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Shelby Cnty Judge of Probate, AL
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BEFORE THE ALABAMA DEPARTMENT OF REVENUE

In re:	§	A Proceeding Authorized
		by Section 40-22-2(2) and (8)
KEYBANK NATIONAL	§	CODE OF ALABAMA 1975
ASSOCIATION,		
	§	
Petitioner.		
	§	

MORTGAGE TAX ORDER

Comes now KEYBANK NATIONAL ASSOCIATION (the “Petitioner”), and asks the Department of Revenue to fix and determine the amount of mortgage privilege tax due pursuant to §40-22-2(2) and (8), Code of Alabama 1975, for the privilege of recording that certain Mortgage executed by Suncoast Properties of Jacksonville, Inc., a Florida corporation, that secures the Indebtedness, which along with other security documents (collectively, the “Security Documents”) covers real and personal property and fixtures located both inside and outside of the State of Alabama.

Upon consideration of the Petition and evidence offered in support thereof, the State of Alabama Department of Revenue finds as follows:

1. That the Mortgage and the other Security Documents secure a maximum principal indebtedness in the amount of \$25,000,000.00.
2. That the value of the real property, personal property related thereto and fixtures covered by the Mortgage located inside of the State of Alabama is \$3,500,000.00, and the value of all of the real property, personal property and fixtures covered by the Mortgage and the other Security Documents in all states (including the State of Alabama) is \$34,127,518.00.
3. That the percentage of the real property, related personal property and fixtures covered by the Mortgage located inside of the State of Alabama is 10.26%.
4. That the amount of the Indebtedness secured by the Mortgage and subject to the Alabama mortgage filing privilege tax is \$2,565,000.00.
5. That Alabama mortgage filing privilege tax in the amount of \$3,847.50, will be due on the Indebtedness secured by the Mortgage under § 40-22-2, Code of Alabama 1975.
6. That so long as the aggregate principal amount of Indebtedness at any one time outstanding as secured by the Mortgage does not exceed \$25,000,000.00 no additional mortgage recording tax will be due, although the Petitioner shall be required to comply with the reporting requirements of § 40-22-2(2), Code of Alabama 1975, as amended.

IT IS THEREFORE, ORDERED that the mortgage privilege tax in the amount of \$3,847.50, plus any recording fees which may be due, shall be paid to the Judge of Probate of Shelby County, Alabama, and no additional recording tax will be due and payable notwithstanding the fact that advances are made from time to time, and repaid and reborrowed, under the Indebtedness, so long as the maximum principal amount of such indebtedness secured by the Mortgage does not exceed \$25,000,000.00 at any one time and such Mortgage is not amended of record to increase the amount of the Indebtedness secured or to change the maturity date of the Indebtedness.

IT IS FURTHER ORDERED that the Petitioner abide by the reporting requirements of § 40-22-2(2)b, Code of Alabama 1975, as amended, as to any additional indebtedness incurred with respect to the Mortgage.

DONE this 24th day of January 2007.

ALABAMA DEPARTMENT OF REVENUE

By: Cynthia Underwood
Its: Assistant Commissioner of Revenue

ATTEST:

[Signature]
Secretary

[Signature]
Legal Division: Kathryn E. Jehle

sg