

REAL PROPERTY APPRAISAL

SUMMARY REPORT

OF

TAX PARCEL 15N12 136D
1.136 AC PARKWAY 575
LL 1162 & 1163, 15TH DIST., 2ND SEC.,
WOODSTOCK, CHEROKEE COUNTY, GA
(10-005608-01)

AS OF

SEPTEMBER 7, 2010

PREPARED FOR

SYNOVUS FINANCIAL CORP.
8025 WESTSIDE PARKWAY
ALPHARETTA, GA 30004

PREPARED BY

ELIZABETH A. WALLS
ADVANCED PROPERTY APPRAISAL, INC.

APA #05463.04

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September 10, 2010

Mr. Craig Benton, MAI
Synovus Financial Corp.
8025 Westside Parkway
Alpharetta, GA 30004

RE: Appraisal of a 1.136-acre commercial land tract identified as Tax Parcel No. 15N12 136D and accessed from Parkway 575 in Land Lots 1162 and 1163 of the 15th District, 2nd Section, Woodstock, Cherokee County, Georgia

Dear Mr. Benton:

At your request, the As Is Market Value of the 1.136-acre tract of land has been estimated. The value estimate is subject to any easements and the "Limiting Conditions and Assumptions" contained herein. The ownership interest appraised is fee simple estate. The appraisal is to be used for loan underwriting purposes and/or credit decisions by Synovus Financial Corporation and/or affiliates. The effective date of appraisal is September 7, 2010, the date of inspection.

This appraisal is intended to comply with the requirements of the Uniform Standards of Professional Appraisal Practice (USPAP) as promulgated by the Appraisal Standards Board of the Appraisal Foundation, Title XI of the Federal Institutions Reform, Recovery, and Enforcement Act of 1989 (FIRREA), and the Office of Comptroller of the Currency (OCC) Rules and Regulations, 12 CFR Part 323. The appraisal has been transmitted in a summary report format in accordance with the reporting requirements set forth in USPAP Standards Rule 2-2(b).

The employment of the appraiser was not contingent upon the appraiser producing a specified value or a value within a given range. Future employment prospects are not dependent upon the appraiser producing a specified value. Employment of the appraiser and payment of the fee is not based on whether a loan application is approved or disapproved. The appraiser has performed appraisal services on this property within the past three years.

Advanced Property Appraisal, Inc.

Mr. Craig Benton, MAI
Synovus Financial Corp.
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It is my opinion that the As Is Market Value of the 1.136-acre land tract identified as Tax Parcel No. 15N12 136D (fee simple estate), subject to any easements and the "Limiting Conditions and Assumptions" contained herein, as of September 7, 2010, is:

TWO HUNDRED THOUSAND DOLLARS

(\$200,000)

A marketing time of 12 months is projected for the subject property, assuming aggressive marketing by a competent broker.

Submitted herewith is the appraisal report containing the pertinent facts and data gathered in my investigation. This document, in its entirety, including all assumptions and limiting conditions, is an integral part of, and is inseparable from this letter. An "Executive Summary of Facts and Conclusions" is included for your review. The Synovus Financial Corp. engagement letter is included in the Addenda.

It has been a pleasure to serve you in this matter.

Sincerely,

ADVANCED PROPERTY APPRAISAL, INC.



Elizabeth A. Walls

EXECUTIVE SUMMARY OF FACTS AND CONCLUSIONS

Property: A vacant tract of commercial land

Location: Tax Parcel No. 15N12 136D; East side of I-575, approximately 1,512.45 feet northeast of Highway 92, and 343.74 feet west of Parkway 575 (easement access), in Land Lots 1162 and 1163 of the 15th District, 2nd Section, Woodstock, Cherokee County, Georgia

Tract Size: Approximately 1.136 Acres, or 49,484 Square Feet

Improvements: None.

Purpose of Appraisal: To estimate the As Is Market Value of the site (fee simple estate).

Flood Map Reference: Zone AE (100-year flood plain) per Community Panel 13057C0330D, effective September 29, 2006; Noonday Creek traverses this area; flood plain was mitigated at the time of development (1990's) and adjacent lots are developed.

Zoning: GC, General Commercial, by City of Woodstock (appears to conform)

Exposure/Marketing Time: 12 to 18 months

Highest and Best Use: Office development

Effective Date of Appraisal: September 7, 2010

Date of Inspection: September 7, 2010

As Is Market Value of
1.136-Acre Tract: \$200,000

LIMITING CONDITIONS AND ASSUMPTIONS

The analysis and the attached report are made subject to the following conditions and assumptions:

1. Any legal description or plats reported herein are assumed to be accurate. Any sketches, plats, or drawings included herein are included to assist the reader in visualizing the property. We have made no survey of the property and assume no responsibility in connection with such matters.
2. No responsibility is assumed for matters legal in nature. Title is assumed to be good and marketable and in fee simple unless discussed otherwise in the report. The property is considered to be free and clear of existing liens, assessments, and encumbrances, except as noted.
3. It is assumed that all water and sewer facilities (existing and proposed) are or will be in good working order and are or will be of sufficient size to adequately serve any proposed improvements.
4. The physical condition of the improvements described herein is based on visual inspection. No liability is assumed for the soundness of structural members since no engineering tests were conducted. No liability is assumed for the condition of mechanical equipment, plumbing, or electrical components, as complete tests were not made.
5. It is assumed that any proposed or incomplete improvements included in this report will be satisfactorily completed within a reasonable length of time, according to plans and specifications submitted, and in a workmanlike manner.
6. Unless otherwise noted herein, it is assumed that there are no encroachments or violations of any zoning or other regulations affecting the subject property and that the utilization of the land and improvements is within the boundaries or property lines of the property described.
7. The property is assumed to be under financially sound, competent and aggressive ownership and management.
8. The value estimates reported herein apply to the entire property and any pro-ratio or division of the total into fractional interests will invalidate the value estimate, unless such proration or division of interests is set forth in the report.
9. Any projections of income and expenses, including the reversion at time of resale, are not predictions of the future. Rather, these represent the best estimate of current market thinking of what future trends will be. No warranty or representation is made that these projections will materialize. The real estate market is constantly fluctuating and changing. It is not the task of an appraiser to estimate the conditions of a future real estate market, but rather to reflect what the investment community envisions for the future in terms of expectations of growth in rental rates, expenses and supply and demand.
10. Unless subsoil opinions based upon engineering core borings were furnished, it is assumed there are no subsoil defects present that would impair development of the land to its maximum permitted use, or would render it more or less valuable.
11. In any assignment involving improvements, the existence of potentially hazardous material used in the construction or maintenance of buildings, such as the presence of formaldehyde foam insulation, the existence of toxic waste, and/or the existence of asbestos insulation which may be present on the property, has not been considered, unless otherwise noted. Appraisers are not qualified to detect such substances. The client is urged to retain an expert in this field.

LIMITING CONDITIONS AND ASSUMPTIONS (Cont.)

12. The appraiser has made no soil tests, nor tests of underground water for possible contamination. The appraiser is not qualified to detect such substances, and therefore, the extent of hazardous waste remaining on the property, if any, is not known. In the absence of specific information to the contrary, the appraiser has estimated the value of the property as if "clean" and uncontaminated. The value estimate does not take into account any negative or positive factors caused by existing or forthcoming EPA or other regulations.
13. Any division of the land and improvement values estimated herein is applicable only under the program of utilization shown. These separate valuations are invalidated by any other application.
14. We are not required to give further consultation, testimony or be in attendance in court by reason of this analysis or report, with reference to the property in question, unless arrangements have been made previously.
15. The appraisal is based on the premise that there is full compliance with all applicable federal, state, and local environmental regulations and laws unless otherwise stated in the report; further that all applicable zoning, building, and use regulations and restrictions of all types have been complied with unless otherwise stated in the report; further, it is assumed that all required licenses, consents, permits, or other legislative or administrative authority, local, state, federal and/or private entity or organization have been or can be obtained or renewed for any use considered in the value estimate.
16. Neither all nor any part of the contents of this report shall be conveyed to the public through advertising, public relations, news, sales, or other media, without the prior written consent and approval of the author; this limitation pertains to any valuation conclusions, the identity of the analyst or the firm, and any reference to the Appraisal Institute, or to the designations thereof.
17. Although the appraiser has made, insofar as is practical, every effort to verify as factual and true all data set forth in this report, no responsibility is assumed for the accuracy of any information furnished the appraiser either by the client or others. If for any reason, future investigations should prove any data to be in substantial variance with that presented in this report, the appraiser reserves the right to alter or change any or all conclusions and/or estimates of value.
18. This report is null and void if used in any connection with a real estate syndication, defined as a general or limited partnership, joint venture, unincorporated association or similar organization formed for or engaged in investment or gain from an interest in real property, including but not limited to a sale, exchange, trade, development, or lease of property on behalf of others, or which is required to be registered with the U. S. Securities and Exchange Commission or any Federal or State Agency which regulates investments made as a public offering.
19. The Americans with Disabilities Act (ADA) became effective January 26, 1990. We have not made a specific compliance survey of this property to determine if it conforms to the requirements of the ADA. A compliance survey of the property could possibly reveal that the property is not in compliance with one or more of the requirements of the Act. Noncompliance could have a negative effect upon the value of the property. Since we have no direct evidence relating to this issue, we did not consider possible noncompliance with the requirements of ADA in estimating the value of the property.
20. **ACCEPTANCE OF, AND/OR USE OF, THIS APPRAISAL REPORT CONSTITUTES ACCEPTANCE OF THE ABOVE CONDITIONS.**

CERTIFICATION

I certify that, to the best of my knowledge and belief:

- The statements of fact contained in this report are true and correct.
- The reported analysis, opinions, and conclusions are limited only by the reported assumptions and limiting conditions, and are my personal, impartial, and unbiased professional analyses, opinions, and conclusions.
- I have no present or prospective interest in the property that the subject of this report, and no personal interest with respect to the parties involved.
- I have no bias with respect to the property that is the subject of this report to or the parties involved with this assignment.
- My engagement in this assignment was not contingent upon developing or reporting predetermined results.
- My compensation for completing this assignment is not contingent upon the development or reporting of a predetermined value or direction in value that favors that cause of the client, the amount of the value opinion, the attainment of a stipulated result, or the occurrence of a subsequent event directly related to the intended use of this appraisal.
- The reported analyses, opinions, and conclusions were developed, and this report has been prepared, in conformity with the Code of Professional Ethics & Standards of Professional Appraisal Practice of the Appraisal Institute, which includes the *Uniform Standards of Professional Appraisal Practice*.
- The use of this report is subject to the requirements of the Appraisal Institute relating to review by its duly authorized representatives.
- I have made a personal inspection of the property that is the subject of this report.
- No one has provided significant real property appraisal assistance to the person signing this certification.



