

OFFICIAL RECORD

Requested By:

STEWART TITLE OF DOUGLAS

COUNTY

Douglas County - NV
Werner Christen - Recorder

Page: 1 Of 3 Fee: 16.00
BK-1206 PG- 3678 RPT: 0.00



After recording, please return to:
Walley's Partners Limited Partnership
P.O. Box 158
Genoa, NV 89411

Title of Document: Reassignment of Notes Receivable and Mortgages
Date of Document: November 28, 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 November 28, 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.

B. The Agreement provides that Lender will reassign certain Collateral in accordance with the Agreement to Borrower.

In consideration of the foregoing, Lender agrees as follows:

1. The above recitals are true and correct and incorporated in this Reassignment.

2. Lender hereby reconveys, reassigns, transfers, and sets over to Borrower all of its right, title, and interest in and to the Notes Receivable, Mortgages and the Purchase Documents related thereto described in Exhibit "A" attached and incorporated in this Assignment, without recourse and without warranty of any kind.

IN WITNESS WHEREOF, Lender has executed this Reassignment on the date first written above.

Sandra LaBarge
Witness Sandra LaBarge
Print Name: _____

Teresa M. Torano
Witness
Print Name: TERESA M. TORANO

RESORT FUNDING LLC, a Delaware
Limited liability company

By: Lisa M. Henson
Print Name: Lisa M. Henson
Title: President & COO

STATE OF NEW YORK)
) SS
COUNTY OF ONONDAGA)

The foregoing instrument was acknowledged before me this 28th day of November, 2006, by Lisa M. Henson as President & COO of RESORT FUNDING LLC, a Delaware limited liability company, on behalf of the company. She is personally known to me.

Jacqueline A. See
(Notary Signature)

Jacqueline A. See
(Notary Name Printed)

NOTARY PUBLIC
Commission No. 5/20/10

(Notary Seal) **JACQUELINE A. SEE**
Notary Public in the State of New York
Qualified in Onondaga County, No. 5060579
My Commission Expires May 20, 2010

EXHIBIT "A" TO REASSIGNMENT OF NOTES RECEIVABLE AND MORTGAGES

Description of Deed(s) of Trust

Interval #	Trustor	Date Recorded	Book	Page	Document #
0205446C	Flores, Jr. Jesse Flores, Patricia	April 30, 2004	0404	15279	611844
0100251B	Herschleb, Ray L.	March 30, 2000	0300	5523	488832
0307343A	Lillo, Steve Lublin, Jill	March 25, 2005	0305	10888	639962
0307604C	Lindley, Ronald	August 19, 2005	0805	8750	652693
0205703A	Nera, Crisчей Nera, Charito	August 30, 2002	0802	10943	551062
0205839A	Porcayo, April	July 25, 2003	0703	12503	584403
0307212A	Romero, Jr. John Romero, Jody	January 14, 2005	0105	4542	634431
0307109A	Spencer, Anita	December 27, 2004	1204	12022	632943
0307818A	Todd, James D. Todd, Rhonda D.	November 14, 2005	1105	5406	660525
0307106A	Winter, Dionne Hunt	November 19, 2004	1104	9447	629852

0101444A Prokopp, De Anna K.
Prokopp, Timothy J. January 26, 2001 0101 4596 507487