

STATE OF Delaware
 COUNTY OF New Castle

PROBATE

Personally appeared the undersigned witness and made oath that (s)he saw the within named INDEPRO PROPERTY FUND I CORP., a Delaware corporation, which is a general partner of INDEPRO PROPERTY FUND I, L. P., a Delaware limited partnership, by its duly authorized officers, sign seal and as its act and deed, deliver the within written Collateral Assignment of Rents and that (s)he, witnessed the execution thereof.

Jay B. Minhoff

SWORN to and subscribed before me
 this 29 day of July, 1982.

Jac. A. Green
 Notary Public for the County of
New Castle State of Delaware
 My Commission expires: 9/25/83

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