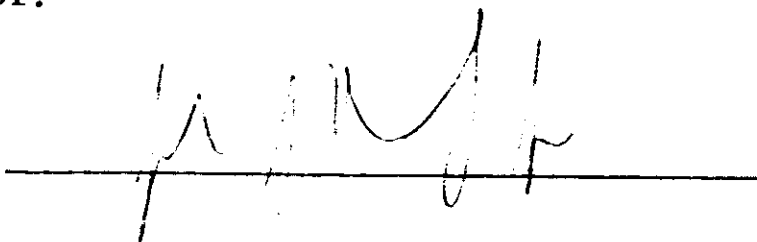


STATE OF SOUTH CAROLINA)
COUNTY OF GREENVILLE)

PROBATE

PERSONALLY appeared before me John J. Kennedy, Jr.

who, being duly sworn, deposes and says that (x)he saw the within
New South Development Company, a General Partnership
named by its duly authorized partners sign, seal and as their act and
deed, deliver the within written Conditional Assignment of Rents;
and that (x)he with Jeffery S. Hare
witnessed the execution thereof.



SWORN to before me this 23rd

day of NOV., 1977.

James C. Blakely, Jr. (L.S.)
Notary Public For South Carolina
My Commission Expires: 11/9/81.

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