

BILL OF SALE, ASSIGNMENT AND ASSUMPTION

THIS BILL OF SALE, ASSIGNMENT AND ASSUMPTION is made as of the 20 day of March, 2001, by and between RIVER PLACE, LTD., an Alabama limited partnership ("Assignor"), and RIVER PLACE, L.L.C., an Alabama limited liability company ("Assignee").

WITNESSETH:

For good and valuable consideration, receipt and sufficiency of which are hereby acknowledged Assignor and Assignee hereby agree as follows:

1. Assignor hereby sells, transfers, assigns and conveys to Assignee the following:
 - a. All right, title and interest of Assignor in and to all tangible personal property ("Personalty") set forth in the inventory on Exhibit A attached hereto and made a part hereof, and located on, and used in connection with the management, maintenance or operation of that certain land and improvements located in the County of Shelby, State of Alabama, as more particularly described in Exhibit B attached hereby and made a part hereof ("Real Property"), but excluding tangible personal property owned or leased by Assignor's property manager or the tenants of the Real Property under the Tenant Leases (as defined below).
 - b. All right, title and interest of Assignor in and to those certain leases described on Exhibit C attached hereto and made a part hereof (the "Tenant Leases"), relating to the leasing of space in the Real Property and all of the rights, interests, benefits and privileges of the lessor thereunder, and to the extent Assignee has not received a credit therefor under the Purchase Agreement (as defined below), all prepaid rents and security and other deposits held by Assignor under the Tenant Leases and not credited or returned to tenants, but subject to all terms conditions, reservations and limitations set forth in the Tenant Leases.
 - c. To the extent assignable, all right, title and interest in and to those certain permits and contracts set forth on Exhibit D attached hereto and made a part hereof, and all warranties, guaranties, indemnities and claims (including, without limitation, for workmanship, materials and performance) and which exist or may hereafter exist against any contractor, subcontractor, manufacturer or supplier or laborer or other services relating thereto (collectively, the "Contracts").
2. This Bill of Sale, Assignment and Assumption is given pursuant to that certain Agreement of Sale and Purchaser (as amended, the "Purchase Agreement") dated as of November 13, 2000, between Assignor and Assignee, providing for, among other things, the conveyance of the Personalty, the Tenant Leases and the Contracts.
3. As set forth in Article 11 of the Purchase Agreement, which is hereby incorporated by reference as if herein set out in full and except as set forth herein, the property conveyed hereunder is conveyed by Assignor and accepted by Assignee AS IS, WHERE IS, AND WITHOUT ANY WARRANTIES OF WHATSOEVER NATURE, EXPRESS OR IMPLIED, EXCEPT AS

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SHELBY COUNTY JUDGE OF PROBATE
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Inst # 2001-11915

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EXPRESSLY SET FORTH IN THE PURCHASE AGREEMENT, IT BEING THE INTENTION OF ASSIGNOR AND ASSIGNEE EXPRESSLY TO NEGATE AND EXCLUDE ALL WARRANTIES, INCLUDING, WITHOUT LIMITATION, THE IMPLIED WARRANTIES CREATED BY ANY AFFIRMATION OF FACT OR PROMISE OR BY ANY DESCRIPTION OF THE PROPERTY CONVEYED HEREUNDER, OR BY ANY SAMPLE OR MODEL THEREOF, AND ALL OTHER WARRANTIES WHATSOEVER CONTAINED IN OR CREATED BY THE ALABAMA UNIFORM COMMERCIAL CODE.

4. Assignee hereby accepts the assignment of the Personalty, the Tenant Leases and the Contracts and agrees to assume and discharge, in accordance with the terms thereof, all of the obligations thereunder from and after the date hereof.

5. Assignee agrees to indemnify and hold harmless Assignor from any cost, liability, damage or expense (including attorneys' fees) arising out of or relating to Assignee's failure to perform any of the foregoing obligations arising from and accruing on or after the date hereof.

6. Assignor agrees to indemnify and hold harmless Assignee from any cost, liability, damage or expense (including attorneys' fees) arising out of or relating to Assignor's failure to perform any of the obligations of Assignor under the Tenant Leases or Contracts, to the extent accruing prior to the date hereof.

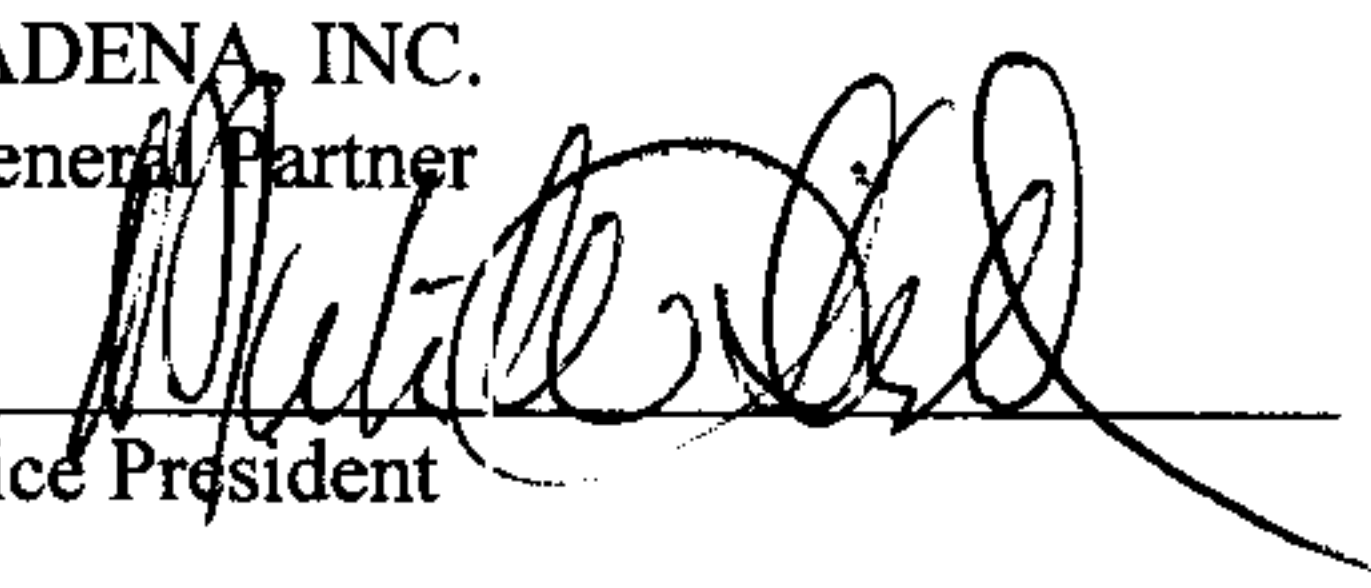
7. This Bill of Sale, Assignment and Assumption may be executed in any number of counterparts, each of which shall be deemed an original, but all of which shall constitute one and the same instrument.

