



2h. Fee Structure

NORSTAR

Norstar proposes a developer fee sharing arrangement with AAHC of 75% (Norstar) and 25% (AAHC). Depending upon the ownership structure discussed in Tab 2d, any cash flow, after debt service, would be shared between Norstar and AAHC depending upon the responsibilities and guarantees provided by each party.

Norstar's and AAHC's fee would be paid in installments following the closing of the financing through the issuance of 8609's following the completion of the project.



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MHT

Fee Structure CO-DEVELOPER

In general, Development Fees are limited by MSHDA to 15% of Development Costs under its administration of the Low-Income Housing Tax Credit Program. Given MHT's expertise in raising investor capital and sourcing conventional debt and subordinate financing, managing construction and development risk, providing lender and investor guaranties, and providing long-term assistance in developing AAHC's expertise, MHT anticipates that it will be fully responsible for all aspects of development as Managing General Partner. In view of our responsibilities over a 15-year commitment and AAHC's ownership of the real estate, we would anticipate earning at least 50% of development fee(s) and incentive management fee(s) (if any), and a disposition fee at the end of the compliance period for our assistance in selling/refinancing the properties for AAHC's future benefit.