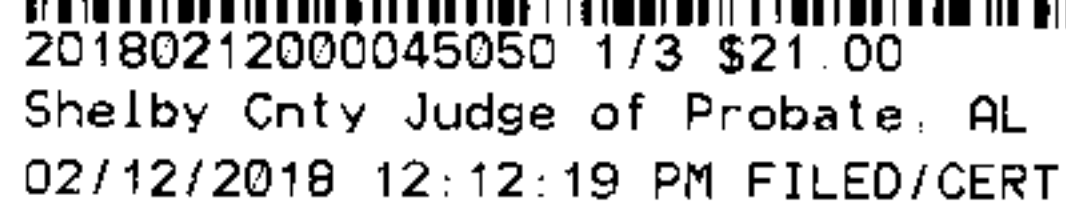


| | | |
|--------------------------|---|---|
| STATE OF ALABAMA | § | A proceeding authorized by |
| | | <u>Ala. Code</u> § 40-22-2(8)(a) (1975) |
| MONTGOMERY COUNTY | § | |

Comes now the Petitioner, Citi Real Estate Funding Inc., having an address at 388-390 Greenwich Street, 7th Floor, New York, New York 10013, and Goldman Sachs Mortgage Company, having an address at 200 West Street, New York, New York 10281, and asks the Department of Revenue to fix and determine the amount of mortgage recording tax due, pursuant to Ala. Code § 40-22-2(8) (1975), upon recordation of the following mortgage instruments executed in favor of Petitioner (the “**Mortgages**”): (a) that certain Fee and Leasehold Mortgage, Assignment of Leases and Rents, Security Agreement and Fixture Filing in favor of Petitioner, which is to be recorded in Jefferson County, Alabama; (b) that certain Fee and Leasehold Mortgage, Assignment of Leases and Rents, Security Agreement and Fixture Filing in favor of the Petitioner, which is to be recorded in Baldwin County, Alabama; (c) that certain Fee and Leasehold Mortgage, Assignment of Leases and Rents, Security Agreement and Fixture Filing in favor of the Petitioner, which is to be recorded in Mobile County, Alabama; (d) that certain Fee and Leasehold Mortgage, Assignment of Leases and Rents, Security Agreement and Fixture Filing in favor of the Petitioner, which is to be recorded in Montgomery County, Alabama; (e) that certain Fee and Leasehold Mortgage, Assignment of Leases and Rents, Security Agreement and Fixture Filing in favor of the Petitioner, which is to be recorded in Shelby County, Alabama; and (f) that certain Fee and Leasehold Mortgage, Assignment of Leases and Rents, Security Agreement and Fixture Filing in favor of the Petitioner, which is to be recorded in Tuscaloosa



County, Alabama.

The Mortgages encompass property located within and without the State of Alabama and encompass property in more than one county in Alabama.

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

1. That the total amount of indebtedness owed to the Petitioner and secured by the Mortgages, is \$405,000,000.

2. That the total value of all property covered by the Mortgages, both within and without the State of Alabama, is \$755,614,000.

3. That the total value of all property located within the State of Alabama, and covered by the Mortgages, is \$38,000,000.

4. That the amount of indebtedness which is allocable to the properties located in Alabama, and upon which mortgage recording tax is due upon recordation of the Mortgages is \$20,371,500.

5. That the amount of mortgage recording tax to be paid, at the rate of \$.15 for each \$100.00, or fraction thereof, of indebtedness, which is attributable to the property located within the State of Alabama, is \$30,557.25.

6. That the Mortgages are to be recorded in Jefferson, Baldwin, Mobile, Montgomery, Shelby and Tuscaloosa Counties, State of Alabama.


7. That the relative property values of the properties lying within the State of Alabama are as follows:

| <u>COUNTY</u> | <u>VALUE</u> | <u>PERCENTAGE</u> |
|------------------|--------------|-------------------|
| Jefferson County | \$6,500,000 | 17.11% |

| | | |
|-------------------|---------------------|-------------|
| Baldwin County | \$6,800,000 | 17.89% |
| Mobile County | \$6,800,000 | 17.89% |
| Montgomery County | \$4,700,000 | 12.37% |
| Shelby County | \$7,000,000 | 18.42% |
| Tuscaloosa County | \$6,200,000 | 16.32% |
| TOTAL | \$38,000,000 | 100% |

IT IS ORDERED, THEREFORE, that the Probate Judge in the county wherein the first Mortgage will be recorded, shall collect mortgage recording tax in the amount of \$30,557.25, and, pursuant to Ala. Code § 40-22-2(7) (1975), after deducting the Probate Judge's 5% commission, shall make distribution of such tax to the State of Alabama and to the counties named herein, in the percentages as set out in Paragraph 7. The Probate Judge of the county wherein the first Mortgage will be recorded also is entitled to collect any applicable recording fees. Upon payment of the mortgage recording tax and upon the filing of the first Mortgage, the remainder of the Mortgages shall be acceptable for recordation in the other counties, pursuant to Ala. Code § 40-22-2(5) (1975), without the payment of any further mortgage recording tax. The Probate Judges of these counties are entitled to collect applicable recording fees, however.


DONE this 25th day of January, 2018.

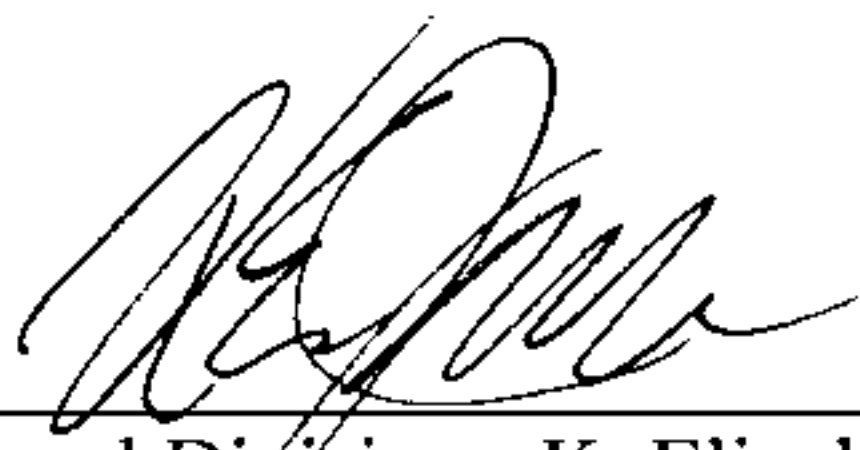

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Shelby Cnty Judge of Probate, AL
02/12/2018 12:12:19 PM FILED/CERT

ALABAMA DEPARTMENT OF REVENUE

By: Joe Harrell Jr
Deputy Commissioner of Revenue

ATTEST:


As Secretary


Legal Division: K. Elizabeth Jehle