Davidson County AFFIDAVIT
Recvd: 04/14/08 12:35 2 pgs
Fees:12.00 Taxes:0.00
20080414-0037510

This instrument prepared by:

Latham & Watkins LLP
53rd at Third
885 Third Avenue
New York, NY 10022-4834

SCRIVENER'S AFFIDAVIT
("Red Roof Site No. 7115 TN")

State of New York
County of New York

The undersigned, Dara Denberg, Attorney at Law, on behalf of Latham & Watkins LLP, being first duly sworn, deposes and makes oath as follows:

Latham & Watkins LLP prepared the following document:

> Limited Warranty Deed dated September 6, 2007 from Second Berkshire Properties, LLC, a Nebraska limited liability company, to R-Roof IV, LLC, a Delaware limited liability company, which was recorded as Instrument No. 20071019-0124194, Register's Office for Davidson County, Tennessee.

The grantee of the deed should have been R-Roof VI, LLC, a Delaware limited liability company. Therefore, in order to comply with the intentions of the parties to said deed, the grantee should be revised to read as follows: R-Roof VI, LLC, a Delaware limited liability company. Also, the tax bill legend should be revised to indicate that the tax bills should be sent to the following address:

R-Roof VI, LLC
5847 San Felipe, Suite 4650
Houston, Texas 77057

Witness my hand this 7th day of April, 2008.

LATHAM & WATKINS LLP, Affiant

By: Dara Denberg, Esq.

NY\1398233.1

STATE OF NEWYORK
COUNTY OF NEW YORK

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, Dara Denberg, on behalf of the within named Affiant, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), who made oath that the statements contained in the foregoing Affidavit are true of Affiant's own knowledge and who acknowledged that she executed the within instrument for the purposes therein contained.

Witness my hand and official seal at New York, New York, this 1st day of April, 2008.

Notary Public

My Commission Expires:_____

MARK M. LESKIW
Notary Public, State of New York
No. 01LE4945303
Qualified in New York County
Commission Expires Dec. 19, 2010