Elizabeth A. Walls
CG1882

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ADDENDA

BANK ENGAGEMENT LETTER
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STATE CERTIFICATION
LEGAL DESCRIPTION
EASEMENT CONVEYANCE (ACCESS, PARKING & UTILITIES)
FLOOD HAZARD MAP

IDENTIFICATION OF PROPERTY

The subject of this appraisal is a 1.136-acre commercial site identified as Tax Parcel No. 15N12 136D located west of Parkway 575 in Land Lots 1162 and 1163 of the 15th District, 2nd Section, Woodstock, Cherokee County, Georgia. The property is accessed via easements from Parkway 575 through Woodstock Professional Office Park.

The legal description for the property is included in the Addenda. Easements conveying access to Parkway 575 (and parking/utility rights) across the adjoining office park were conveyed in December 1999. An excerpt from the easement agreement (Deed Book 3950, Page 95 of Cherokee County records) outlining this conveyance is included in the Addenda. A parcel map and subject photographs are included as part of the "Property Analysis" section. The property is further identified on location maps presented in appropriate sections of this report.

TYPE AND DEFINITION OF VALUE

An opinion has been rendered of the As Is Market Value of the 1.136-acre tract. The value estimate is subject to any easements and the "Limiting Conditions and Assumptions" contained herein. The ownership interest appraised is fee simple estate. The effective date of appraisal is September 7, 2010, the date of inspection.

This analysis is a Summary appraisal report and is intended to comply with the reporting requirements set forth under Standards Rule 2-2(b) of the Standards of Professional Practice and the Code of Professional Ethics & Standards of Professional Appraisal Practice of the Appraisal Institute. The definitions of value pertinent to the appraisal follow.

"Market Value" is defined as "the most probable price which a property should bring in a competitive and open market under all conditions requisite to a fair sale, the buyer and seller, each acting prudently, knowledgeably, and assuming the price is not affected by undue stimulus. Implicit in this definition is the consummation of a sale as of a specified date and the passing of title from seller to buyer under conditions whereby:

- Buyer and seller are typically motivated;
- Both parties are well informed or well advised, and acting in what they consider their best interests;
- A reasonable time is allowed for exposure in the open market;
- Payment is made in terms of cash in U.S. dollars or in terms of financial arrangements comparable thereto; and
- The price represents the normal consideration for the property sold unaffected by special or creative financing or sales concessions granted by anyone associated with the sale."

Source: Office of the Comptroller of the Currency, 12CFR, part 34

“As Is” Market Value is defined by the FDIC as “the estimate of the market value of real property in its current physical condition, use, and zoning as of the appraisal date.”

No responsibility is assumed for matters legal in nature. Title is assumed to be good and marketable and in fee simple unless discussed otherwise in the report. Except as noted in this report, the property is appraised as free and clear of existing liens, assessments, and encumbrances.

INTENDED USE/USER OF THIS REPORT

This report has been prepared exclusively for Synovus Financial Corp. and its affiliates. The appraisal is intended for loan underwriting purposes and/or credit decisions.

SCOPE OF WORK

The scope of this assignment includes: preliminary analysis of the appraisal problem; an inspection of the subject property and its neighborhood; research of public information; and an analysis of the highest and best use of the property. Once the highest and best use of the property is determined, the appropriate method of valuation can be employed.

The valuation process is employed to develop a supportable estimate of the value of the property appraised. It involves analyses of the property by using specific appraisal procedures that typically reflect the application of one or more of the primary methods for analyzing real property data--the sales comparison (market), income capitalization (income), and cost analyses (cost); or in some cases, the development approach, a combination of the three primary methods. One or more of these approaches is used in all estimations of value, depending on the type of property, the function of the appraisal, and the quality and quantity of data available for analysis.

The cost approach is based on the premise that the value of a property can be indicated by estimating the current cost to construct a reproduction or replacement, less the amount of depreciation evident in the improvements, to which is added the value of the underlying land, as well as entrepreneurial profit. This approach to value is particularly useful when applied to new or nearly new improvements where there is little measurable depreciation; and as a test of the feasibility of constructing proposed improvements. Current costs for constructing improvements are derived from cost estimators, cost estimating publications, builders, and contractors. Depreciation is measured by physical observation and market research. Land value is estimated separately utilizing a sales comparison analysis.

The income capitalization (income) approach is utilized to measure the present value of the future benefits of property ownership (cash flow and reversion). The indication of value by this approach results from analyses of historical operating data for the subject (when available) and for similar comparable properties. From analysis of this data, income and expense estimates are established for the subject property, and the resulting net operating income is converted into a present value estimate by the process of capitalization. The rates or factors used for capitalization are derived by the investigation of acceptable rates of return reflected by recent transfers of comparable properties.

The sales comparison approach has been used to value the land tract. The cost and income approaches are typically not used in the valuation of vacant land.

The market has been researched to obtain all possible data. This research includes contact with other appraisers, brokers, developers, lenders, title companies, national cost services, online data services such as CoStar and Loopnet, and a thorough study of government records, particularly in the offices of the Assessor and Clerk of Court. Sales data has been verified with parties directly involved with the transactions where possible, as well as verification of all other data by the best means available. Information considered most applicable to the particular appraisal assignment is utilized.

HYPOTHETICAL CONDITIONS/EXTRAORDINARY ASSUMPTIONS

These terms are defined as follows.

Hypothetical Condition: that which is contrary to what exists but is supposed for the purpose of analysis.

Extraordinary Assumption: an assumption, directly related to a specific assignment, which, if found to be false, could alter the appraiser's opinions or conclusions.

Source: USPAP 2006 Edition; the Appraisal Institute

The appraisal is not based on any hypothetical conditions or extraordinary assumptions.

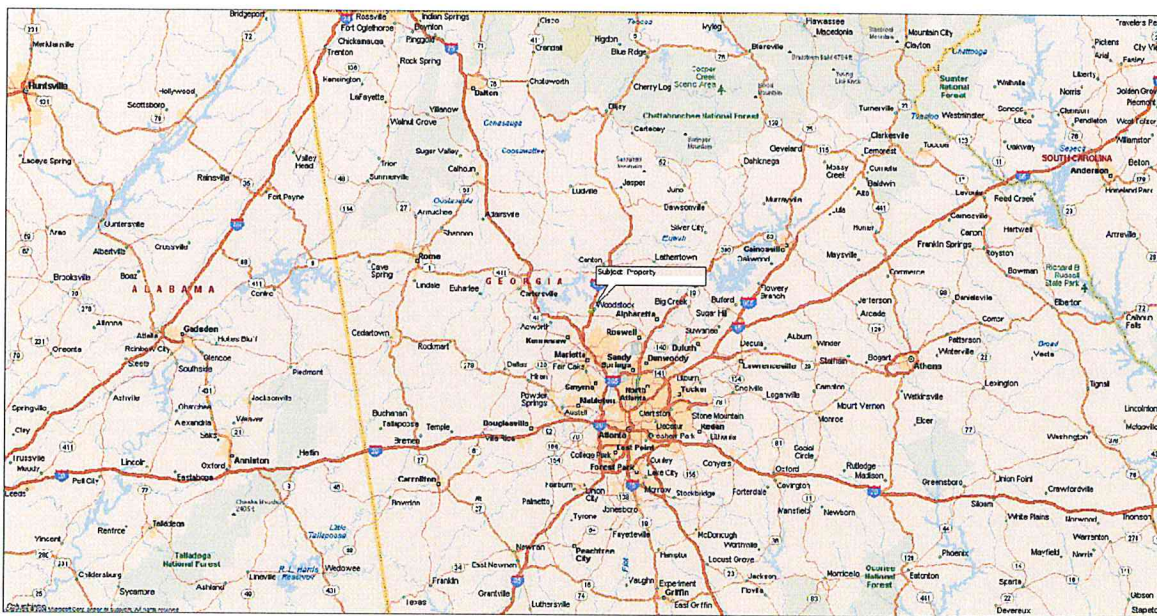
HISTORY OF OWNERSHIP

NOMS, LLP presently holds ownership of the subject property. The property has been in this ownership since 1999. The subject is listed for sale for \$200,000 by Atlanta Communities Real Estate (Don Zahnle). It has been exposed to the market for approximately 18 months. There is not any signage on the property. To the best of the appraiser's knowledge, there is not an option to purchase the property nor is a contract to sale pending.

