[MONTH] [DAY], [YEAR]

[METHOD OF DELIVERY]

[TITLE COMPANY NAME/ESCROW AGENT NAME]
[TITLE COMPANY ADDRESS/ESCROW AGENT ADDRESS]

Re: Closing Instruction Letter, dated as of [MONTH] [DAY], [YEAR], from Guadalupe Neighborhood Development Corporation (“GNDC”) to Escrow Office of [TITLE COMPANY NAME] with respect to certain improvements only located at [STREET ADDRESS], Austin, State of Texas (the "Improvements")

 [[Title/Escrow/File] No. [NUMBER]]

Ladies and Gentlemen:

This letter (“Letter”) is furnished to you in connection with the anticipated closing of the acquisition of the Improvements by \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ ("Buyer") from Guadalupe Neighborhood Development Corporation(“GNDC”). The closing is scheduled to be completed no later than \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, 20\_\_ (the "Closing Date") with an effective date for adjustments of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, 20\_\_. This Letter constitutes a joint closing instruction of the Buyer and GNDC in connection with such closing to be followed by Escrow Officer [Name].

1. Conditions for Closing
2. Execution and Delivery of Documents.
	* 1. On or before the Closing Date, all of the following documents must be executed, notarized (where applicable), and delivered by the Escrow Officer of the Title Company:
			1. Deed for Sale of Improvements Only, signed and notarized by the Buyer and GNDC with necessary attachments including attachments A. Description of Transferred Improvements, B. Description of Real Property on which the Transferred Improvements are Located, and C. Ground Lease with Exhibits, including Resale Formula in Exhibit 9.10, followed by the Guadalupe Neighborhood Development Corporation Community Land Trust Ground Lease and these Exhibits: 1. Letters of Stipulation and Acknowledgement, 2.1. Leased Land, 3.2. Right of First Refusal, 6.7. Stewardship Fee, 7.1. Permitted Mortgages, 9.4. Notice of Intent to Sell, 9.10. Resale Formula Price Schedule, 9.12. Repair Requirements, 13.4. Insurance Requirements;
			2. Mortgage/deeds of trust, signed by the Buyer; and
			3. Fannie Mae Ground Lease Rider, properly filled out, signed by both GNDC and the Buyer, and notarized.
3. Escrow Instruction to Bank.
	* 1. As of the Closing Date, the Escrow Officer shall instruct mortgage lender to withhold the Buyer's funds for local property taxes in the Buyer's escrow account on behalf of the Buyer on a monthly basis for both:
4. THE LAND; and
5. THE IMPROVEMENTS.
6. The Escrow Officer shall assist the Buyer in filing any forms necessary to allow mortgage lender to withhold the funds for property taxes.
7. Post-Closing Instructions
	1. After the Closing Date, all of the following documents must be filed with Travis County by the Escrow Officer of the Title Company;
		1. Deed for Sale of Improvements Only, signed and notarized by the Buyer and GNDC with necessary attachments including attachments A. Description of Transferred Improvements, B. Description of Real Property on which the Transferred Improvements are Located, and C. Ground Lease with Exhibits, including Resale Formula in Exhibit 9.10, followed by the Guadalupe Neighborhood Development Corporation Community Land Trust Ground Lease and these Exhibits: 1. Letter of Stipulation and Acknowledgement, 2.1. Leased Land, 3.2. Right of First Refusal, 6.7. Stewardship Fee, 7.1. Permitted Mortgages, 9.4. Notice of Intent to Sell, 9.10. Resale Formula Price Schedule, 9.12. Repair Requirements, 13.4. Insurance Requirements;
		2. Mortgage/deeds of trust, signed by the Buyer; and
		3. Fannie Mae Ground Lease Rider, properly filled out, signed by both GNDC and the Buyer, and notarized.
	2. After the filing, the Escrow Officer shall return the original, signed copies of documents to GNDC.

1. Escrow Officer's Acknowledgment and Agreement. Escrow Officer's execution of these Closing Instructions shall conclusively evidence Escrow Officer's agreement to abide by these Closing Instructions and to perform its other obligations under these Closing Instructions. Escrow Officer acknowledges and agrees that Escrow Officer's signature transmitted to the undersigned shall represent the valid and binding execution of these Closing Instructions.

Very truly yours,

Guadalupe Neighborhood Development Corporation

By: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Name:

Title:

Agreed to and accepted this [DAY] of [MONTH], [YEAR]:

[ESCROW OFFICER NAME]

By:\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_
Name:
Title: