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AFFIDAVIT

STATE OF MISSOURI

St. Louis COUNTY

BEFORE ME, the undersigned authority in and for said County in said State, personally appeared Theodore W. Browne, II, who being by me first duly sworn on oath as required by law, deposes and says:

That he is Senior Vice President of Cencom of Alabama, Inc., General Partner of Cencom of Alabama, L.P., mortgagor of the property described in and conveyed by the mortgage dated June 29, 1990 from Mortgagor to The Toronto-Dominion Bank Trust Company, as Agent (the "Mortgagee"), at book 300, page 40 of the real estate records of Shelby County, Alabama (the "Mortgage"), and as such he is authorized to make this Affidavit, and that he makes this Affidavit on personal knowledge based on the books and records of said corporation and partnership;

That said property (the "Property") consists of real estate located in each of Chilton and Shelby counties, Alabama;

That the values of such properties are as follows:

Chilton County, Alabama - \$40,500  
Shelby County, Alabama - \$81,000

That the total value of the property described therein and conveyed by the Mortgage is \$121,500;

That such values of such property were arrived at by the Mortgagor and the Mortgagee in good faith and independent of considerations regarding the amount of recorded privilege tax to be paid; and

That the total amount of debt has been increased, as reflected in the attached Amendment to Mortgage, is \$95,000,000, and such debt is secured by the Mortgage, as amended by the Amendment to Mortgage of even date, to the extent of the value of the Property, or \$121,500.

Theodore W. Browne II  
Theodore W. Browne, II, Affiant

Sworn to and subscribed  
before me this 11th day  
December, 1991.

Diana L. LeBeau

My commission expires:

DIANA L. LeBEAU  
NOTARY PUBLIC, STATE OF MISSOURI  
ST. LOUIS COUNTY  
MY COMMISSION EXPIRES JULY 5, 1992

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Powell, Yelkstein

FILED  
I CERTIFY THIS  
INSTRUMENT WAS FILED  
92 JAN -2 AM 10:17  
JUDGE OF PROBATE