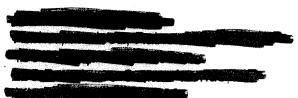


Bepartment of Revenue
State of Georgia
410 Crinity-Washington Building
Atlanta, Georgia 30334

(404) 656-4015

January 10, 2001

T. Jerry Jackson Commissioner



RE: Commissioner's Determination pursuant to O.C.G.A. 48-6-71 regarding Second Modification And Extension Agreement, Dated as of March 31, 1999 by Borrower and and among Lender. Request for Refund of Georgia Intangible Tax Paid in the Amount of to Clerk of Superior Court, Dearl 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 of December 8, 2000 and accompanying documents, that: The Georgia intangible recording tax was not due upon the filing for record of the Second Modification and Extension Agreement, dated as of March 31, 1999. among 1 Lender. The intangible recording tax paid under protest to the clerk of may be refunded. Pursuant to Department of superior court, Revenue Rule 560-11-8-.03 (4) (b), a short-term note remains classified as short-term according to its terms, as long as it remains outstanding, although indulgence of the creditor allows it to extend beyond a three year period.

TJJ/JWM/jt

Jerry!

ackson