IN WITNESS WHEREOF, the parties hereto have executed this Bill of Sale, Assignment and Assumption on the date first above written.

ASSIGNOR:

RIVER PLACE, LTD.

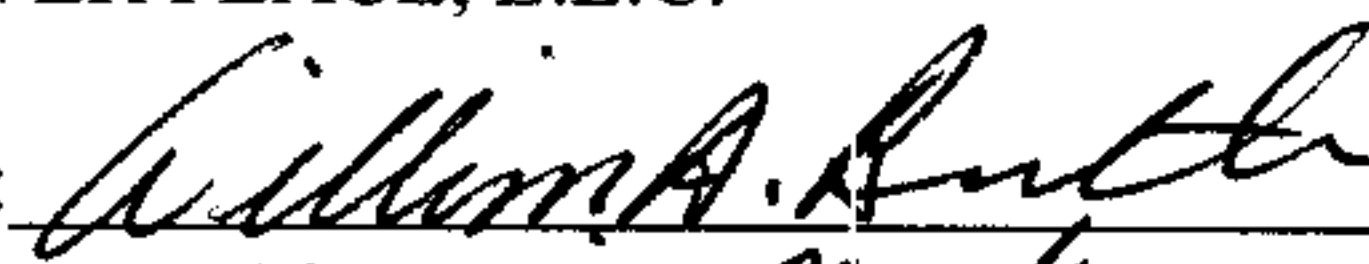
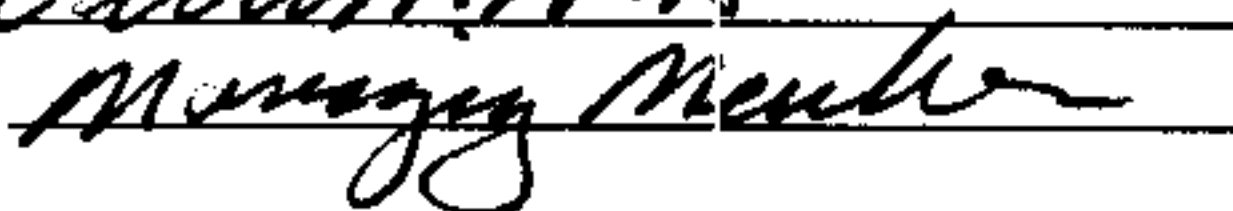
By: ALTADENA, INC.
Its: General Partner

By: 
Its: Vice President

ASSIGNEE:

RIVER PLACE, L.L.C.

By:
Its:

STATE OF ALABAMA)
JEFFERSON COUNTY)

I, the undersigned, a Notary Public in and for said county, in said state, hereby certify that Peter W. Field, whose name as Vice President of Altadena, Inc., an Alabama corporation as General Partner of River Place, Ltd., a limited partnership, is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day that, being informed of the contents of said conveyance, he as such officer and with full authority, executed the same voluntarily for and on behalf of said corporation, acting in its capacity as general partner as aforesaid.

Given under my hand and official seal this 29th day of March, 2001.

[SEAL]

John B. [Signature]
NOTARY PUBLIC
MY COMMISSION EXPIRES 2/14/2002

STATE OF ALABAMA)
JEFFERSON COUNTY)

I, the undersigned, a Notary Public in and for said county, in said state, hereby certify that William A. Butler, whose name as MANAGING MEMBER of RIVER PLACE, L.L.C., an Alabama limited liability company, is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day that, being informed of the contents of said conveyance, he as such officer and with full authority, executed the same voluntarily for and on behalf of said company.

Given under my hand and official seal this 30th day of March, 2001.

[SEAL]

Linda Haralson Vernon
NOTARY PUBLIC
MY COMMISSION EXPIRES 3-5-04

PREPARED BY:
Spain & Gillon, L.L.C.
2117 Second Avenue North
Birmingham, Alabama 35203
(205) 328-4100

EXHIBIT A

Personalty

All of Seller's right, title and interest, without warranty, in the equipment, machinery, furniture, furnishings, supplies and other tangible personal property owned by Seller located in and used in connection with the operation, ownership, or management of the Real Property, but specifically excluding any items of personal property owned by tenants at or on the Real Property and further excluding any items of personal property owned by third parties and leased to Seller; and

All of Seller's right, title and interest, without warranty, in all intangible personal property related to the Real Property and the improvements thereon, including, without limitation, all trade names and trade marks associated with the Real Property and the improvements thereon, including Seller's rights and interests, if any, in the name of the Real Property; the plans and specifications and other architectural and engineering drawings for the improvements, if any, to the extent assignable; contract rights related to the construction, operation, ownership or management of the Real Property, if any, to the extent assignable; governmental permits, approvals and licenses, if any, to the extent assignable; and telephone exchange numbers, to the extent assignable.

