennessee, located on the southerly side of Hickory Hollow Parkway, north of the CSX Transportation Railroad and east of Bell Road, being Lots No. B-2 and B-5 as shown on the plan of Section Eighteen, Hickory Hollow Mall as of record in Book 6200, page 307 and Lot No. B-6 as shown on the plan of Revised Section Ten, Hickory Hollow Mall as of record in Book 5210, page 336, R.O.D.C., and being more particularly described as follows:

BEGINNING at a point in the southerly margin of Hickory Hollow Parkway, said point being S 43° 08' 11" E, 581 feet, more or less, from the centerline of Bell Road;

THENCE, with said margin the following calls:

S 43° 08' 11" E, 389.26 feet to a point,

With a curve to the left 512.78 feet to a point, said curve having a central angle of 41° 58' 19", a radius of 700.00 feet, a tangent of 268.51 feet and a chord of S 64° 07' 21" E, 501.39 feet,

With a curve to the right 626.81 feet to a point, said curve having a central angle of 59° 51' 22", a radius of 600.00 feet, a tangent of 345.41 feet and a chord of S 55° 10' 52" E, 598.70 feet;

S 25° 15' 11" E, 92.60 feet to a point in the northerly margin of the CSX Transportation Railroad;

THENCE, with said margin with a curve to the right 1307.90 feet to a point, said curve having a central angle of 26° 37' 21", a radius of 2814.79 feet, a tangent of 665.97 feet and a chord of N 71° 37' 31" W, 1296.16 feet;

THENCE, continuing with said margin, N 58° 18' 50" W, 406.03 feet to a point;

THENCE, leaving said margin, N 46° 52' 15" E, 448.46 feet to the point of beginning.

Containing 484,150 square feet or 11.11 acres, more or less.

Being part of the property conveyed to AutoFair Realty L.P., a Delaware limited partnership, by Special Warranty Deed dated June 27, 2007, from Century Land Company – Tennessee, a Tennessee corporation, of record at Instrument No. 20070629-0077977, Register's Office for Davidson County, Tennessee.

Exhibit B
Permitted Encumbrances

1. Taxes for the year 2008, a lien, and now due and payable, but not delinquent until March 1, 2009.

2. All matters shown on the plans of record in Plat Book 6200, page 307, and Plat Book 5210, page 336, of the Register's Office of Davidson County, Tennessee.

3. Terms, provisions, covenants, conditions, restrictions, easements, charges, assessments and liens provided in the Declaration of Protective Covenants for Hickory Hollow Mall of record in Book 5125, page 769, as amended in Book 5189, page 947, and Book 5337, page 933, and amended and restated in Book 5441, page 968, and further amended in Book 5792, page 491, Book 5951, page 26, Book 6011, page 163, Book 6095, page 948, and Book 6321, page 311, in said Register's Office.

4. Restrictive covenants of record in Book 9090, page 823, in said Register's Office.

5. Right-of-Way Agreement to Gulf Interstate Gas Company of record in Book 2203, page 577, conveyed to the Columbia Gulf Transmission Company by instrument of record in Book 2875, page 299, said Register's Office, as modified in an instrument from Columbia Gulf Transmission Company to Hickory Hollow Associates of record in Book 5118, page 792, in said Register's Office.

6. All matters show on the survey of Barge, Waggoner, Sumner and Cannon, Inc., dated June 25, 2007 (by William C. Cockrell, RLS#1401).