

STATE OF ALABAMA)

SHELBY COUNTY)

AFFIDAVIT

THIS AFFIDAVIT is being executed and entered into by Thomas H. Lowder, as President and Chief Executive Officer of Colonial Realty Limited Partnership, a Delaware limited partnership, in its capacity as the sole remaining partner of Inverness Family Medical Center Partners, Ltd., an Alabama limited partnership effective on this 24th day of March, 1997.

Inst # 1997-10784

RECITALS:

- A. Inverness Family Medical Center Partners, Ltd. is an Alabama limited partnership whose Agreement of Limited Partnership was amended and restated effective December 30, 1985 (the "Partnership").
- B. Effective contemporaneously with the execution and recording of this Affidavit, Colonial Realty Limited Partnership, a Delaware limited partnership ("CRLP") has received by purchase or contribution all of the partnership interests in the Partnership.
- C. This Affidavit is being recorded to evidence the dissolution of the Partnership pursuant to Alabama Code Section 10-9A-140.

NOW, THEREFORE, for Ten and No/100 Dollars (\$10.00) and other good and valuable consideration and pursuant to the Code of Alabama, the undersigned as the sole remaining partner of the Partnership hereby recites as follows:

- 1. **PARTNERSHIP DISSOLUTION.** Effective contemporaneously with the execution and recordation of this Affidavit, CRLP is the sole partner of the Partnership. Therefore, by written consent of CRLP, as the sole partner, the Partnership is hereby dissolved.
- 2. **DISTRIBUTION.** All of the assets of the Partnership are hereby distributed to and shall be owned by CRLP from and after the date of this Affidavit.
- 3. **RECORDING.** This Affidavit is to be recorded in the Probate Office of Shelby County, Alabama to evidence the above dissolution.

Inst # 1997-10784

EFFECTIVE on the day and year first set forth above.

COLONIAL REALTY LIMITED PARTNERSHIP,
a Delaware limited partnership

By: Colonial Properties Holding Company, Inc
Its: General Partner

By: Thomas H. Lowder
Thomas H. Lowder
Its: President and Chief Executive Officer

STATE OF ALABAMA)

JEFFERSON COUNTY)

I, the undersigned, a Notary Public in and for said County, in said State hereby certify that Thomas H. Lowder, whose name as President and Chief Executive Officer of Colonial Properties Holding Company, Inc, General Partner of Colonial Realty Limited Partnership, is signed to the foregoing Affidavit, and who is known to me, acknowledged before me on this day, that, being informed of the contents thereof, he, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation in its capacity as General Partner as aforesaid.

Given under my hand and official seal this 25th day of March, 1997.

Patricia C. Bradford

Notary Public

My Commission Expires: 7-14-98

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01:26 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
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