EXHIBIT B

Real Property

See attached

PARCEL I:

A Tract of land situated in the NW 1/4 of Section 3, Township 19 South, Range 2 West, Shelby County, Alabama, said tract being part of Block 2 of Altadena Park, as recorded in Map Book 5, Page 73, part of Lot 1, Butte Woods Ranch Addition to Altadena Valley as recorded in Map Book 5, Page 1, all recorded in the Probate Office of Shelby County, Alabama, said tract of land more particularly described as follows:

Commence at the Southwest corner of the NE 1/4, NW 1/4 of said Section 3, and run thence Easterly along the South line thereof 69.02 feet; thence turn 69 degrees, 30 minutes, 50 seconds right and run Southeasterly 96.27 feet to the point of beginning, said point being on the Northerly line of Lot 1 of said Altadena Park; thence turn 90 degrees, 00 minutes left and run Northeasterly 240.0 feet to the Northern most corner of said Lot 1; thence turn 90 degrees, 58 minutes, 45 seconds right and run Southeasterly 149.79 feet to the Southeast corner of said Lot 1; thence turn 6 degrees, 16 minutes, 15 seconds right and run Southeasterly along the Easterly line of Lot 2 of said subdivision 144.94 feet to the most Easterly corner of Lot 2; thence turn 7 degrees, 01 minutes, 15 seconds right and run Southerly along the Easterly line of Lot 3 of said subdivision for 57.52 feet to a point on last said lot line; thence turn 106 degrees, 56 minutes, 15 seconds left and run Northeasterly 128.13 feet; thence turn 84 degrees, 50 minutes right and run Southeasterly for 195.0 feet; thence turn 20 degrees, 59 minutes, 30 seconds left and run Southeasterly for 333.22 feet; thence turn 52 degrees, 39 minutes, 30 seconds left and run Easterly for 150.0 feet; thence turn 90 degrees left and run Northerly for 600.14 feet; thence turn 41 degrees, 00 minutes right and run Northeasterly for 300.00 feet; thence turn 14 degrees, 00 minutes left and run Northeasterly for 125.0 feet; thence turn 25 degrees, 00 minutes left and run Northerly for 170.0 feet; thence turn 87 degrees, 58 minutes, 40 seconds right and run Easterly for 137.41 feet to a point on the East line of the NE 1/4 of NW 1/4, Section 3, Township 19 South, Range 2 West; thence turn left 90 degrees and run Northerly along said 1/4-1/4 line for 270 feet, more or less, to the Westerly bank of the Cahaba River; thence run Northerly and Westerly along the Southwest bank of said river 1400 feet, more or less, to the West line of the NE 1/4 of the NW 1/4 of said Section 3, said point also being on the Easterly line of Lot 1 of said Butte Woods Ranch Addition to Altadena Valley, thence run Northerly along last said 1/4-1/4 section line and said lot line for 90 feet, more or less, to the Northeasterly corner of said Lot 1; thence turn left and run Westerly along the Northerly line of said Lot 1 for 240 feet, more or less, to the Northwest corner of said Lot 1; thence turn left and run Southwesterly and along the Easterly right of way line of Caldwell Mill Road for 425 feet, more or less, thence turn left 31 degrees, 45 minutes and run Southeasterly for 67.96 feet; thence turn left 31 degrees, 45 minutes and run Southeasterly along the new Northeasterly right of way line of Old Caldwell Mill Road for 231.58 feet to the beginning of a curve to the right having a radius of 263.05 feet; thence continue Southeasterly and along said right of way line and along the arc of said curve 162.13 feet to the end of said curve; thence continue Southeasterly on a course tangent to said curve, and along said right of way line 245.3 feet to the point of beginning. Situated in Shelby County, Alabama.

EXHIBIT C

Tenant Leases

See attached

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						----- Charges -----		----- Credits -----		Net Change	Resident
Unit	Type	Stat	Market	Name	Entity	Code	Amount	Code	Amount	In Balance	Balance
						==	====	==	====	=====	=====
1001	2X2XD	FP	O	665.00 Bridges**, Cindy		CA RENT	645.00	PX LTOL	20.00		
						CA LTOR	20.00			645.00	0.00
1002	2X2XD	FP	O	665.00 Whitcomb, Katrina		CA RENT	625.00	PX LTOL	40.00		
						CA LTOR	40.00			625.00	0.00
1003	2X2XD	FP	O	665.00 Ellis, Jr., Morris		CA RENT	665.00			665.00	0.00
1004	2X2XD	FP	O	665.00 Durrough, Latrecia		CA RENT	600.00	PX LTOL	65.00		
						CA LTOR	65.00			600.00	0.00
1005	2X2XD	FP	O	665.00 Nguyen, Victor		CA RENT	650.00	PX LTOL	15.00		
						CA LTOR	15.00			650.00	0.00
1006	2X2XD	FP	O	665.00 Wade, James		CA RENT	665.00			665.00	-5.00
1007	2X2XD	FP	O	665.00 Fingar, Dale		CA RENT	650.00	PX LTOL	15.00		
						CA LTOR	15.00			650.00	0.00
1008	2X2XD	FP	O	665.00 Duke, Sherry		CA RENT	665.00			665.00	0.00
1101	1D	O		535.00 Taylor, Christopher		CH MTOM	20.00				
						CA RENT	535.00			555.00	0.00
1102	1D	O		535.00 Wilker, Shannon		CA RENT	520.00	PX LTOL	15.00		
						CA LTOR	15.00			520.00	0.00
1103	2X1	FP	O	565.00 Bartel, Jason		CA RENT	565.00			565.00	0.00
1104	1D		O	535.00 Nichols**, Lauri L.		CA RENT	535.00			535.00	575.00
1105	1D	FP	O	545.00 Heckman, David		CA RENT	545.00			545.00	0.00
1106	1D	O		535.00 Williams, David		CH MTOM	20.00	PX LTOL	15.00		
						CA RENT	520.00				
						CJ VEND	30.00				
						CA LTOR	15.00			570.00	0.00
1107	2X1	FP	O	565.00 Thompson**, Jack M.		CH MTOM	20.00	PX LTOL	15.00		
						CA RENT	550.00				
						CA LTOR	15.00			570.00	0.00
1108	1D	O		535.00 Green, Jean M.		CA RENT	520.00	PX LTOL	15.00		
						CA LTOR	15.00			520.00	-10.00
1109	2X1	FP	O	565.00 Roddy, Traci		CA RENT	565.00			565.00	0.00

