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Walley's Partners Limited Partnership
P.O. Box 158
Genoa, NV 89411

Title of Document: Reassignment of Notes Receivable and Mortgages
Date of Document: October 31, 2006
Grantor/Lender: Resort Funding LLC
Grantee/Borrower: Walley's Partners Limited Partnership
Address: 213 W. Wesley Street, Suite 200
Wheaton, Illinois 60187
Legal Description: (condo development)

REASSIGNMENT OF NOTES RECEIVABLE AND MORTGAGES

THIS REASSIGNMENT OF NOTES RECEIVABLE AND MORTGAGES ("Reassignment") is made and executed as of October 31, 2006, by Resort Funding LLC, a Delaware limited liability company ("Lender"), whose address is 360 South Warren Street, 6th Floor, Syracuse, New York 13202 to Walley's Partners Limited Partnership, ("Borrower"), whose address is first set forth above.

RECITALS:

A. Borrower and Lender entered into that certain Hypothecation Loan Agreement, dated as of December 30, 2005 (as amended from time, to time, the "Agreement") (capitalized terms used and not defined herein shall have the meaning given to them in the Agreement), pursuant to which Lender agreed to lend, on the terms and conditions set forth in the Agreement, the Loan to Borrower, evidenced by a Note dated on or of even date therewith (as amended from time, to time, the "Note"), which is secured by a security interest and lien granted by the Collateral.

EXHIBIT "A" TO REASSIGNMENT OF NOTES AND MORTGAGES

Description of Deed(s) of Trust:

INTERVAL #	TRUSTOR	DATE RECORDED	BOOK	PAGE	DOCUMENT #
0307534A	Darvas, Peter R. Darvas, Staci D.	May 27, 2005	0505	12367	645383
0408535A	Dorais, Dena L	April 14, 2006	0406	4709	672700
0203133B	Emm, Forrest J. Emm, Mary L	June 21, 2002	0602	6941	545252
0202607A	Larson, Ronney	December 10, 2004	1204	4487	631539
0202509A	Luce, Kara N.	September 24, 2004	0904	9418	624920
0307050A	Madrid, Marien D. Unico, Renato M.	November 19, 2004	1104	9408	629839
0408634B	Nichols II, Michael Nichols, Autumn	May 19, 2006	0506	7622	675347
0204906B	Rakchhat, Somchhay Rakchhat, Phousamay	February 21, 2003	0203	8534	567733
0307230B	Scott, Michael Scott, Lisa	February 5, 2005	1205	3584	622738