

## Sample

Remove colored text after preparing the certification. Text in **green highlight** is information to be provided. Text in **yellow highlight** is explanation and guidance.

### **Mark-to-Market** **Form 7.23** **Certification of (Full) TPA Documents and Request for Final TPA** **Approval**

**date**

Project Name: **name of project**  
Project Address: **street, city, state, zip**  
Project I.D. #: **FHA project number**  
Purchaser Entity: **full legal name of purchaser entity**

Dear **name of OMHAR Portfolio Director**:

The undersigned has completed a review of all the transfer of physical asset (TPA) documents prepared in conjunction with the restructuring transaction for the above-referenced project, for which a full TPA review is required. The undersigned hereby certifies compliance with all requirements of OPG Appendix D; that the TPA documents have been completed accurately and in conformance with OPG Appendix D; the Restructuring Commitment executed by you, the owner and the purchaser; and with HUD's guidelines for closing under Mark-to-Market.

I certify that the purchaser entity referenced above is the new owner of the project, and that this purchaser entity is the same as the entity to which you gave Preliminary TPA Approval.

I certify that the TPA documents set out in Attachment A correctly reflect the transfer as approved by OMHAR in its Preliminary TPA Approval letter dated **date** and have not been altered or amended in any way, except as approved by OMHAR in writing and duly note any and all post-Preliminary Approval alterations or amendments, on an Attachment B to this letter, including a clear and precise explanation for the modification and a copy of the OMHAR approval for these changes.

Signed and certified by:

**Name of PAE Representative**  
**Title**  
**date of signature**

**Attachment A:**

- New Organizational Documents (certified or recorded, as required for type of entity).
- Deed or assignment of the deed.
- Contract - Sale, Option or Land (recorded).
- Regulatory Agreement (new or amended, evidencing original recording).

**Attachment B: Written OMHAR approval of any changes subsequent to Preliminary TPA Approval**