

OFFICIAL RECORD

Requested By:

STEWART TITLE OF DOUGLAS

COUNTY

Douglas County - NV
Werner Christen - Recorder

Page: 1 Of 3 Fee: 16.00
BK-0207 PG- 5256 RPTT: 0.00



The undersigned hereby affirms that this document submitted for recording does not contain the social security number of any person or persons. (Per NRS 239B.030)

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

(Space Above for Recorder's Use Only)

Title of Document: Reassignment of Notes Receivable and Mortgages
Date of Document: January 5, 2007
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 January 5, 2007, 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: _____

Pamela J. Krause
 Witness
 Print Name: Pamela Krause

RESORT FUNDING LLC, a Delaware
 Limited liability company

By: Karen J. Hayes
 Print Name: Karen J. Hayes
 Title: Vice President of Operations

STATE OF NEW YORK)
) SS
 COUNTY OF ONONDAGA)

The foregoing instrument was acknowledged before me this 5th day of January, 2007, by Karen J. Hayes as Vice President of Operations of RESORT FUNDING LLC, a Delaware limited liability company, on behalf of the company. ~~He~~/She is personally known to me, or has produced _____ as identification.

Jacqueline A. See
 (Notary Signature)

 (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 #
0307115A	Corbett, Michael W. Loch, Oeum D	December 17, 2004	1204	8015	632239
0308120C	Garcia, Rafaela R.	November 28, 2005	1105	11299	661627
0203722B	Borger, Charles B. Joynt, Sarah E.	October 4, 2002	1002	1438	553824
0100447C	Sengsouriya, Lany	November 12, 2004	1104	5589	629049
0307418C	Stance, Donald C. Stance, Sheila A.	April 29, 2005	0405	12384	643081
0100115B	Tabutol, Sherry Tabutol, Warren	November 28, 2000	1100	5264	503982
0408515C	Trew, Dale B.	August 11, 2006	0806	4450	681914