

RECORDING REQUESTED BY AND
WHEN RECORDED MAIL TO:

El Dorado County
Board of Supervisors
330 Fair Lane
Placerville, CA 95667

Above section for Recorder's use

Mail Tax Statements to above.
Exempt from Documentary Transfer Tax
Per Revenue and Taxation Code 11922

GRANT DEED

FOR VALUABLE CONSIDERATION, receipt of which is hereby acknowledged, **CNL APF PARTNERS, LP, A DELAWARE LIMITED PARTNERSHIP, successor-by-merger to Real Estate Holdings II, LLC, a Delaware limited liability company**, hereinafter referred to as "Grantor", grants to the **COUNTY OF EL DORADO**, a political subdivision of the State of California, all that certain real property in fee, situate in the unincorporated area of the County of El Dorado, State of California,

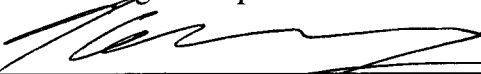
DESCRIBED IN EXHIBIT 'A' AND DEPICTED IN EXHIBIT 'B' ATTACHED HERETO AND MADE A PART HEREOF, WHICH DESCRIPTION IS BY THIS REFERENCE INCORPORATED HEREIN.

IN WITNESS WHEREOF, Grantor has herein subscribed its name on this 22nd day of January, 2009.

GRANTOR:

CNL APF PARTNERS, LP, A DELAWARE LIMITED PARTNERSHIP

By: CNL APF GP, LLC, a Delaware limited liability company
its sole general partner

By: 
Printed Name: THOMAS G. KINDRED, JR.
Its: Authorized Signatory

(Notary Acknowledgements Follow)

STATE OF FLORIDA
COUNTY OF ORANGE

Before me, on this day personally appeared Thomas B. Kindred, Jr., to me know to be the person whose name is subscribed to the foregoing instrument, and known to me to be the Authorized Signatory of CNL APF GP, LLC, a Delaware limited liability company, as sole general partner of CNL APF Partners, LP, a Delaware limited partnership, and he/she acknowledged to me that he/she executed said instrument for the purposes and consideration therein expressed, and as the act of said partnership.

Given under my hand and seal of office this 22nd day of January, 2009.

(NOTARY SEAL)

Anne D. Alvarez
Signature of Notary Public

Typed or Printed Name of Notary

Commission No.:

My Commission Expires:

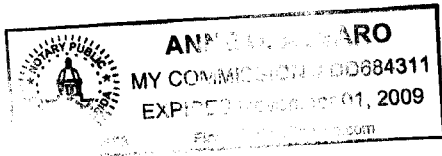


EXHIBIT "A"
LEGAL DESCRIPTION
FEE ACQUISITION PROPERTY

All that portion of Parcel A, as said parcel is shown on the map recorded in Book 30 of Parcel Maps, at Page 76, in the office of the El Dorado County Recorder, being a portion of the northeast quarter of Section 23, Township 10 North, Range 10 East, M.D.M., unincorporated area of the County of El Dorado, State of California, and more particularly described as follows:

Beginning on the southeasterly boundary of said parcel, from which the northeast corner of said parcel bears North 55°49'35" East (cite North 56°33'00" East) 56.730 meters (186.12 feet); **thence from said point of beginning** and leaving said boundary along the new northeasterly right-of-way line of Missouri Flat Road the following 7 courses: 1) North 60°01'55" West 1.353 meters (4.44 feet); 2) South 55°39'13" West 12.865 meters (42.21 feet) to the beginning of a 6.600 meter (21.65 foot) radius curve to the right; 3) westerly along said curve an arc distance of 8.833 meters (28.98 feet), through a central angle of 76°40'36", and subtended by a chord which bears North 86°00'29" West 8.188 meters (26.86 feet); 4) North 37°06'04" West 5.584 meters (18.32 feet); 5) North 44°34'22" West 17.289 meters (56.72 feet); 6) North 41°35'28" West 9.860 meters (32.35 feet); 7) North 40°15'21" West 3.037 meters (9.96 feet) to the northwesterly boundary; thence leaving said new right-of-way line along said boundary South 55°46'08" West (cite South 56°33'00" West) 2.713 meters (8.90 feet) to the existing northeasterly right-of-way line of said Missouri Flat Road; thence along said right-of-way line South 39°21'00" East (cite South 38°31'18" East) 41.785 meters (137.09 feet) to the southeasterly boundary of said parcel; thence leaving said existing right-of-way line along said boundary North 55°49'35" East 23.837 meters (78.21 feet) to the point of beginning, containing 0.0188 hectares (0.047 acres), more or less.

END OF DESCRIPTION.

See attached Exhibit "B"

Note: The basis of bearings for this description is Grid North, California Coordinate System of 1983, Zone II, as defined in Chapter 611, Sections 8801-8819 of the State Resources Code. All distances are grid distances. To convert to ground distances, divide all distances by 0.999855.