AREA DATA

Regional Data

The subject is located in Cherokee County, which is part of the 20-county MSA (Metropolitan Statistical Area). The county is approximately 22 radial miles northwest of the Atlanta Central Business District and is located north of Cobb and Fulton Counties, west of Forsyth County, and east of Bartow County.



The four major forces impacting the economy and growth of the area are summarized in the following paragraphs.

Environmental Trends The region enjoys a temperate climate that is conducive for business activity levels in these areas persistently exceed the national air quality standards. This classification precludes federal funding of necessary infrastructure, which can seriously limit future growth in the MSA. This nonattainment status has prevented construction of the “outer loop,” a roadway planned to alleviate traffic congestion on I-285, Atlanta’s perimeter highway. Cherokee County is designated one of the 13 nonattainment counties.

Social and Demographic Trends Metropolitan Atlanta is firmly established as the financial, economic, and transportation center of the southeastern United States. Over the past 30 years, the Atlanta MSA has expanded from 15 to 20 counties. The Atlanta MSA experienced rapid growth during the 1990’s, growing at rate of nearly 39% to 4.1 million persons in 2000. Fulton, DeKalb, Cobb, Gwinnett Counties represent the most densely populated counties in the MSA. Additional demographics for the Atlanta MSA are shown.

Demographic Trends Atlanta MSA					
	2000 Census	2010 Estimate	% Change	2015 Projection	% Change
Population	4,247,981	5,611,180	32.1%	6,180,206	10.1%
Households	1,554,154	2,025,678	30.3%	2,229,635	10.1%
Median Age	33	34.7		34.8	
Avg. Household Income	\$66,876	\$85,998	28.6%	\$98,557	14.6%
Median Household Income	\$51,657	\$68,106	31.8%	\$78,229	14.9%
Per Capita Income	\$24,785	\$31,282	26.2%	\$35,800	14.4%

Source: STDBonline; ESRI.com
Table created by Advanced Property Appraisal, Inc.

The population of Cherokee County increased by 57% between 1990 and 2000, or at an annual rate of 4.63%. Due to the economic downturn, rising job losses, and rate of foreclosures, ESRI is anticipating that the population growth for Cherokees County, along with most of the United States, will occur at a slower rate over the next five years (14.2%).

Cherokee had a 2010 per capita income (estimated) of \$34,066, compared with the \$24,871 reported in 2000. The 2010 census data reflected a total of 80,126 housing units in Cherokee County, roughly 83% of which were owner-occupied units.

Canton, the county seat of Cherokee County, had a 2000 population of 7,709 persons, an increase of 60% from that reported at 1990 (4,817 persons). A 2010 population of 19,718 is estimated for the city. By 2015, the population of the city is projected to increase by 18%, to 23,294 persons.

Economic Trends Atlanta's strong economic growth began in the early 1980's immediately following the devastating recession in 1982. This growth was attributed to the migration of industry to Atlanta, expansion of Hartsfield-Jackson Atlanta International Airport; industrial restructuring, creating an abundance of new service and professional businesses, and the construction boom that resulted to meet the demand for housing, and retail and office/warehouse space. The downturn in the economy and housing market has impacted the state and local areas. The most recent economic downturn has been the largest with repercussions not seen since the Great Depression. Nationwide, over the past year, one in every 25 jobs was lost while one in every 42 homes was threatened with foreclosure. Those not directly impacted have experienced no income growth or cutbacks, loss in home values, and higher credit costs. State and federal governments have implemented the greatest stimulus packages seen since the Great Depression.

Some improvements have been seen. The pace of foreclosures has slowed. Unemployment rates have stabilized. Many believe the recession is over and the housing market has bottomed out. However, with consumer confidence and spending at an all-time low, recovery will be a long, drawn-out process.

An overview of the labor force and unemployment rates for Cherokee County, the Atlanta MSA, Georgia and the United States, is summarized in the following table.

		Civilian Labor Force	Total Employment	Total Unemployment	Unemployment Rate
Cherokee County	July 2010	107,337	97,861	9,476	8.8%
Cherokee County	Annual 2008	111,460	105,574	5,886	5.3%
Atlanta MSA	July 1010	2,658,479	2,387,361	271,118	10.2%
Atlanta MSA	Annual 2008	2,746,408	2,577,453	168,955	6.2%
Georgia	July 2010	4,698,669	4,218,183	480,486	10.2%
Georgia	Annual 2008	4,847,650	4,545,675	301,975	6.2%
USA	July 2010	154,678,000	139,919,000	14,759,000	9.5%
USA	Annual 2008	154,287,000	145,362,000	8,924,000	5.8%

Cherokee County has maintained a lower unemployment rate than the metro area and the state through the economic downturn, which is attributed to a diverse workforce.

According to the U.S. Census Bureau, the 2002 economic profile for Cherokee County indicated that retail trade represents the majority of employment in the county. A breakdown of the industry categories (based on NAICS code) and number of establishments/employees follow.

Industry Type	Establishments	Employees
Retail Trade	457	6,859
Wholesale Trade	240	1,588
Professional & Technical Svcs	492	1,602
Other Services	263	1,021
Health Care & Social Assistance	251	2,677
Accommodations & Food Services	222	3,837
Manufacturing	167	3,936
Real Estate, Rental, & Leasing	185	534
Admin, Support, & Waste Mgmt	242	1,789
Educational Services	27	180
Arts, Entertainment & Recreation	47	654

Cherokee County includes two major industrial/business parks: I-575/Airport Industrial Park (122 acres) and Canton-Cherokee Business and Industrial Park (120 acres). Cherokee County is home to numerous national and international employers, such as Torrington Company (a division of Ingersoll Rand), Evenflo Products Company, Premac, American Autoclav, Helmac, Universal Alloy Corporation, Siemens Energy and Automation, and Herman Miller, Incorporated. Manufacturing represents 16% of the employment base in the county, while wholesale and retail trade represent 34% of the employment base.

Government: Cherokee County operates under the commission-county manager form of government. This system combines the policy leadership of elected officials with the administrative abilities of a county manager. The county and all municipalities have zoning ordinances with land-use plans in place to organize growth. Economic development is the focus of the county with a very active Chamber of Commerce and Development Authority.

Conclusions: Atlanta is recognized as the financial, economic, and transportation center of the southeastern United States. It has excellent transportation systems, a temperate climate, topography suitable for building purposes, and good cultural and recreational facilities. Atlanta compares favorably with other regional centers and overall has a good reputation. While prospects for future growth are good, the downturn in the economy is stalling short-term growth. The oversupply of subdivision lots has curtailed residential development. Restricted lending practices have limited new construction in both residential and commercial sectors. A lengthy recovery is anticipated due to the depth of the economic recession and oversupplied market conditions.

Neighborhood Data

The subject property is located in the Parkway 575 corridor, north of Highway 92, within the incorporated boundaries of the city of Woodstock. The neighborhood is generally described as the Highway 92 corridor lying east of I-575 and west of Main Street (Old Highway 5).



Woodstock is Cherokee County's fastest growing community with a 2010 estimated population of 17,332 persons (a 72% increase from the 2000 census). It is the second largest city in the county. Downtown Woodstock, located northwest of the subject, has undergone significant revitalization in conjunction with a major development mixed-use project by Hedgewood Properties. This project has stalled with the downturn in the economy and housing market. The developer filed bankruptcy in 2008, following foreclosure of the downtown Woodstock project.

State Route 92, also known as Old Alabama Road, serves as the major traffic artery in the subject neighborhood. It extends in a general east-west direction through Cherokee County between Cobb and Fulton Counties. The heavily traveled arterial is a divided highway serving four lanes of traffic with a raised center median. There are median breaks, turn lanes, and traffic signals at selected intersections. In the defined subject neighborhood, Highway 92 is a densely developed commercial corridor. The one-mile strip includes retail centers, banks, fast food restaurants, convenience stores, auto service facilities, and office parks. The area is 95% built-up.

Parkway 575, the location of the subject, was constructed in the 1990's by Orlando Wilson. The corridor is built upon reclaimed floodplain from Noonday Creek and includes retail uses along Highway 92, and office/business parks north of the highway. Woodstock Professional Office Park, the location of the subject, includes seven one- and two-story brick "Williamsburg"-style office buildings. Other development in this corridor includes a Bank of North Georgia office, a post office, three extended stay motels, a vacant medical office property, and a former Home Depot nursery facility. Camping Times RV Center is located at the northern terminus of Parkway 575.

I-575, the primary north-south arterial through Cherokee County, parallels the west side of the neighborhood. Highway 92 has a full-diamond interchange with this limited access highway (Exit 7). Main Street, also known as Old Highway 5, extends southward to Marietta in Cobb County and through downtown Woodstock northward to Canton.

Woodstock has a large and established residential base. According to the *2010 AJC Home Sales Report*, published on ajc.com, a 2009 median sales price of \$178,000 was reported for homes in the subject zip code 30188 (Cherokee County). The sale price for new homes in 2009 was higher, at a reported median price of \$232,062. Home prices have declined over the past year. New homes reflect price decreases of 1.23%, while the median home price dropped nearly 8.5% from 2008 levels in this zip code. Like most areas, Woodstock and Cherokee County have been impacted by the downturn in the economy and the oversupplied housing market.

