

WHEREAS, CONSOLIDATED CAPITAL PROPERTIES conveyed said property to LA VISTA ASSOCIATES, LTD., a Florida Limited Partnership, and said LA VISTA ASSOCIATES, LTD., executed and delivered to CONSOLIDATED CAPITAL PROPERTIES an ALL-INCLUSIVE MORTGAGE ASSIGNMENT OF RENTS AND SECURITY AGREEMENT in the aggregate original principal amount of \$7,000,000.00 recorded in the R.M.C. Office for Greenville County in Mortgage Book 1637, Page 900; and

WHEREAS, LA VISTA ASSOCIATES, LTD., executed and delivered to CONSOLIDATED CAPITAL PROPERTIES a Conditional Assignment of Rents and Leases, recorded in the R.M.C. Office for Greenville County in Deed Book 1201, Page 613; and

WHEREAS, LA VISTA ASSOCIATES, LTD., executed and delivered to AMSHEL PROPERTIES, INC., a Florida Corporation and JOHN SISK a Mortgage of Real and Personal Property in the original sum of \$2,300,000.00 recorded in the R.M.C. for Greenville County in Mortgage Book 1637, Page 954; and

WHEREAS, L.V.V. and LA VISTA VILLA have modified the aforesaid ALL-INCLUSIVE PROMISSORY NOTE and WRAP-AROUND MORTGAGE between said parties which loan balance is now \$349,650.44 due February 28, 1987 with interest at the prime rate of First National Bank of South Carolina plus one and one-half (1 1/2%) percent; and

WHEREAS, the undersigned party has agreed and consented to the aforesaid Modification Agreement between LA VISTA VILLA and L.V.V. and has agreed to subordinate its interests to said ALL-INCLUSIVE PROMISSORY NOTE and WRAP-AROUND MORTGAGE as thus modified, having a balance of \$349,650.44.