

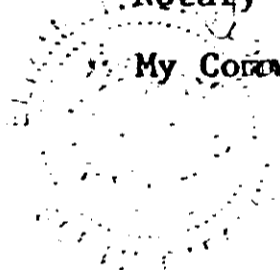
STATE OF SOUTH CAROLINA)
COUNTY OF GREENVILLE)

PERSONALLY appeared before me Barbara C. Alexander,
and made oath that (s)he saw N. Barton Tuck, Jr., on behalf of
Church Street Properties Limited Partnership, and as President
of U. S. Shelter Corporation, the General Partners of Church
Street Properties Limited Partnership, sign, seal with the
corporate seal, and as the act and deed of said corporations
deliver the within Modification Agreement, and that (s)he, with
Bill B. McDaniel, witnessed the execution thereof.

SWORN TO before me this 20
day of January, 1975.

Barbara C. Alexander

Michael S. Wood (L.S.)
Notary Public for South Carolina
My Commission Expires: 5/6/81



4328 RV-2