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Unit	Type	Stat	Market	Name	Entity	Code	Amount	Code	Amount	Net Change	Resident
										In Balance	Balance
1110	1D	O	535.00	Morrison, Jenna		CA RENT	520.00	PX ITOL	15.00		
						CA LTOR	15.00			520.00	0.00
1111	1D FP	O	545.00	Calamas**, Maria		CA RENT	530.00	PX ITOL	15.00		
						CA LTOR	15.00			530.00	0.00
1112	1D	O	535.00	Barath, Kathi		CA RENT	535.00			535.00	0.00
1113	2X1 FP	O	565.00	Howell, David H.		CA RENT	550.00	PX LTOL	15.00		
						CA LTOR	15.00			550.00	0.00
1114	1D	O	535.00	Skinner, Meri-Jo		CA RENT	535.00			535.00	0.00
1115	2X1	O	555.00	Mcclain, Victoria		CA RENT	555.00			555.00	10.00
1116	1D	O	535.00	Peterson, Samika		CA RENT	520.00	PX LTOL	15.00		
						CA LTOR	15.00			520.00	560.00
1201	2X2XD FP O		665.00	Price **, Gayle		CA RENT	635.00	PX LTOL	30.00		
						CA LTOR	30.00			635.00	0.00
1202	2X2XD	O	655.00	Linley, Bruce		CA RENT	655.00			655.00	0.00
1203	2X2XD FP O		665.00	Wiley **, Brian I.		CH MTOM	20.00	PX LTOL	25.00		
						CA RENT	640.00				
						CA LTOR	25.00			660.00	1420.00
1204	2X2XD FP O		665.00	Johnson, Kyle		CA RENT	650.00	PX LTOL	15.00		
						CA LTOR	15.00			650.00	0.00
1205	2X2XD FP O		665.00	Gardiner, Billingsley		CA RENT	660.00	PX LTOL	5.00		
						CA LTOR	5.00			660.00	0.00
1206	2X2XD	O	655.00	Washington**, Carolyn W		CA RENT	605.00	PX LTOL	50.00		
						CA LTOR	50.00			605.00	0.00
1207	2X2XD FP O		665.00	Hand, Michelle		CA RENT	625.00	PX LTOL	40.00		
						CA LTOR	40.00			625.00	0.00
1208	2X2XD	V	655.00	Vacant Unit		CA RENT	655.00	PT VAC	655.00	0.00	0.00
1301	2X2XD FP O		665.00	Chesser**, Shannon		CA RENT	665.00			665.00	0.00
1302	2X2XD	O	655.00	Hallmark, Ron		CH MTOM	20.00				
						CA RENT	655.00			675.00	0.00
1303	2X2XD FP O		665.00	Rusu, Rada		CA RENT	650.00	PX LTOL	15.00		

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							----- Charges -----		----- Credits -----		Net Change	Resident
Unit	Type	Stat	Market	Name	Entity		Code	Amount	Code	Amount	In Balance	Balance
=====							==	=====	==	=====	=====	=====
							CA LTOR	15.00			650.00	0.00
1304	2X2XD	O	655.00	Hepler **, James			CA RENT	655.00			655.00	0.00
1305	2X2XD	FP O	665.00	Langley, Marion			CA RENT	620.00	PX ITOL	45.00		
							CA LTOR	45.00			620.00	0.00
1306	2X2XD	FP O	665.00	Murphy**, Terri			CA RENT	645.00	PX LTOL	20.00		
							CA LTOR	20.00			645.00	0.00
1307	2X2XD	FP O	665.00	Henderson**, Karen			CA RENT	650.00	PX LTOL	15.00		
							CA LTOR	15.00			650.00	690.00
1308	2X2XD	FP O	665.00	Hillman, Heath			CA RENT	665.00			665.00	0.00
1401	1B	O	510.00	Otto, M			CA RENT	520.00	PX GTOL	-10.00		
							CJ VEND	30.00				
							CA GTOR	-10.00			550.00	0.00
1402	1B	O	510.00	Palmer, Jerry			CA RENT	510.00	PW UTAL	15.00	495.00	0.00
1403	1B	O	510.00	Sutherland**, Nancie			CA RENT	510.00			510.00	0.00
1404	1B	O	510.00	Barger, Donna			CA RENT	510.00			510.00	0.00
1405	1B	O	510.00	Wyatt, Steven			CA RENT	495.00	PX LTOL	15.00		
							CA LTOR	15.00			495.00	0.00
1406	1B	O	510.00	Vandergriff, Alise			CA RENT	510.00			510.00	0.00
1407	1B	O	510.00	Smitherman, Francine			CA RENT	520.00	PX GTOL	-10.00		
							CA GTOR	-10.00			520.00	0.00
1408	1B	V	510.00	Vacant Unit			CA RENT	510.00	PT VAC	510.00	0.00	0.00
1501	1B	O	510.00	Skelton**, Lil			CA RENT	470.00	PX LTOL	40.00		
							CA LTOR	40.00			470.00	0.00
1502	1B	O	510.00	Zachea, Constance			CA RENT	495.00	PX LTOL	15.00		
							CA LTOR	15.00			495.00	0.00
1503	1B	O	510.00	Gonzales, Dorothy			CA RENT	510.00			510.00	0.00
1504	1B	O	510.00	Barnes, Joseph			CA RENT	510.00			510.00	0.00
1505	1B	O	510.00	Wood, Tina			CA RENT	495.00	PX LTOL	15.00		
							CA LTOR	15.00			495.00	0.00