CoStar also reports increasing vacancy rates in the Cherokee County office and retail submarkets. Mid-year 2010 vacancies of 18% and 12%, respectively, were reported for these property types. The rising vacancies are attributed to a slow recovery from the recessionary economy, slower retail spending, and the depressed residential market.

In conclusion, the subject is located in Woodstock and southeast Cherokee County, an area that has experienced dramatic growth over the past decade. Highway 92 is a high-growth corridor that serves heavy levels of commuter traffic. Overbuilding, coupled with a downturn in the economy, has shut down the residential market. Minimal new residential growth is anticipated until existing inventories are absorbed. The downturn in the economy and residential market is now impacting the office and retail sectors of the market, where climbing vacancies and lower effective rents are evident. The recessionary economy, combined with increased unemployment in the county, will slow spending and new growth. A slow recovery is projected for the county, including the subject neighborhood. However, this area will remain a desirable location for business operations due to the large office and retail presence and its convenient accessibility.

Local Office Market Analysis

The subject property is located in the Cherokee County office submarket as defined by the CoStar Group. According to CoStar, this submarket included more than 3.1 million square feet of office space contained in 398 buildings. A mid-year 2010 vacancy of 18%, or 558,979 square feet, was reported. The vacancy rate for the submarket is higher than the total reported for metropolitan Atlanta at mid-year 2010 (17.3%).

There has been a decline in the number of commercial transactions and overall sales volume in metropolitan Atlanta over the past three years, which is attributed to the economic recession, the volatility in the stock market, and a general tightening in commercial credit lending. This is also apparent in the land segment of the market as fewer commercial projects have been undertaken.

To track sales trends in the subject submarket, a query was made using the CoStar Group data base. The search parameters included commercial land parcels in Cherokee County that sold subsequent to January 2006. The results of the trend report by CoStar are shown with the trends summarized as follows.

Trend Report

	06	07	08	09
	Sold Transaction	Sold Transaction	Sold Transaction	Sold Transaction
Number of Transactions	64	29	21	14
Total Dollar Volume	\$112,749,261	\$48,135,294	\$26,804,726	\$14,132,021
Total Bldg Square Feet	0	0	0	0
Total Land in Acres	1,548.56	165.18	328.96	71.14
Average Price	\$1,761,707	\$1,659,838	\$1,371,654	\$1,009,430
Average Number of SF	0	0	0	0
Average Price Per Bldg SF	-	-	-	-
Median Price Per SF	-	-	-	-
Average Number of Acres	24.20	5.70	15.66	5.08
Average Price Per Unit	-	-	-	-
Median Price Per Unit	-	-	-	-
Average Number of Units	-	-	-	-
Average Price Per Acre	\$72,309	\$291,411	\$87,563	\$198,651
Median Price Per Acre	\$330,978	\$526,316	\$307,692	\$222,981
	01/01-09/11/10			
	Sold Transaction			
Number of Transactions	14			
Total Dollar Volume	\$10,155,387			
Total Bldg Square Feet	0			
Total Land in Acres	78.40			
Average Price	\$781,207			
Average Number of SF	0			
Average Price Per Bldg SF	-			
Median Price Per SF	-			
Average Number of Acres	5.60			
Average Price Per Unit	-			
Median Price Per Unit	-			
Average Number of Units	-			
Average Price Per Acre	\$159,881			
Median Price Per Acre	\$273,310			

- The number of transactions and dollar volume dropped dramatically between 2006 and 2007. A steady decline continued through 2009.
- Stabilization is apparent in 2010 as the number of transactions to date matches all of 2009. Resales of bank foreclosures are largely driving sales, reflected in the average price (well below previous years). The average price per acre (per year) is skewed as it varies depending on the size and type of commercial transaction.

There is a general oversupply of office space in the Woodstock area, resulting largely from a contraction of occupancy by users related to the housing market. An overview of office space and vacant land in the Parkway 575 corridor is shown.

- 1.39-acre site on Parkway 575 formerly planned for extended stay development.
- 1.52-acre site on Parkway 575, east side of subject; north side of office buildings.
- 4.44-acre former Home Depot landscaping location (redevelopment opportunity).
- Availability of approximately 29% space for lease in the office buildings comprising Woodstock Professional Office Park (67,823 SF). Does not include executive office space; Building 345 (6,868 SF) is offered for sale for \$105/SF.
- Available single-tenant medical office building of 15,475 SF (possible redevelopment opportunity).

The two parcels of vacant land on Parkway 575 are not actively marketed (no signage). This is just a small sample of properties and availability in the immediate area. There are additional vacant parcels and office properties in the Highway 92 corridor. There is little demand for additional office product at this time. An extended market recovery is projected, based on unemployment rates and restrictive lending regulations on new construction. Therefore, it is unlikely that the subject would be sold in the near term for construction. A period of up to two years is anticipated until the property is ripe for development.

PROPERTY ANALYSIS



A description of the subject follows.

Location:	East side of I-575, approximately 1,512.45 feet northeast of Highway 92, and 343.74 feet west of Parkway 575 (easement access); LL 1162 and 1163, 15 th District, 2 nd Section, Woodstock, Cherokee County, Georgia
Tax Parcel:	15N12 136D
Size:	Approximately 1.136 acres, or 49,484 SF.
Shape/Dimensions:	Irregular in shape, wrapping around adjacent parcels. Interior location with 182.70 feet on the right-of-way of I-575.
Topography:	Mostly level to gently rolling. Scattered small pines. A wooded buffer remains along the interstate right-of-way.
Improvements:	None.
Access:	Access and parking easements across the adjoining office park to the south (Woodstock Professional Office Park) conveyed per Deed Book 3950, Page 95 of Cherokee County records. Excerpt included in Addenda.

Public Utilities:

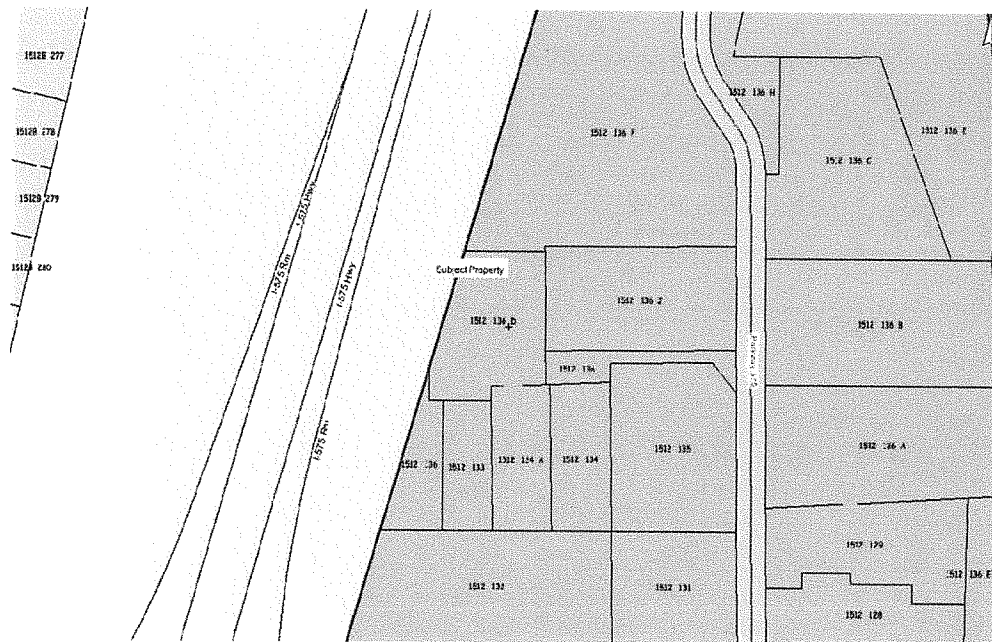
Telephone service, electricity, water, and sanitary sewer are available from the adjacent Woodstock Professional Office Park (easement access-DB 3950, Page 95 of Cherokee County records).

Flood Map Reference:

100-year flood plain (Zone AE) per FEMA Flood Panel 13057C0330D, effective September 29, 2006 (see below).

Easements/Encroachments:

No adverse easements or encroachments are known.



This entire area was originally classified as 100-year flood plain created by Noonday Creek. The developer of the Parkway 575 corridor, Orlando Wilson, reclaimed the flood plain area and created buildable sites along the parkway. The adjoining office park, a post office distribution center, extended stay motels, banks and other uses have been developed in areas designated "100-year flood plain" by FEMA. Noonday Creek flooded in September 2009, closing Highway 92 to local traffic. The area north of Highway 92 did not flood. New elevations should be taken of the subject location for re-classification as non-flood plain area.

In summary, the subject site is suitable for office or service. As the property occupies a second tier position adjacent to an office development and is accessed through the office park, a similar use is anticipated.

A Phase I environmental assessment has not been provided to the appraiser. The conclusion of value is based upon the assumption that there are no hidden or unapparent conditions of the property that might impact upon buildability. This appraisal makes no representations, guarantees or warranties. No guarantees can be made that the site is free of adverse conditions, encroachments, or easements.

SUBJECT PHOTOGRAPHS



Subject view looking west from
Woodstock Professional Office Park



Subject view looking north
From Woodstock Professional Office Park



View south of parking lot
From subject property



Typical park architecture

TAXES

The property is subject to taxation by Cherokee County and the City of Woodstock. Property is assessed at 40% of its market value based on an appraisal provided by the Cherokee County Tax Assessor's office. The combined 2009 millage rate was \$30.59 per \$1,000 of assessment. The subject is identified as Tax Parcel 15N12 136D. For the 2009 tax period, the subject had a fair market value for tax purposes of \$268,100, indicating a 40% assessed value of \$107,240, and 2009 combined taxes of \$3,281 (rounded).