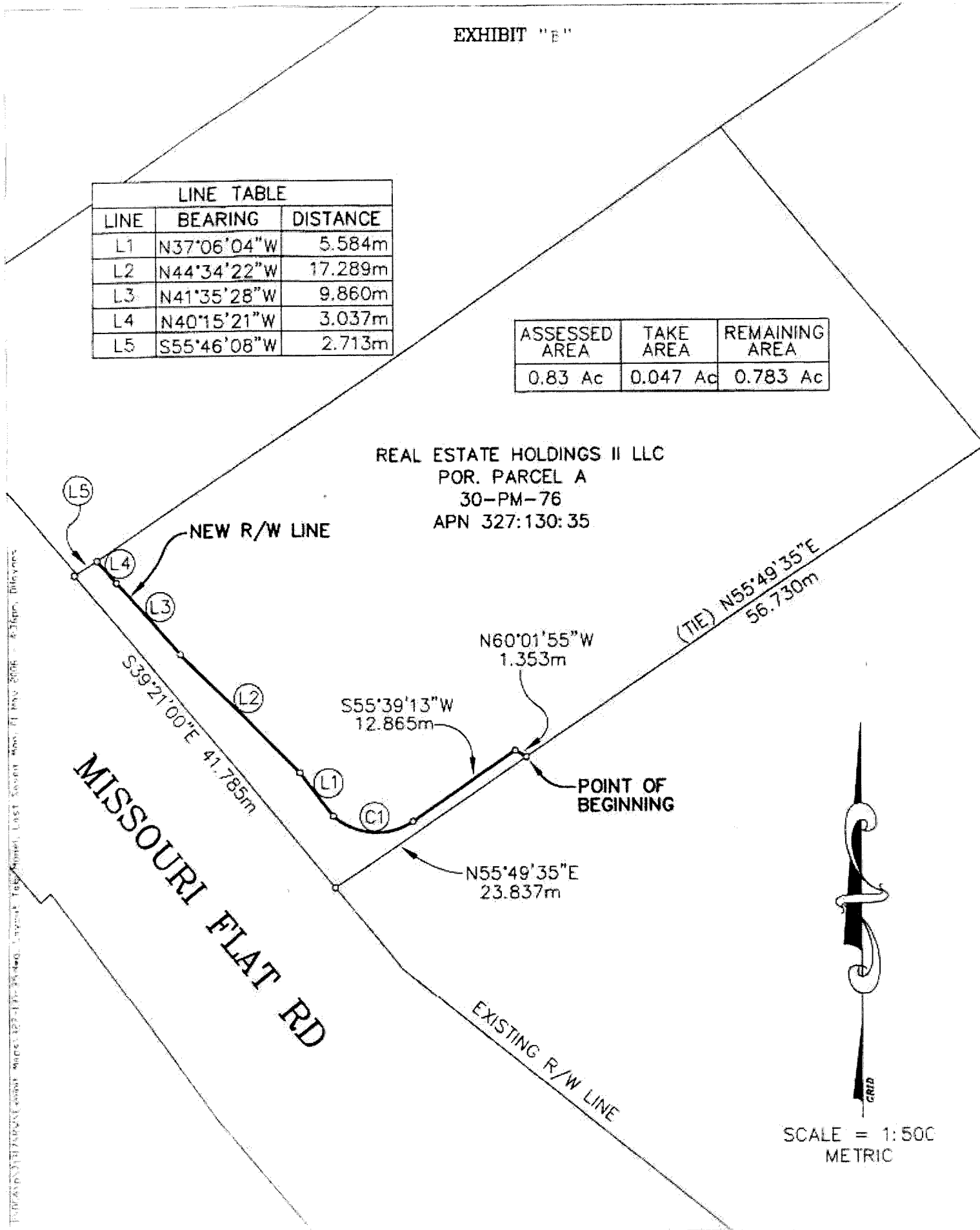
5-02-06

EXHIBIT "B"

LINE TABLE		
LINE	BEARING	DISTANCE
L1	N37°06'04"W	5.584m
L2	N44°34'22"W	17.289m
L3	N41°35'28"W	9.860m
L4	N40°15'21"W	3.037m
L5	S55°46'08"W	2.713m

ASSESSED AREA	TAKE AREA	REMAINING AREA
0.83 Ac	0.047 Ac	0.783 Ac

REAL ESTATE HOLDINGS II LLC
 POR. PARCEL A
 30-PM-76
 APN 327:130:35



Survey prepared by [unreadable] dated [unreadable] at [unreadable]

CURVE TABLE

LINE	BEARING	DISTANCE	CHORD BEARING	CHORD DISTANCE
L1	N37°06'04"W	5.584m		
L2	N44°34'22"W	17.289m		
L3	N41°35'28"W	9.860m		
L4	N40°15'21"W	3.037m		
L5	S55°46'08"W	2.713m		
C1				

RECORDING REQUESTED BY AND
WHEN RECORDED, RETURN TO:

County of El Dorado
Board of Supervisors
330 Fair Lane
Placerville, CA 95667

CERTIFICATE OF ACCEPTANCE

This is to certify that the interest in real property conveyed by the Grant Deed dated January 22, 2009, from **CNL APF PARTNERS, LP, A DELAWARE LIMITED PARTNERSHIP, successor-by-merger to Real Estate Holdings II, LLC, a Delaware limited liability company**, to the **COUNTY OF EL DORADO, a political subdivision of the State of California**, is hereby accepted by order of the County of El Dorado Board of Supervisors and the grantee consents to the recordation thereof by its duly authorized officer.

Dated this _____ day of _____, 2009.

COUNTY OF EL DORADO

By:

Ron Briggs, Chairman of the Board
Board of Supervisors

ATTEST:

SUZANNE ALLEN DE SANCHEZ
Clerk of the Board of Supervisors

By: _____
Deputy Clerk