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						----- Charges -----		----- Credits -----		Net Change	Resident
Unit	Type	Stat	Market	Name	Entity	Code	Amount	Code	Amount	In Balance	Balance
=====											
1506	1B	O	510.00	Naftel **, Diane		CA RENT	475.00	PX LTOL	35.00		
						CA LTOR	35.00			475.00	0.00
1507	1B	O	510.00	Mcintyre, Lisa		CA RENT	510.00			510.00	0.00
1508	1B	O	510.00	Muroski**, Kathryn		CJ VEND	20.00	PX LTOL	15.00		
						CA RENT	495.00				
						CA LTOR	15.00			515.00	0.00
1509	1B	O	510.00	Lawrence, Richard		CA RENT	510.00			510.00	0.00
1510	1B	O	510.00	Waldrop, David		CA RENT	495.00	PX LTOL	15.00		
						CA LTOR	15.00			495.00	0.00
1511	1B	O	510.00	Vermaas, Josephine		CA RENT	495.00	PX LTOL	15.00		
						CJ VEND	30.00				
						CA LTOR	15.00			525.00	0.00
1512	1B	O	510.00	Morgan, Richard		CH MTOM	20.00	PX LTOL	15.00		
						CA RENT	495.00				
						CA LTOR	15.00			515.00	0.00
1513	1B	O	510.00	Minervini, Stefano		CA RENT	510.00			510.00	-510.00
1514	1B	O	510.00	Windsor, Wallis		CA RENT	510.00			510.00	0.00
1515	1B	O	510.00	Curry, M		CA RENT	495.00	PX LTOL	15.00		
						CJ VEND	30.00				
						CA LTOR	15.00			525.00	0.00
1516	1B	O	510.00	Smith**, Donna		CA RENT	510.00			510.00	555.00
1601	2X2XD FP	O	665.00	Eller, Mary Lou		CH MTOM	20.00	PX LTOL	55.00		
						CH MTOM	20.00				
						CA RENT	610.00				
						CA LTOR	55.00			650.00	0.00
1602	2X2XD FP	O	665.00	Huston**, Wanda B.		CA RENT	655.00	PW UTAL	10.00		
						CA LTOR	10.00	PX LTOL	10.00	645.00	0.00
1603	2X2XD FP	O	665.00	Mattix, Kathryn		CA RENT	650.00	PX LTOL	15.00		
						CA LTOR	15.00			650.00	0.00
1604	2X2XD FP	O	665.00	Donley**, Wesley A		CA RENT	620.00	PX LTOL	45.00		
						CA LTOR	45.00			620.00	0.00

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						----- Charges -----		----- Credits -----		Net Change	Resident
Unit	Type	Stat	Market	Name	Entity	Code	Amount	Code	Amount	In Balance	Balance
=====						==	=====	==	=====	=====	=====
1605	2X2XD	FP	O	665.00 Helmers**, Pat		CA RENT	660.00	PX LTOL	5.00		
						CA LTOR	5.00			660.00	0.00
1606	2X2XD	FP	O	665.00 Smith**, Jack B.		CA RENT	650.00	PX LTOL	15.00		
						CA LTOR	15.00			650.00	0.00
1607	2X2XD	FP	O	665.00 Reading **, James		CA RENT	665.00			665.00	0.00
1608	2X2XD	FP	O	665.00 Cain, Christopher		CH MTOM	20.00	PX LTOL	15.00		
						CA RENT	650.00				
						CA LTOR	15.00			670.00	0.00
1609	2X2XD	FP	O	665.00 Martin, Michael		CA RENT	665.00			665.00	0.00
1610	2X2XD	FP	O	665.00 Nipper, Scott		CA RENT	650.00	PX LTOL	15.00		
						CA LTOR	15.00			650.00	0.00
1611	2X2XD	FP	O	665.00 Hughes**, Deanne R.		CA RENT	665.00			665.00	0.00
1612	2X2XD	FP	O	665.00 Mc Cann, Carol		CA RENT	650.00	PX LTOL	15.00		
						CA LTOR	15.00			650.00	0.00
1701	2X2XD	FP	O	665.00 Bauer, Marian		CA RENT	675.00	PX GTOL	-10.00		
						CA GTOR	-10.00			675.00	0.00
1702	2X2XD		O	655.00 Cunningham**, Alton		CA RENT	635.00	PX LTOL	20.00		
						CA LTOR	20.00			635.00	0.00
1703	2X2XD	FP	O	665.00 Barnes**, Mark		CA RENT	625.00	PX LTOL	40.00		
						CA LTOR	40.00			625.00	0.00
1704	2X2XD		O	655.00 Fletcher**, Charles		CA RENT	650.00	PX LTOL	5.00		
						CA LTOR	5.00			650.00	0.00
1705	2X2XD	FP	O	665.00 Dawson, Peggy		CA RENT	665.00			665.00	0.00
1706	2X2XD		O	655.00 Huffman, Mark		CA RENT	655.00			655.00	0.00
1707	2X2XD	FP	O	665.00 Gaines, Scott		CA RENT	665.00			665.00	0.00
1708	2X2XD		O	655.00 Sullivan**, Eddie O.		CA RENT	665.00	PX GTOL	-10.00		
						CA GTOR	-10.00			665.00	0.00
2001	1D	FP	O	545.00 Vaughn**, Amy		CA RENT	520.00	PX LTOL	25.00		
						CA LTOR	25.00			520.00	0.00
2002	1D	FP	O	545.00 Shannon **, Laura G.		CA RENT	545.00	PW UTAL	20.00	525.00	0.00

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Unit	Type	Stat	Market	Name	Entity	----- Charges -----	----- Credits -----	Net Change	Resident
						Code Amount	Code Amount	In Balance	Balance
=====	=====			=====	=====	== ==	== ==	=====	=====
2003	1D FP	O	545.00	Jones, Marcus		CA RENT 530.00	PX LTOL 15.00		
						CA LTOR 15.00		530.00	0.00
2004	1D	O	535.00	Hartsell, Catherine		CA RENT 520.00	PX LTOL 15.00		
						CA LTOR 15.00		520.00	0.00
2005	2X1 FP	O	565.00	Leuze, Holly		CA RENT 550.00	PX LTOL 15.00		
						CA LTOR 15.00		550.00	0.00
2006	1D	O	535.00	Prestley, Mark		CA RENT 535.00			
						CJ VEND 30.00		565.00	605.00
2007	2X1 FP	O	565.00	Blackmon**, Terri		CA RENT 550.00	PX LTOL 15.00		
						CA LTOR 15.00		550.00	0.00
2008	1D FP	O	545.00	Baessler, Sara		CA RENT 545.00		545.00	0.00
2101	1D FP	O	545.00	Sakai**, Ted		CA RENT 505.00	PX LTOL 40.00		
						CA LTOR 40.00		505.00	0.00
2102	1D FP	O	545.00	Conley, Thomas		CA RENT 545.00		545.00	-33.00
2103	1D FP	O	545.00	Cain, Carla		CA RENT 530.00	PX LTOL 15.00		
						CA LTOR 15.00		530.00	0.00
2104	1D	O	535.00	Steele, Judith		CJ VEND 30.00	PX LTOL -10.00		
						CA RENT 545.00			
						CA GTOR -10.00		575.00	5.00
2105	2X1 FP	O	565.00	Snow, Christopher		CH MTOM 20.00			
						CA RENT 565.00		585.00	0.00
2106	1D	O	535.00	Fortenberry **, Andrea		CA RENT 530.00	PX LTOL 5.00		
						CA LTOR 5.00		530.00	0.00
2107	1D FP	O	545.00	Pollard **, Richard		CA RENT 555.00	PX GTOL -10.00		
						CA GTOR -10.00		555.00	0.00
2108	1D FP	O	545.00	Harris**, Stella		CJ VEND 20.00	PX LTOL 60.00		
						CA RENT 485.00			
						CA LTOR 60.00		505.00	0.00
2201	2X2XD FP	O	665.00	Ellis**, Mary		CA RENT 610.00	PX LTOL 55.00		
						CA LTOR 55.00		610.00	0.00
2202	2X2XD	O	655.00	Brennan**, Jo Ann		CA RENT 555.00	PX LTOL 100.00		