Based on the appraised value that follows, the appraisal for tax purposes is above market value and should be appealed.

ZONING

The subject property is zoned GC, General Commercial, by the City of Woodstock. This district permits office development. Permitted retail and service uses include, but are not limited to childcare, hotel/motel, florists, dry cleaners, banks, animal hospitals, independent living centers, and restaurants. The development standards of the GC district are shown.

Minimum Lot Size:	21,780 SF
Minimum Lot Width*:	None
Front Yard Setback:	35 Feet
Minimum Side Yard Setback:	15 Feet
Minimum Rear Yard Setback:	25 Feet
Maximum Bldg Height:	4 Stories
*at building line	

The subject is presently unimproved, but appears to conform to the standards of the GC district with regard to minimum size.

HIGHEST AND BEST USE

Highest and Best Use is defined on Page 135 of *The Dictionary of Real Estate Appraisal*, Fourth Edition, published by the Appraisal Institute, as "the reasonably probable and legal use of vacant land or an improved property, which is physically possible, appropriately supported, financially feasible, and that results in the highest value. The four criteria the highest and best use must meet are legal permissibility, physical possibility, financial feasibility, and maximum productivity."

Typically, a site with improvements retains a highest and best use consistent with those improvements until expiration of their economic life. However, in some cases, the highest and best use of the site may be different from that as improved. It is the job of the appraiser to determine the use that is legally permissible, physically possible, financially feasible, and maximally productive. The highest and best use of the subject property is typically considered as though vacant and as improved. The subject is a vacant property. Therefore, an analysis as improved is not required.

When a site is improved, it typically remains in use over the course of its economic life. The discussion of highest and best use under the assumption of a vacant site addresses the type and size of improvements that should be constructed on the property and to determine if the highest and best use as though vacant differs from that as improved.

Legally permissible uses are determined by zoning. The subject is zoned GC, which supports office and commercial uses. The physical characteristics support the potential legal uses.

Physically possible uses relate to the physical characteristics of a site. These include, but are not limited to location, street frontage, size, shape, utilities, easements, and topography. These attributes at the subject are suitable for most uses permitted under the GC zoning. The subject occupies a second tier position on a local street adjoining an office park, supporting a less intensive, step-down use. It has level to gently sloping topography. Access, parking, and utilities are available from the adjoining office park, supporting an office use of the site.

Financially feasible uses are those uses expected to produce a positive return to the land. The velocity of commercial/office sales and construction has come to a near standstill in the subject market due to the downturn in the economy, the limited demand for new construction, and tightened lending regulations. While there is not any probable or alternative use that will generate as high a return to the land as an office use (at this location), there is not any immediate demand to justify development at this time. However, holding for up to two years is anticipated for development.

A use meeting the tests of physically possible, legally permissible, and financially feasible is generally considered the maximally productive, or highest and best use of a property. Therefore, future office development represents the highest and best use of the subject property.

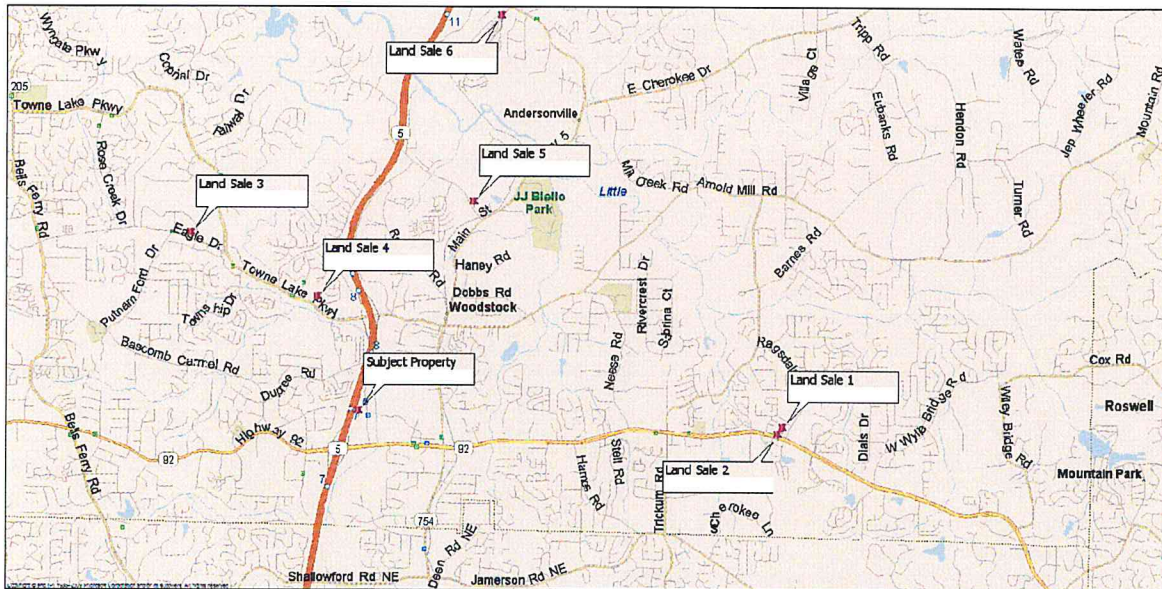
VALUATION METHODOLOGY

The sales comparison approach will be used to estimate the As Is Market Value of the 1.136-acre tract. The cost and income approaches are not applicable in the valuation of vacant commercial land.

LAND VALUATION

In estimating the Market Value of the 1.136-acre site, a comparison has been made with recent sales of similar properties in the area. Price per square foot is the most common unit of comparison in the valuation of commercial sites in this market. Therefore, this unit of comparison will be used in this analysis. A comparison between the subject property and market sales requires adjustments for differences in factors such as property rights, financing, conditions of sale, market conditions, zoning, required buffers, location, and physical attributes. A discussion of these various elements of comparison follows. After a diligent search of the market, few comparable sales were confirmed. The following analysis includes 2008 and 2009 transfers, as well as several active listings deemed comparable to the subject property. The comparables considered most similar to the subject are summarized as follows and included in more detail in the Addenda.

No.	Sale Date	Size (AC)	Price/AC	Price/SF	Zoning
Sub.	N/A	1.136	N/A	N/A	GC
1	7/25/08	1.93	\$387,797	\$8.90	OSI
2	3/11/09	1.061	\$313,384	\$7.19	GC
3	9/29/09	0.97	\$515,464	\$11.83	GC
4	5/26/09	3.632	\$550,661	\$12.64	GC
5	Listing	1.35	\$166,667	\$3.83	DT-RO
6	Listing	2.6	\$86,538	\$1.99	PUD



Land Sale 1 is located east of the subject in the Highway 92 corridor. It is a quasi-commercial tract occupying a second tier position in a mixed-use development. It sold as a cleared, rough-graded site served by all utilities and off-site retention. It was purchased for construction with a Primrose childcare center.

Land Sale 2 is located east of the subject in the Highway 92 corridor, in proximity to Sale 1. The site has Highway 92 frontage/visibility, but is accessed from interior streets within the commercial development. It sold as a cleared, rough-graded site served by all utilities and off-site retention. It was purchased for development with a walk-in medical clinic. According to the park's listing agent, the site sold for roughly half of previous frontage sites due to the downturn in the market.

Land Sale 3 is located northwest of the subject on Eagle Drive in Towne Lake. The site sold as non-graded, but with the curb cut and decel lane in place. All utilities and off-site retention are available as part of the Parkbrooke development. It was purchased for development with a pet grooming/boarding facility.

Land Sale 4 is located northwest of the subject on Towne Lake Parkway, just west of I-575. The tract was semi-developed with 37 townhouse lots. It was purchased for development with a 30,000-square foot medical office building. The purchaser will have to remove some sewer piping prior to development. The site is cleared, rough-graded, lies above Towne Lake Parkway, and is served by off-site retention. It adjoins commercial development to the east and residential development to the west.

Land Sale 5 is an active listing located northeast of the subject on Old Rope Mill Road. This is a secondary residential location. This property is non-graded and has gently sloping topography. It is located adjacent to Woodstock Elementary School and has all utilities available. The property is within walking distance of the downtown Woodstock commercial and office development. The DT-RO zoning will support office or residential development.

Land Sale 6 is an active listing located northeast of the subject in the River Park mixed use development. The listing includes four non-contiguous parcels owned by United Community Bank and acquired through a deed in lieu of foreclosure in March 2009. The largest contiguous site is 1.726 acres. The rough-graded sites are served by all utilities and off-site development. They will support office or residential uses. River Park includes single-family and town house units, as well as office condominiums and storefront-style commercial development. This project has suffered from the economic downturn and presently has a substantial supply of commercial and office product. United Community Bank also has 26 office condo pad sites available for \$400,000 that are reportedly under contract for an undisclosed price.

Analyses of the sales for differences among the elements of comparison follow.

Property Rights/Financing/Conditions of Sale

The six sales reflect fee simple ownership interests and do not warrant adjustment for this element of comparison. They are all cash transactions. None require adjustment for cash equivalency or favorable financing. The bank sale/ownership of Sale 6 warrants upward adjustment for below market pricing.

