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November 30, 2012

Mr. Spencer Roane
President
Pentagon Properties, Inc.
P.O. Box 20256
Atlanta, GA 30325

Re: MHI/NCC Matter

Dear Mr. Roane:

My firm represents the Manufactured Housing Institute (hereinafter referred to as "Institute" or "MHI").

I have been asked to respond to your numerous communications regarding an MHI/National Communities Council ("NCC") meeting held on October 8, 2012 (the "Meeting").

Without addressing each and every allegation and assertion you make individually, the most succinct summation of MHI's position is as follows.

Based on the facts presented regarding what was stated at the Meeting we have determined that no "slanderous or defamatory" comments were made against you. To be even clearer, MHI's position, with the Executive Committee of the Board being fully briefed on the matter, is that no laws were broken and no legal cause of action exists on your part against MHI, NCC or the Chairman of the NCC Division as a result of the proceedings at the Meeting; and MHI considers the matter closed.

As you are aware from your years of participation, MHI is the nation's leading trade organization representing all segments of the factory built housing

industry. By virtue of that definition, it is understood MHI represents a broad spectrum on business interests within the industry (e.g., business, size, geography, business models, etc.) and that this diverse membership will often express a wide range of views on issues and Institute activity. MHI, in fact, seeks out all points of view on industry issues anticipating they will contribute to the discussion and ultimately the most favorable, widely supported outcomes. While both democracy and dissension at times can be a strenuous process, every disagreement, differing point of view, or opinion asserted (whether officially on behalf of the organization or in ones own personal capacity) does not warrant legal action, apologies, or the need for point by point rebuttals (the reason why, as stated above, this letter does not attempt to address all of your allegations regarding, for example, that comments were "mean spirited").

In conclusion, MHI/NCC will continue to work for the best interest of the industry inviting comments, the occasional contentious debate, pursuing the goal of productive meetings and measurable success.

Notwithstanding the foregoing, however, MHI's most valuable asset is its name and reputation. Over the years, MHI has diligently worked to serve the industry and establish significant good will within its membership, the industry at-large, as well as with the government and the consumers the membership serves. MHI actively monitors and proactively addresses any attempts by third parties who wrongfully disparage the organization. Therefore, to the extent any third party communicates (orally, in writing, electronically) untrue, false, fabricated deleterious statements regarding MHI, the Institute is firmly committed to pursue every legal remedy available to preserve the reputation it has worked so hard to establish and maintain. This includes statements made from its membership as well.

If you have any questions regarding this foregoing, please feel free to contact me.

Sincerely,

David P. Goch

cc: Richard Jennison, President & CEO, MHI
cc: Don Glisson, Jr., Chairman, MHI