

NOW, THEREFORE, for value received, the undersigned does hereby consent to the Modification Agreement between LA VISTA VILLA and L.V.V. and does hereby subordinate the lien of the ALL-INCLUSIVE MORTGAGE, ASSIGNMENT OF RENTS AND SECURITY AGREEMENT from LA VISTA ASSOCIATES, LTD., a limited partnership to CONSOLIDATED CAPITAL PROPERTIES in the principal sum of \$7,000,000.00 recorded December 1, 1983 in the R.M.C. Office for Greenville County in Mortgage Book 1637, Page 900, and CONDITIONAL ASSIGNMENT OF RENTS AND LEASES recorded December 1, 1983, in the R.M.C. Office for Greenville County in Deed Book 1201, Page 613, in favor of said ALL-INCLUSIVE PROMISSORY NOTE and WRAP-AROUND MORTGAGE in the R.M.C. Office for Greenville County in Mortgage Book 1414, Page 251, as modified by Modification Agreement recorded in the R.M.C. Office for Greenville County in Mortgage Book 1647, Page 56.

IN WITNESS WHEREOF the undersigned party has hereunto set its hand and seal this 18th day of January, 1984.

IN THE PRESENCE OF:
Catherine E. Dowd
Susan Robinson

CONSOLIDATED CAPITAL PROPERTIES
A California limited Partnership

By: Consolidated Capital Equities Corp.
General Partner
By [Signature]
Dir - Pres. Part