

THIS INSTRUMENT PREPARED BY:
Harry W. Ollinger, Jr., Esq.
Bradley Arant Boult Cummings LLP
One Federal Place
1819 Fifth Avenue North
Birmingham, Alabama 35203-2104

STATE OF ALABAMA)
 :
SHELBY COUNTY)

SCRIVENER'S AFFIDAVIT

Before me, the undersigned Notary Public, in and for said County and said State, personally appeared Chester L. Parker, Jr., the President of Park Lane Construction, Inc., an Alabama corporation, the general partner of The Shoals Apartments, an Alabama limited partnership (the "Partnership"), who being by me first duly sworn on oath as required by law, deposes and says:

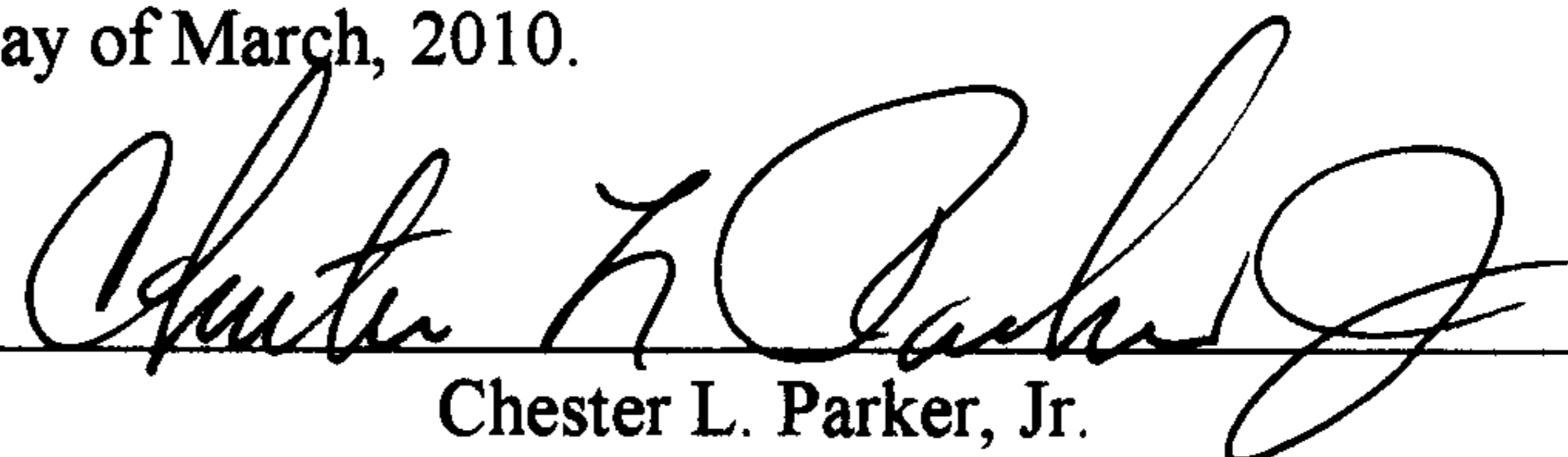
1) This Scrivener's Affidavit, dated March 3, 2010, is made by me on behalf of Park Lane Construction, Inc., an Alabama corporation (the "General Partner"), in its capacity as the sole general partner of, and on behalf of, the Partnership. I am authorized on behalf of the General Partner and the Partnership to make this affidavit.

2) The Partnership inadvertently described Park Lane-The Shoals, LLC as being a general partner of the Partnership when it filed its original Certificate of Limited Partnership on June 14, 2005 in the Office of the Judge of Probate of Shelby County, Alabama as Instrument No. 20050614000291180 ("Original Certificate"). It was not the intention of the Partnership nor the General Partner that Park Lane-The Shoals, LLC be described as a general partner of the Partnership. Instead, the Partnership and General Partner intended to file the Original Certificate that reflected Park Lane Construction, Inc. as the sole general partner of the Partnership.

3) The Partnership and General Partner agree that the Original Certificate shall not be construed to reflect Park Lane-The Shoals, LLC as a general partner of the Partnership. Instead, the Partnership and General Partner agree that the Original Certificate shall be construed to reflect that Park Lane Construction, Inc. is the sole general partner of the Partnership, and the clarification set forth in this affidavit will be deemed to related back to the time of the filing of the Original Certificate.

Further, the affiant sayeth not.

Sworn and affirmed this 3 day of March, 2010.


Chester L. Parker, Jr.

STATE OF ALABAMA

)

:

SHELBY COUNTY

)

I, the undersigned, hereby certify that Chester L. Parker, Jr., whose name is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, he executed the same voluntarily on the day the same bears date.


Given under my hand and seal of office this 4th day of March, 2010.

Dicki Johnson

Notary Public

[NOTARIAL SEAL]

My commission expires: 6-17-11


20100614000189050 2/2 \$14.00
Shelby Cnty Judge of Probate, AL
06/14/2010 03:13:15 PM FILED/CERT