

EXHIBIT J - 1

Form Of CPA Final Allocation Certification Letter

(Letter must be typed on the CPA's letterhead making the certification)

Owner's Name: _____

Project Name: _____

Project Number: _____

We have audited the costs included in the accompanying South Carolina State Housing Finance and Development Authority Low-Income Housing Tax Credit Application and schedule of eligible and qualified development costs of _____ (the "Owner") related to the development of the _____ Apartments ("the Project") as of _____, _____. The application and schedule are the responsibility of the Owner and the Owner's management. Our responsibility is to express an opinion on the application and schedule based on our audit.

We conducted our audit in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the application and schedule are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the application and schedule. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the application and schedule. We believe that our audit provides a reasonable basis for our opinion.

The accompanying application and schedule were prepared in conformity with the accounting practices prescribed by the Internal Revenue Service, under the accrual method of accounting, and in conformity with the format and qualified allocation plan rules set by the South Carolina State Housing Finance and Development Authority, which is a comprehensive basis of accounting other than generally accepted accounting principles.

In our opinion, the accompanying Low-Income Housing Tax Credit Application and the schedule of eligible and qualified development costs present fairly, in all material respects, the actual costs of \$_____ and eligible basis of \$_____ incurred by _____ (the "Owner") for the _____ Apartments ("the Project") as of _____, _____, on the basis of accounting described above.

This report is intended solely for the information and use of the Owner and the Owner's management and for filing with the South Carolina State Housing Finance and Development Authority and should not be used for any other purpose.

We are a firm of independent public accountants of which a significant portion of our practice relates to tax matters and interpretation of the Internal Revenue Code of 1986, as amended.

We have no financial interest in the Project other than in the practice of our profession.

Signature of CPA

Date