Market Conditions

Economic trends (market conditions) refer to changes in property value (appreciation or depreciation) over time. There has been a downturn in the economy, resulting in a slowdown in sales velocity and prices. Property values continued to decline through 2009 due to the effects of the recession, oversupplied conditions and a flooding of the market with bank-owned properties at below market pricing. The downward trending of values has varied per market and property type, with a relevant range of 5% to 35% found in most markets. Furthermore, a straight line rate of change has not occurred. For simplification and purposes of analysis, an annualized adjustment of 10% per year has been estimated. The comparables have been adjusted downward accordingly from the effective date of the appraisal.

Location

The subject has a secondary destination location that will support office development. Sales 3 and 4 have superior frontage positions in commuter routes that commanded premiums. While Sale 1 has a second tier position, it is located within a retail development with traffic draw that supports a commercialized use such as the child care center. The traffic count of the Eagle Drive location of Sale 2 is less than Sales 3 and 4, but still greatly superior to those attributes of the subject. All four of the comparables require downward adjustment.

The Old Rope Mill Road location of Sale 5 is inferior to the Parkway 575 location of the subject by virtue of traffic counts/lack of surrounding destination-type uses and warrants upward adjustment. The location of Sale 6 is also deemed inferior by virtue of completed units versus vacant/available product as well as surrounding destination-type properties. This comparable also warrants upward adjustment.

Size

Typically, economies of scale dictate that a smaller property commands a premium in unit price over a larger property. However, characteristics warranting adjustment typically found in a market in equilibrium may not be readily apparent in a distressed market. From comparison of the comparables, an adjustment for size could not be extracted. Therefore, this analysis will reflect the local market trend rather than traditional market practices.

Zoning

The OSI zoning of Sale 1 is relatively liberal in terms of service commercial and office uses. It is comparable to the subject's GC zoning and does not require adjustment. Similarly, the DT-RO and PUD zonings of Sales 5 and 6 support mixed-use development, which enables creative development in a distressed market. Adjustments for zoning have not been made.

Utility

The adjustment for utility takes into consideration factors such as configuration, topographical characteristics, on-site utility costs, site improvements in place, and items such as demolition. The subject requires clearing, grading and on-site retention. Sales 1, 3 and 6 are cleared rough-graded properties served by off-site retention. Sale 4 is semi-developed and served by off-site retention, but will require some demolition costs for office use. The motivation of the purchaser was such that a premium was paid to offset anticipated demolition costs. These comparables warrant downward adjustment when compared with the subject's non-graded site, which will apparently require an on-site retention facility. Sale 2 sold non-graded, but with 100% site utilization (off-site retention service). A slight downward adjustment is required. Sale 5 is a non-graded site requiring on-site retention like the subject property.

Final Reconciliation

The adjustments to the comparables for the preceding elements of comparison reflect a synthesis of the pairing of sales when available, discussions with brokers and developers active in this market, and the judgment and experience of the appraiser. The adjustments and final reconciliation of the comparables are shown in the grid on the following page.

Element	Subject	Sale 1	Sale 2	Sale 3	Sale 4	Sale 5	Sale 6
Sale Price	N/A	\$750,000	\$332,500	\$500,000	\$2,000,000	\$225,000	\$180,000
Price/SF	N/A	\$8.90	\$7.19	\$11.83	\$12.64	\$3.83	\$2.39
Property Rights	Fee	Fee	Fee	Fee	Fee	Fee	Fee
Financing	N/A	Cash	Cash	Cash	Cash	Cash	Cash
Cond. of Sale	Arm's	Arm's	Arm's	Arm's	Arm's	Arm's	Bank Sale
Adjustment		0.00%	0.00%	0.00%	0.00%	0.00%	40.00%
Adjusted Price	N/A	\$750,000	\$332,500	\$500,000	\$2,000,000	\$225,000	\$252,000
Adj. Price/SF	N/A	\$8.90	\$7.19	\$11.83	\$12.64	\$3.83	\$3.35
Date of Sale	N/A	7/25/2008	3/11/2009	9/29/2009	5/26/2009	Listing	Listing
% Adjustment		-20.00%	-14.60%	-9.40%	-12.70%	-15.00%	-15.00%
Adjusted Price		\$7.14	\$6.15	\$10.72	\$11.14	\$3.26	\$2.84
Location	Parkway 575	Woodstock Retail	Eagle Dr	Hwy 92	Towne Lake	Old Rope Mill	River Park
% Adjustment		-20.00%	-20.00%	-35.00%	-35.00%	20.00%	10.00%
\$ Adjustment		-\$1.43	-\$1.23	-\$3.75	-\$3.90	\$0.65	\$0.28
Size	1.136 AC	1.93 AC	1.061 AC	0.97 AC	3.632 AC	1.35 AC	2.6 AC
% Adjustment		0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
\$ Adjustment		\$0	\$0	\$0	\$0	\$0	\$0
Zoning	GC	OSI	GC	GC	GC	DT-RO	PUD
% Adjustment		0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
\$ Adjustment		\$0	\$0	\$0	\$0	\$0	\$0
Utility	Non-Grd	Rgh Grd	Non-Grd	Rgh Grd	Rgh Grd Sewer/Dem	Non-Grd	Rgh Grd
	Sewer On-Site Ret.	Sewer Off-Site Ret.	Sewer Off-Site Ret.	Sewer Off-Site Ret.	Sewer Off-Site Ret.	Sewer On-Site Ret.	Sewer Off-Site Ret.
% Adjustment		-15.00%	-5.00%	-15.00%	-15.00%	0.00%	-15.00%
\$ Adjustment		-\$1.07	-\$0.31	-\$1.61	-\$1.67	\$0.00	-\$0.41
Net Adjustment Gross		-55.00%	-39.60%	-59.40%	-62.70%	5.00%	20.00%
Adjustment		55.00%	39.60%	59.40%	62.70%	35.00%	80.00%
Adj. Price/SF		\$4.64	\$4.61	\$5.36	\$5.57	\$3.91	\$2.71

The adjusted range by the comparables is \$2.71 to \$5.57 per square foot, with an average of \$4.47. The large net and gross adjustments are attributed primarily to location/frontage. As noted, these are the most comparable sales found after a diligent search of the market. Most weight is placed on Sales 2 and 3 and the listings represented by Sales 5 and 6. Sales 3 and 4 are significantly superior to the subject and have received only secondary consideration in the final reconciliation of value. Weighting the sales accordingly, they are reconciled to a value of \$4.10 per square foot. The indication of value is shown.

1.136 Acres or 49,484 Square Feet @ \$4.10/SF, Rnd \$200,000

FINAL VALUE OPINION

It is my opinion that the As Is Market Value of the 1.136 acres of land identified as Tax Parcel No. 15N12 136D (fee simple estate), subject to any easements and the "Limiting Conditions and Assumptions" contained herein, as of September 7, 2010, is:

TWO HUNDRED THOUSAND DOLLARS

(\$200,000)

EXPOSURE AND MARKETING TIME OPINION

Exposure time is defined as *the estimated length of time the property interest being appraised would have been offered on the market prior to the hypothetical consummation of a sale at market value on the effective date of the appraisal; a retrospective estimate based on an analysis of past events assuming a competitive and open market.*¹

Marketing time is defined as *an estimate of the amount of time it might take to sell an interest in real property at its estimated market value during the period immediately after the effective date of appraisal; the anticipated time required to expose the property to a pool of prospective purchasers and to allow appropriate time for negotiation, the exercise of due diligence, and the consummation of a sale at a price supportable by concurrent market conditions.*

*Marketing time differs from exposure time, which is always presumed to precede the effective date of the appraisal.*²

Reference is made to the market trends yielded by the CoStar Group query. According to these trends, there was a significant decrease in sales volume between 2006 and 2007 and then again between 2008 and 2009. Based on the CoStar data, there has been an increase in sales activity, as more acreage has sold in 2010 YTD than in 2009. This is likely attributed to the sales of bank-owned properties.

The subject property has been actively marketed since May 2009, or for around 18 months. This market exposure coincides with sales trends tracked by CoStar. Therefore, the exposure time for the subject is supported at 12 to 24 months.

There is a correlation between marketing time and exposure time, which predates the effective date of appraisal. It is reasonable to expect that the exposure time for a current sale will be reasonably reflective of the marketing time going forward, assuming no change in market conditions. In this case, market conditions are anticipated to improve. However, the volatility of the economy, stock market, or government could easily extend the marketing period of a property due to lack of consumer confidence and bank financing. The subject property reflects a competitive value, based on downward adjustments to the comparables for superior market conditions. Assuming that the subject will be competitively priced at or near the value estimated herein, a marketing time of 12 to 18 months would be reasonable.

¹The Dictionary of Real Estate Appraisal, 4th Edition, Appraisal Institute, 2002, p. 105

²The Dictionary of Real Estate Appraisal, 4th Edition, Appraisal Institute, 2002, p. 175-176

PROFESSIONAL QUALIFICATIONS

Elizabeth A. Walls
Advanced Property Appraisal, Inc.
P.O. Box 247
Blue Ridge, Georgia 30513
(770) 833-8637

EXPERIENCE

2003 to Present	Principal/Commercial Appraiser Advanced Property Appraisal, Inc., Blue Ridge, Georgia
1989-2003	Associate Appraiser Martin & Associates (Richard O. Martin MAI), Marietta, Georgia
1987-1989	Independent Fee Appraiser (residential)
1985-1987	Principal/Residential Appraiser L.D. Thomas & Associates (Larry D. Thomas, SRA), Atlanta, Georgia
1983-1985	Research & Administrative Assistant Schultz, Martin, Carr & Associates, Atlanta, Georgia

Experience includes highest and best use/feasibility analyses, marketability studies, consultations, and appraisals of auto sales and service facilities, banks (alternative use), child care facilities, commercial buildings, industrial facilities and parks, medical buildings, mini-storage facilities, mixed-use projects, office condominiums, buildings and development projects, residential subdivisions, strip retail and shopping centers, vacant land, and warehouses.