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						----- Charges -----		----- Credits -----		Net Change	Resident
Unit	Type	Stat	Market	Name	Entity	Code	Amount	Code	Amount	In Balance	Balance
						==	----	==	----	-----	-----
						CA	LTOR			555.00	0.00
2203	2X2XD	FP	O	665.00 Coon, Michael		CA	RENT	PX	LTOL	15.00	
						CA	LTOR			650.00	0.00
2204	2X2XD	FP	O	665.00 Eades **, Margo		CA	RENT			665.00	-650.00
2205	2X2XD	FP	O	665.00 Lowe, David		CA	RENT			665.00	0.00
2206	2X2XD		A	655.00 Administrative Unit		CA	RENT	PT	VAC	655.00	0.00
2207	2X2XD	FP	O	665.00 Brandon, Joseph		CA	RENT	PX	LTOL	15.00	
						CA	LTOR			650.00	0.00
2208	2X2XD	FP	O	665.00 Hansard **, Bobby W.		CA	RENT			665.00	0.00
2301	TH		V	675.00 Vacant Unit		CA	RENT	PT	VAC	675.00	0.00
2302	TH		O	675.00 Barnes, Romeo		CA	RENT	PX	LTOL	50.00	
						CA	LTOR			625.00	0.00
2303	TH		O	675.00 Burleson, Christoper		CA	RENT			675.00	-16.00
2304	TH		O	675.00 Caldwell**, Elva		CA	RENT	PX	LTOL	20.00	
						CA	LTOR			655.00	0.00
2305	TH		O	675.00 Roden, Carol		CA	RENT			675.00	0.00
2401	2X2XD	FP	O	665.00 Lemay, Kristine		CA	RENT	PX	LTOL	15.00	
						CA	LTOR			650.00	25.00
2402	2X2XD		O	655.00 Oldham, Ken		CA	RENT			655.00	0.00
2403	2X2XD	FP	O	665.00 Fennell**, Traci		CA	RENT	PX	LTOL	30.00	
						CA	LTOR			635.00	0.00
2404	2X2XD		V	655.00 Vacant Unit		CA	RENT	PT	VAC	655.00	0.00
2405	2X2XD	FP	O	665.00 Hunker **, Walter		CA	RENT	PX	LTOL	45.00	
						CA	LTOR			620.00	0.00
2406	2X2XD		O	655.00 Lowe, Amy		CA	RENT	PX	LTOL	15.00	
						CA	LTOR			640.00	680.00
2407	2X2XD	FP	O	665.00 Mercer**, Charles R		CA	RENT			665.00	725.00
2408	2X2XD		O	655.00 Mc Collum, Gloria		CA	RENT			655.00	695.00

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Unit	Type	Stat	Market	Name	Entity	Code	Amount	Code	Amount	Net Change	Resident
										In Balance	Balance
2501	TH	O	675.00	Harwell, Jacqlyn		CA RENT	660.00	PW LTAL	20.00		
						CA LTOR	15.00	PX LTOL	15.00	640.00	10.00
2502	TH	O	675.00	Scoggin**, Earl		CA RENT	670.00	PX LTOL	5.00		
						CA LTOR	5.00			670.00	1440.00
2503	TH	O	675.00	Phillips, V.		CH MTOM	20.00	PX LTOL	15.00		
						CA RENT	660.00				
						CA LTOR	15.00			680.00	0.00
2504	TH	O	675.00	Flanagan **, Kevin		CA RENT	675.00			675.00	0.00
2505	TH	O	675.00	Shaneyfelt, Tabatha		CA RENT	675.00			675.00	0.00
2601	TH	O	675.00	Bokatizian, Samuel		CA RENT	685.00	PX GTOL	-10.00		
						CA GTOR	-10.00			685.00	0.00
2602	TH	O	675.00	Mims**, Joann		CA RENT	655.00	PX LTOL	20.00		
						CA LTOR	20.00			655.00	-655.00
2603	TH	O	675.00	Moore-Ali, Georgia		CJ VEND	30.00				
						CA RENT	675.00			705.00	0.00
2604	TH	O	675.00	Snow, Kenneth		CA RENT	675.00			675.00	0.00
2605	TH	O	675.00	Howard, Mark		CH MTOM	20.00	PX LTOL	20.00		
						CA RENT	655.00				
						CA LTOR	20.00			675.00	-17.96
2701	2X2XD	FP O	665.00	Wesson, Gregory		CA RENT	625.00	PX LTOL	40.00		
						CA LTOR	40.00			625.00	-625.00
2702	2X2XD	O	655.00	Hunt, Dorothy		CA RENT	655.00			655.00	0.00
2703	2X2XD	FP O	665.00	Tairas, Robert		CA RENT	650.00	PX LTOL	15.00		
						CA LTOR	15.00			650.00	0.00
2704	2X2XD	O	655.00	Kersten, Eric		CA RENT	655.00			655.00	0.00
2705	2X2XD	FP O	665.00	Kluz **, Derek		CA RENT	660.00	PX LTOL	5.00		
						CA LTOR	5.00			660.00	0.00
2706	2X2XD	O	655.00	Lyons, Andrew		CA RENT	655.00			655.00	0.00
2707	2X2XD	FP O	665.00	Myers, Alma		CA RENT	665.00			665.00	0.00

