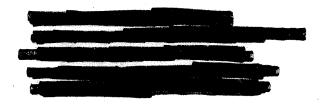


Bepartment of Revenue State of Georgia 410 Trinity-Washington Building Atlanta, Georgia 30334 (404) 656-4015

T. Jerry Jackson Commissioner

June 15, 1998



RE:

Commissioner's Determination pursuant to O.C.G.A. § 48-6-71 regarding loans to a Wisconsin corporation, borrower and grantor, and and Security Trustees and agents for various lenders

Dear :

In reply to your request pursuant to O.C.G.A. § 48-6-71 with respect to the application of the Georgia intangible recording tax imposed by O.C.G.A. § 48-6-61, it is my determination, based on the information presented in your letter dated June 11, 1998, along with the accompanying documents, that:

The Georgia intangible recording tax will not be due upon the issuance of an additional series of notes evidencing additional secured indebtedness incurred by the security promulgated and in effect, the security instrument is exempt as the thereto.

Pentual

Jerry Jackson