EDUCATION

Receipt of a Bachelor of Science degree in Management from Shorter College. Has successfully completed the following courses conducted by The Appraisal Institute.

AI 110	Appraisal Principles
AI 120	Appraisal Procedures
AI 310	Basic Income Capitalization
AI 320	General Applications
AI 410	Standards of Professional Practice, USPAP Part A
AI 420	Standards of Professional Practice, USPAP Part B
AI 510	Advanced Income Capitalization
AI 520	Highest & Best Use and Market Analysis
AI 530	Advanced Sales Comparison & Cost Approaches
AI 540	Report Writing and Valuation Analysis
	Online USPAP Update-2009-2010

AFFILIATIONS

Georgia Certified (#CG1882, expires 12/31/10) "Certified General Real Property Appraiser"
 The Appraisal Institute (Associate Member #88081)

ADDENDA

SYNOVUS Appraisal Engagement Summary Contract

Date Awarded: 08/11/2010

Project Number: 10-005608-01

Appraiser Name: Elizabeth Walls
Appraiser Company: Advanced Property Appraisals, Inc
Address: PO Box 247, Blue Ridge, GA 30513
Phone: 706-492-7485 **Fax:** **Email:** ewalls@advancedpropertyappraisal.c

Property/Project Name: NW Oral Dallas construction project
Property Address: Land Lot 331, Dallas, GA 30157
Property Type: Land - Commercial
Property Description: Appraisal is attached

Access/Contact Info: Bridgit Lallande, Manager **Phone:** 770-422-1893
Email: bridgitl@nworalmx.com **Alt. Phone:** 770-887-2064

Please accept this letter as your authorization to develop an appraisal of the referenced property on behalf of Synovus. This engagement is subject to the following:

- The specific terms and conditions outlined in the Request for Proposal in RIMS including, but not limited to, the Comments section, the supplemental Scope of Work Requirements for the subject property type and any other specified or Reference Documents;
- The Synovus Appraisal Policy and Appraisal Procedures which is detailed in the Master Agreement; and
- Any specific requirements set forth in this letter.

Delivery Date: 9/17/2010

Delivery Requirements: Please submit any requests for information to the property contact and arrange for a property inspection. If you have not received all required information or if at any time you believe the report may be delayed, contact the Job Manager stipulated below. At the discretion of the Chief Appraiser, appraisal reports that are delivered more than one week late are subject to a late charge of up to 10% of the appraisal fee. Upload an electronic copy of your appraisal report to RIMS no later than the delivery date. The RIMSCentral web address is <http://www.rimscentral.com>. If the complete copy of the report cannot be uploaded, please contact support at support@rimscentral.com.

Appraisal Fee: \$9,500, inclusive of all costs necessary to complete the report. Any costs not included in the fee must be approved in advance by Synovus.

Scope of Work

Intended Use The intended use of this appraisal is for loan underwriting and-or credit decisions by Synovus Financial Corp. and-or participants or affiliates.

Intended User The intended users of this report is Synovus Financial Corp. and-or affiliates

Approaches to Value All applicable approaches - must ALWAYS include Land Value.

Inspection Requirements An interior and exterior inspection of the subject property, as well as an

inspection of all comparable properties utilized

Additional Work Scope None.

Report Type: Summary
Report Format: Narrative

Appraisal Premise(s): Market Value

Value(s) Requested: Market Value - As-Is (Fee Simple)

Special Conditions (if any): Beth, This is for all five properties. Thanks.

When completed, please upload an electronic copy of your report to www.rimscentral.com in addition to your instructions for hard-copy report distribution (if any).

Address Questions to the Job Manager: Craig Benton
8025 Westside Parkway
Alpharetta, GA 30004
Phone: 770-343-6409
Fax: 770-751-3802
Email: craigbenton@synovus.com

Address Final Reports to: Craig Benton, Synovus Financial Corporation, 8025 Westside Parkway, Alpharetta, GA 30004

Deliver Reports to: 0 Copy(ies) Craig Benton, Synovus Financial Corporation, 8025 Westside Parkway, Alpharetta, GA 30004

Invoice Requirements

Please reference our RIMS Project Number and your company's Tax Identification Number on the invoice.

In addition to uploading the PDF appraisal at <http://www.rimscentral.com>, please upload a copy of the appraisal invoice at the same time.

Authorization

This document was created 08/11/2010 12:18:41 AM by Craig Benton for Synovus. The user's identity has been verified and authenticated by RIMS through a secure login. The original version of this document is retained in RIMS.

**STATE OF GEORGIA
REAL ESTATE APPRAISERS BOARD**

ELIZABETH ANNE WALLS

1882

IS AUTHORIZED TO TRANSACT BUSINESS IN GEORGIA AS A
CERTIFIED GENERAL REAL PROPERTY APPRAISER

THE PRIVILEGE AND RESPONSIBILITIES OF THIS APPRAISER CLASSIFICATION SHALL CONTINUE IN EFFECT AS LONG AS THE APPRAISER PAYS REQUIRED APPRAISER FEES AND COMPLIES WITH ALL OTHER REQUIREMENTS OF THE OFFICIAL CODE OF GEORGIA ANNOTATED, CHAPTER 43-39-A. THE APPRAISER IS SOLELY RESPONSIBLE FOR THE PAYMENT OF ALL FEES ON A TIMELY BASIS

CHARLES B. BRAMLETT
Chairperson

WILLIAM R. COLEMAN, JR.
PATRICIA K. LOVE
D. SCOTT MURPHY

SANDRA MCALISTER WINTER
Vice Chairperson

62120110

ELIZABETH ANNE WALLS

1882
Status ACTIVE

CERTIFIED GENERAL REAL PROPERTY
APPRAISER

THIS LICENSE EXPIRES IF YOU FAIL TO PAY
RENEWAL FEES OR IF YOU FAIL TO COMPLETE ANY
REQUIRED EDUCATION IN A TIMELY MANNER.

State of Georgia
Real Estate Commission
Suite 1000 - International Tower
225 Peachtree Street, N.E.
Atlanta, GA 30303-1605

ORIGINALLY LICENSED
09/27/1991
END OF RENEWAL
12/31/2010



JEFFREY LEDFORD
Real Estate Commissioner
62120110

ELIZABETH ANNE WALLS

1882
Status ACTIVE

CERTIFIED GENERAL REAL PROPERTY
APPRAISER

THIS LICENSE EXPIRES IF YOU FAIL TO PAY
RENEWAL FEES OR IF YOU FAIL TO COMPLETE ANY
REQUIRED EDUCATION IN A TIMELY MANNER.

State of Georgia
Real Estate Commission
Suite 1000 - International Tower
225 Peachtree Street, N.E.
Atlanta, GA 30303-1605



JEFFREY LEDFORD
Real Estate Commissioner
62120110

EXHIBIT "A"

All that tract or parcel of land lying in Land Lots 1162 and 1163 of the 15th District, 2nd Section, Cherokee County, Georgia, which property is more particularly described as follows: Beginning at a point located at the northeasterly intersection of the right-of-way of State Route 92 (having a 200' right-of-way) with the right-of-way for Interstate 575, thence proceeding 1,512.45' northeasterly along the easterly right-of-way of Interstate 575 to an iron pin set on the right-of-way for Interstate 575, which pin constitutes the POINT OF BEGINNING; proceeding thence north 17°25' 44" east along the right-of-way of Interstate 575 a distance of 182.70' to an iron pin; thence proceeding north 89°20' 00" east a distance of 148.26' to an iron pin; thence proceeding south 00°40' 00" east a distance of 250.21' to a point; thence proceeding south 89°20' 00" west a distance of 68.88' to an iron pin; thence proceeding south 00°40' 00" east a distance of 23.00' to an iron pin; thence proceeding south 89°20' 00" west a distance of 136.13' to an iron pin; thence proceeding north 00°40' 00" west a distance of 99.55' to the point of beginning.

The aforementioned property comprises 1.136 acres and is more particularly shown on a survey and plat prepared for Northwest Oral Surgery Group by Robert B. Betterton, Georgia Registered Land Surveyor No. 2496 dated December 4, 1999.

BK PG
3950 098

In addition to his responsibility to build same, Wilson, or his successors in interest, shall keep Parkway 575 and the 575 Parkway Extension open and in proper repair, and shall be responsible for any and all repair, maintenance and upkeep of the easement areas. Said obligation shall continue until such time as dedication of Parkway 575 and the Parkway 575 Extension is complete and said roads have been accepted by an appropriate governmental entity.

6.

For purposes of this Agreement, the parties agree that, at a minimum, such maintenance and repairs of Parkway 575 and the Parkway 575 Extension shall be conducted as are required to ensure that they shall have a smooth surface, are free of potholes or "valleys," are crack sealed, have visible striping and clear and level shoulders and remain at all times in compliance with all applicable governmental regulations which would apply in the event the same were a City of Woodstock road.

7.