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						----- Charges -----		----- Credits -----		Net Change	Resident
Unit	Type	Stat	Market	Name	Entity	Code	Amount	Code	Amount	In Balance	Balance
=====	=====	*	=====	=====	=====	**	=====	==	=====	=====	=====
2708	2X2XD	O	655.00	Watson, Steven		CA RENT	655.00			655.00	338.00
2801	TH	O	675.00	Kirby**, Aaron W.		CJ VEND	20.00				
						CA RENT	675.00			695.00	735.00
2802	TH	O	675.00	Bond, Ryan		CA RENT	675.00			675.00	0.00
2803	TH	O	675.00	Stallings, James		CA RENT	660.00	PX LTOL	15.00		
						CA LTOR	15.00			660.00	0.00
2804	TH	O	675.00	Lopez, Jerry		CA RENT	660.00	PX LTOL	15.00		
						CA LTOR	15.00			660.00	0.00
2805	TH	O	675.00	Smith**, Katherine		CA RENT	640.00	PX LTOL	35.00		
						CA LTOR	35.00			640.00	680.00
2901	TH	O	675.00	Black, Terri		CA RENT	660.00	PW LTAL	9.00		
						CA LTOR	15.00	PX LTOL	15.00	651.00	0.00
2902	TH	O	675.00	Cline, Dick		CA RENT	675.00			675.00	0.00
2903	TH	O	675.00	Mccraven, Alicia		CA RENT	625.00	PX LTOL	50.00		
						CA LTOR	50.00			625.00	0.00
2904	TH	V	675.00	Vacant Unit		CA RENT	675.00	PT VAC	675.00	0.00	0.00
2905	TH	O	675.00	Cox **, Rodney		CA RENT	660.00	PX LTOL	15.00		
						CA LTOR	15.00			660.00	0.00
3001	2X2XD	FP O	665.00	Raszeja, Jessica		CA RENT	650.00	PX LTOL	15.00		
						CA LTOR	15.00			650.00	0.00
3002	2X2XD	O	655.00	Clemmer, Keeba		CA RENT	640.00	PX LTOL	15.00		
						CA LTOR	15.00			640.00	10.00
3003	2X2XD	FP O	665.00	Smith, Robert		CA RENT	665.00			665.00	0.00
3004	2X2XD	O	655.00	Robitaille, Michael		CA RENT	640.00	PX LTOL	15.00		
						CA LTOR	15.00			640.00	0.00
3005	2X2XD	FP O	665.00	Golightly, John		CA RENT	665.00			665.00	0.00
3006	2X2XD	O	655.00	Pottratz, Chris		CH MTOM	20.00				
						CA RENT	655.00			675.00	0.00
3007	2X2XD	FP O	665.00	Mclendon, Steve		CA RENT	665.00			665.00	0.00

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Unit	Type	Stat	Market	Name	Entity	Code	Amount	Code	Amount	Net Change	Resident
										In Balance	Balance
3008	2X2XD	O	655.00	Fannin **, Margaret		CA RENT	645.00	PX LTOL	10.00		
						CA LTOR	10.00			645.00	0.00
3101	1D	O	535.00	Young, Ray		CA RENT	520.00	PX LTOL	15.00		
						CA LTOR	15.00			520.00	0.00
3102	2X1	O	555.00	Tackett, Caroline		CA RENT	555.00			555.00	0.00
3103	1D FP	O	545.00	Champion**, Cleopatra		CA RENT	515.00	PX LTOL	30.00		
						CA LTOR	30.00			515.00	0.00
3104	2X1	O	555.00	Haskett, Erie		CA RENT	565.00	PX GTOL	-10.00		
						CA GTOR	-10.00			565.00	0.00
3105	1D FP	O	545.00	Ballard, Jon		CA RENT	545.00			545.00	0.00
3106	1D	O	535.00	Elisabeth Hagensen-Sharif		CA RENT	535.00			535.00	0.00
3107	2X1	O	555.00	Plumeri, Dominic		CA RENT	555.00			555.00	0.00
3108	1D	O	535.00	Jackson, Danny		CA RENT	535.00			535.00	0.00
3201	1B	O	510.00	Hesterley, Amy		CA RENT	495.00	PX LTOL	15.00		
						CA LTOR	15.00			495.00	0.00
3202	1B	O	510.00	Burleson, Kimberly	0750	CA RENT	510.00			510.00	0.00
3203	1B	O	510.00	Johnston **, Josephin		CA RENT	480.00	PX LTOL	30.00		
						CA LTOR	30.00			480.00	0.00
3204	1B	O	510.00	Webber, Gary		CA RENT	510.00			510.00	-10.00
3205	1B	O	510.00	Troncale, Joseph		CA RENT	510.00			510.00	0.00
3206	1B	O	510.00	Maddox, Patsy		CA RENT	495.00	PX LTOL	15.00		
						CA LTOR	15.00			495.00	0.00
3207	1B	O	510.00	Carlson**, John		CA RENT	470.00	PX LTOL	40.00		
						CA LTOR	40.00			470.00	-15.00
3208	1B	O	510.00	Seard **, Smita		CA RENT	510.00			510.00	0.00
3301	1D	O	535.00	Mason, John		CA RENT	535.00			535.00	-535.00
3302	1D	O	535.00	Pissanos, Katherine		CA RENT	535.00			535.00	0.00
3303	1D FP	O	545.00	Kilgo**, Kay		CA RENT	505.00	PX LTOL	40.00		

