

AFFIDAVIT OF TRUE CONSIDERATION

STATE OF GEORGIA

Deed Bk 1227 Page 617
Nove. 30, 1984 # 16449

COUNTY OF COBB

Warranty Deed from Middleton General Partnership to National Select Placement - XXII Limited Partnership

Dated: November 29, 1984

True Consideration: \$2,150,000.00

Subject to a balance of \$926,817.19 on a Mortgage from Middleton Apartments, Inc. to C. Douglas Wilson & Company dated December 16, 1970, recorded December 16, 1970, at 10:27 a.m. in Mortgage Book 1175 at Page 477, RMC Office for Greenville County, South Carolina, Records, as assigned to First Federal Savings and Loan Association by assignment dated April 30, 1973, recorded April 30, 1973, at 4:20 p.m. in Mortgage Book 1276 at Page 234, aforesaid records and subject to a balance of \$336,958.80 on a Corporate Real Estate Mortgage from Middleton General Partnership, a Utah general partnership, to Middleton Associates, a Virginia limited partnership, dated October 27, 1980, recorded July 6, 1981 at 3:18 p.m. in Mortgage Book 1546 at Page 232, aforesaid records.

The undersigned, affiant, being duly sworn says that he is Vice President of CFS Financial Corp., a Utah corporation, managing general partner of Middleton General Partnership, a Utah general partnership, and as such is familiar with the above captioned deed in which there is recited a nominal consideration, and that the true consideration is as shown above.

Signed, sealed and delivered before me this 29 day of November, 1984

Craig P. Burton (SEAL)
CRAIG P. BURTON

Walter Hattaway
NOTARY PUBLIC
(NOTARIAL SEAL)
Notary Public, Georgia, State at Large
My Commission Expires Feb. 2, 1986