



Department of Revenue

State of Georgia

410 Trinity-Washington Building

Atlanta, Georgia 30334

(404) 656-4015

October 27, 2000

T. Jerry Jackson  
Commissioner

[REDACTED]

RE: Request For Commissioner's Determination as to Applicability of Real Estate Transfer Tax Upon Recording Deeds of Merger

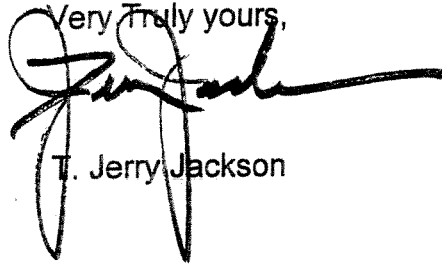
Dear [REDACTED]

This responds to your letters of December 6, 1999 and August 31, 2000, wherein you requested a determination as to whether Deeds of Merger representing 22 parcels of property in Georgia can be recorded without payment of the Georgia real estate transfer tax. The property is owned by [REDACTED], a [REDACTED] corporation (the "[REDACTED]"). The [REDACTED] is the successor-by-merger to [REDACTED], a [REDACTED] business trust (the "[REDACTED]"). The [REDACTED] was successor-in-trust to [REDACTED], a [REDACTED] business trust (the "[REDACTED]") with respect to certain assets and liabilities of the [REDACTED]. The [REDACTED] wishes to record the Deeds in order to show on the deed records that it is the owner of the properties as successor-by-merger to the [REDACTED] the successor-in-interest to the [REDACTED]. You have stated that no consideration is being paid for the deeds.

Pursuant to O.C.G.A. 48-6-1 real estate transfer tax is due and payable on each deed, instrument, or other writing by which any lands, tenements, or other realty sold is granted, assigned, transferred, or otherwise conveyed to or vested in the purchaser or purchasers when the consideration or value of the interest or property conveyed (exclusive of the value of any lien or encumbrance existing prior to the transfer and not removed by the transfer) exceeds \$ 100.00. Notwithstanding the provisions of O.C.G.A. 48-6-1, true mergers of corporations are exempt from the Georgia real estate transfer tax.

It is my determination based on the information presented in your letter dated December 6, 1999 and accompanying documents that the Deeds of Merger may be recorded in the counties where the properties are located without payment of the real estate transfer tax.

Very Truly yours,

A handwritten signature in black ink, appearing to read "T. Jerry Jackson", written in a cursive style with a long horizontal flourish extending to the right.

T. Jerry Jackson

TJJ/jwm