Wilson also hereby grants, conveys, declares, creates, imposes and quit-claims to NOMS, subject only to the first mortgage indebtedness in place on the servient properties, a perpetual, non-exclusive right to access and park on those tracts to the south of the NOMS Property, which rights are set out in that certain Reciprocal Easement Agreement for Ingress/Egress which is recorded as a matter of public record at Deed Book 2566, Page 066, Cherokee County, Georgia Records and a perpetual, non-exclusive right to make use of that easement recorded as a matter of public record at Deed Book 2464, Page 250, Cherokee County, Georgia Records.

8.

In addition to the access easement rights granted herein, Wilson hereby grants, conveys, declares, creates, imposes and establishes a perpetual, non-exclusive easement in favor of the NOMS Property to access and tap onto any and all utility lines on the Remaining Wilson Property, including the right to extend such utility lines across the Remaining Wilson Property to the NOMS Property. NOMS shall be responsible for any and all costs and expenses associated with tapping onto and/or extending said utilities to serve the NOMS Property and shall restore said lines and any and all surrounding property to their prior condition.

9.

This Agreement has been negotiated, entered into and shall be performed in the State of Georgia. As such, the same is and shall be governed and construed under the laws of the State of Georgia.

10.

-4-



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PROPERTY ADDRESS:
 Lat: 34.088390, Lon: -84.531924



FLOODSCAPE

Flood Hazards Map

Map Number
13057C0333D

Effective Date
September 29, 2005

Flood Legend

- High flood risk
- Moderate flood risk
- Low flood risk

This report makes no representations or warranties concerning its content, accuracy or completeness.

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LAND SALES

LAND SALE NO. 1

GRANTOR: Ragsdale Investments, LLC

GRANTEE: Primrose School Franchising Company

RECORDED: Book: 10308 Page: 165 County: Cherokee
Stamps: \$750.00

DATE OF TRANSACTION: July 25, 2008

CONSIDERATION: \$750,000 Price/Acre: \$387,797
Price/SF: \$8.90

FINANCING: All Cash to Seller.

LOCATION: NW corner of Ragsdale Road and Village Center East; LL
1127 and 1178, 15th District, 2nd Section, Holly Springs,
Cherokee County, Georgia

ZONING AT TIME OF SALE: OSI by City of Woodstock

CONDITIONS OF SALE: Arm's Length

HIGHEST AND BEST USE
AT TIME OF SALE: Commercial development

PRESENT USE: Childcare center

TOTAL AREA: 1.93 Acres/84,245 Square Feet

IMPROVEMENTS: None at time of sale.

DESCRIPTION OF PROPERTY: Cleared rough graded pad site with gentle downward slope to the west. Served by all utilities and off-site retention. Location is one parcel north of Highway 92 with limited visibility from the highway. Now developed with a Primrose School. Confirmed by seller, Costar, and site inspection.

LAND SALES

LAND SALE NO. 1 (Cont.)



LAND SALES

LAND SALE NO. 2

GRANTOR: Dominion Holdings, Inc.

GRANTEE: Pacific Group Properties

RECORDED: Book: 10548 Page: 294 County: Cherokee
Stamps: \$332.50

DATE OF TRANSACTION: March 11, 2009

CONSIDERATION: \$332,500 Price/Acre: \$313,384
Price/SF: \$7.19

FINANCING: All Cash to Seller.

LOCATION: North side of Eagle Drive, one parcel west of Parkbrooke Drive; LL 940, 15th District, 2nd Section, Cherokee County, Georgia.

ZONING AT TIME OF SALE: GC, General Commercial, by Cherokee County

CONDITIONS OF SALE: Arm's Length

HIGHEST AND BEST USE
AT TIME OF SALE: Commercial development

PRESENT USE: Commercial building under construction

TOTAL AREA: 1.061 Acres/46,217 Square Feet

IMPROVEMENTS: None at time of sale.

DESCRIPTION OF PROPERTY: Non-graded site lying slightly above grade. Curb cut and decel lane already in place. Served by all utilities and off-site retention. Eagle Drive frontage totals 347 feet. Originally listed for \$495,000. Under development with a Pet Suites grooming and boarding facility. Confirmed by listing agent data on Loopnet, public records and field.

LAND SALES

LAND SALE NO. 2 (Cont.)



LAND SALES

LAND SALE NO. 3

GRANTOR: Claremore Lake Retail, LLC

GRANTEE: Lee Real Estate Investments, Inc.

RECORDED: Book: 10795 Page: 327 County: Cherokee
Stamps: \$500,000

DATE OF TRANSACTION: September 29, 2009

CONSIDERATION: \$500,000 Price/Acre: \$515,464
Price/SF: \$11.83

FINANCING: All Cash to Seller.

LOCATION: 310 Gold Creek Trail; Claremore Lake Commercial at
Highway 92; LL 1177, 15th District, 2nd Section,
Woodstock, Cherokee County, Georgia

ZONING AT TIME OF SALE: GC, General Commercial, by City of Woodstock

CONDITIONS OF SALE: Arm's Length

HIGHEST AND BEST USE
AT TIME OF SALE: Commercial development

PRESENT USE: Vacant

TOTAL AREA: 0.97 Acre/42,253 Square Feet

IMPROVEMENTS: None at time of sale.

DESCRIPTION OF PROPERTY: Cleared graded site lying at grade with Highway 92 (no access) with secondary frontage on Gold Creek Trail. Site lies one parcel west of Claremore Lake Drive (traffic signal). Served by all utilities and off-site retention. Planned for a "doc in a box"/walk-in medical clinic. According to the listing agent, Waverly Thornton, this site sold for half of previous frontage sites due to the downturn in the market. Confirmed by CoStar, public records, and field.

LAND SALES

LAND SALE NO. 3 (Cont.)



LAND SALES

LAND SALE NO. 4

GRANTOR: Madison Retail-Towne Lake, LLC

GRANTEE: Stonebridge Associates, LLC

RECORDED: Book: 10652 Page: 257 County: Cherokee
Stamps: \$2,000.00

DATE OF TRANSACTION: May 26, 2009

CONSIDERATION: \$2,000,000 Price/Acre: \$550,661
Price/SF: \$12.64

FINANCING: All Cash to Seller.

LOCATION: North side of Towne Lake Parkway, just west of I-575; LL
1018, 15th District, 2nd Section, Woodstock, Cherokee
County, Georgia

ZONING AT TIME OF SALE: GC, General Commercial, by City of Woodstock

CONDITIONS OF SALE: Arm's Length

HIGHEST AND BEST USE
AT TIME OF SALE: Commercial development

PRESENT USE: Pending medical office development

TOTAL AREA: 3.632 Acres/158,210 Square Feet

IMPROVEMENTS: None at time of sale.

DESCRIPTION OF PROPERTY: Former townhouse property (Partially developed for 37 townhouse pads) purchased for development with a 32,000 SF medical office building. Purchaser will have to remove some site improvements prior to building construction. On-site detention and retaining walls reduce the usable area. Curb cuts and sewer in place. Confirmed by selling broker, Dan Buyer, Costar, and field.

LAND SALES

LAND SALE NO. 4 (Cont.)



LAND SALES

LAND SALE NO. 5

GRANTOR: Robert Campbell

GRANTEE: Listing

RECORDED: Book: N/A Page: N/A County:
Stamps: N/A

DATE OF TRANSACTION: Listing

CONSIDERATION: \$225,000 Price/Acre: \$166,667
Price/SF: \$3.83

FINANCING: Cash equivalent price.

LOCATION: NE side of Rope Mill Road, adjacent to Woodstock
Elementary School; LL 996, 15th District, 2nd Section,
Woodstock, Cherokee County, Georgia

ZONING AT TIME OF SALE: DT-RO, by City of Woodstock

CONDITIONS OF SALE: Arm's Length

HIGHEST AND BEST USE
AT TIME OF SALE: Office development

PRESENT USE: Vacant

TOTAL AREA: 1.35 Acres/58,806 Square Feet

IMPROVEMENTS: None at time of sale.

DESCRIPTION OF PROPERTY: Gently rolling, non-graded tract lying slightly below road grade. All utilities are available, including sewer. The DT-RO (Downtown Residential) zoning permits office and residential uses. This location is within walking distance of the downtown Woodstock development. Confirmed by Loopnet listing data, assessor records, and field.

LAND SALES

LAND SALE NO. 5 (Cont.)



LAND SALES

LAND SALE NO. 6

GRANTOR: United Community Bank

GRANTEE: Listing

RECORDED: Book: N/A Page: N/A County:
Stamps: N/A

DATE OF TRANSACTION: Listing

CONSIDERATION: \$225,000 Price/Acre: \$86,538
Price/SF: \$1.99

FINANCING: Cash equivalent price.

LOCATION: Tract D River Park Boulevard; LL 633 and 706, 15th
District, 2nd Section, Woodstock, Cherokee County,
Georgia

ZONING AT TIME OF SALE: PUD, by City of Woodstock

CONDITIONS OF SALE: Arm's Length

HIGHEST AND BEST USE
AT TIME OF SALE: Holding for future mixed-use development

PRESENT USE: Vacant

TOTAL AREA: 2.6 Acres/113,256 Square Feet

IMPROVEMENTS: None at time of sale.

DESCRIPTION OF PROPERTY: Rough-graded pad site in the River Park mixed-use development. United Community Bank has four additional lots in the development (taken back in lieu of foreclosure on 3/2009). All utilities are available, including sewer. This project has a significant standing inventory of office condominium units. Confirmed by UCB list data, assessor records, and field.

LAND SALES

LAND SALE NO. 6 (Cont.)