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						----- Charges -----		----- Credits -----		Net Change	Resident
Unit	Type	Stat	Market	Name	Entity	Code	Amount	Code	Amount	In Balance	Balance
						==	====	==	====	=====	=====
						CA	LTOR			505.00	0.00
3304	1D	O	535.00	Miles, Dolan		CA	RENT			535.00	0.00
3305	1D FP	O	545.00	Chastain, Carol		CA	RENT	PX	LTOL	15.00	
						CA	LTOR			530.00	0.00
3306	1D	O	535.00	Cox, Michael		CA	RENT	PX	LTOL	15.00	
						CA	LTOR			520.00	0.00
3307	1D	O	535.00	Smith, Ryan		CA	RENT			535.00	0.00
3308	1D	O	535.00	Thompson, Christina		CA	RENT			535.00	0.00
3401	2X2XD FP	O	665.00	Causey**, Carol		CA	RENT	PX	LTOL	20.00	
						CA	LTOR			645.00	0.00
3402	2X2XD	O	655.00	Holbrook**, Sarah		CA	RENT	PX	LTOL	60.00	
						CA	LTOR			595.00	0.00
3403	2X2XD FP	O	665.00	Duquette, N.		CA	RENT	PX	LTOL	15.00	
						CA	LTOR			650.00	0.00
3404	2X2XD	O	655.00	Madison, Marc		CA	RENT			655.00	0.00
3405	2X2XD FP	O	665.00	Thurber, Emma		CA	RENT			665.00	0.00
3406	2X2XD	O	655.00	Hauser, Jared		CA	RENT	PX	GTOL	-10.00	
						CA	GTOR			665.00	0.00
3407	2X2XD FP	O	665.00	Saffold **, Staci L.		CH	MTOM	PX	LTOL	30.00	
						CA	RENT				
						CA	LTOR			655.00	0.00
3408	2X2XD	O	655.00	Negron, Ginger		CA	RENT	PX	LTOL	15.00	
						CA	LTOR			640.00	0.00
3501	1D	O	535.00	Wilson, Lisa		CA	RENT	PX	LTOL	15.00	
						CA	LTOR			520.00	0.00
3502	1D	O	535.00	Smith**, Charles F		CH	MTOM	PX	LTOL	35.00	
						CA	RENT				
						CA	LTOR			520.00	0.00
3503	1D FP	O	545.00	Perdue**, Gregory		CA	RENT			545.00	0.00
3504	1D	O	535.00	Vacarella, Angela		CH	MTOM	PX	LTOL	35.00	

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						----- Charges -----		----- Credits -----		Net Change	Resident
Unit	Type	Stat	Market	Name	Entity	Code	Amount	Code	Amount	In Balance	Balance
=====						==	=====	==	=====	=====	=====
						CA	RENT		500.00		
						CA	LTOR		35.00	520.00	0.00
3505	1D	FP	O	545.00 Darnell **, Richard L		CA	RENT		545.00	545.00	0.00
3506	1D		O	535.00 Evans **, Matthew		CA	RENT	PX	ITOL 15.00	520.00	-60.00
						CA	LTOR		15.00		
3507	1D		O	535.00 Bradford, Peggy		CA	RENT		535.00	535.00	0.00
3508	2X1		O	555.00 Simmons**, Kim Eliz		CA	RENT	PX	ITOL 35.00	520.00	0.00
						CA	LTOR		35.00		
3601	1D		O	535.00 Jako, Stacy		CA	RENT	PX	ITOL 15.00	520.00	-10.00
						CA	LTOR		15.00		
3602	1D		O	535.00 Mckinnon, Rita		CA	RENT		535.00	535.00	0.00
3603	1D	FP	O	545.00 Scott**, Howard		CJ	VEND	PX	ITOL 60.00		
						CA	RENT		485.00		
						CA	LTOR		60.00	505.00	-15.00
3604	1D		O	535.00 Fulmer, Leigh		CH	MTOM		20.00		
						CA	RENT		535.00	555.00	0.00
3605	1D	FP	O	545.00 Dunn, Micki		CA	RENT		545.00	545.00	0.00
3606	1D		V	535.00 Vacant Unit		CA	RENT	PT	VAC 535.00	0.00	0.00
3607	2X1	FP	O	565.00 Haley **, William		CA	RENT		565.00	565.00	0.00
3608	1D	FP	O	545.00 Mc Cants-Hill, Rosylan		CA	RENT		545.00	545.00	0.00
3701	1D		O	535.00 Brown, Lynn		CA	RENT		535.00	535.00	-5.00
3702	1D		O	535.00 Anderson, Betty		CA	RENT		535.00	535.00	0.00
3703	2X1	FP	O	565.00 Fisher, Iva		CA	RENT		565.00	565.00	0.00
3704	1D		O	535.00 Hooper, Stacy		CA	RENT	PX	LTOL 15.00	520.00	10.00
						CA	LTOR		15.00		
3705	1D	FP	O	545.00 Allen, Lisa		CA	RENT		545.00	545.00	0.00
3706	1D		O	535.00 Krall, Eric		CA	RENT		535.00	535.00	0.00
3707	1D		O	535.00 Penland, Heather		CA	RENT		535.00	535.00	0.00

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=====
Unit  Type  Stat Market  Name                Entity          Code    Amount    Code    Amount    Net Change    Resident
=====  =====  =====  =====  =====  =====  =====  =====  =====  =====
3708  1D      O      535.00  Kelso **, Johnny          CA  RENT      515.00  PX  LTOL      20.00          515.00      0.00
                                CA  LTOR      20.00
=====  =====  =====  =====  =====  =====  =====  =====  =====  =====
                                CA  RENT  125490.00  PX  LTOL      2485.00
                                CA  LTOR      2485.00  PT  VAC      4360.00
                                CH  MTOM      340.00  PX  GTOL      -90.00
                                CJ  VEND      290.00  PW  JTAL      74.00
                                CA  GTOR      -90.00
=====  =====  =====  =====  =====  =====  =====  =====  =====  =====
Total Market Rent: $ 127,885.00    - Gain/Loss To Lease: $ -2,395.00    Net Rent: $ 125,490.00
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EXHIBIT D

Contracts

Mid-State Pest Control	Termite Control
Terminix	Pest Control
Contractor Support Services with Satisfaction, Inc.	Landscaping
Novus Utility Services, Inc.	Wastewater Treatment Plant Operations and Maintenance
ADEM National Pollutant Discharge Elimination System Permit	Discharge Permit

Inst # 2001-11915

F:\3595\0001\bill of sale 3 3/28/01

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02:44 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
021 NB 71.00