



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: November 2, 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 November 2, 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
 Print Name: Sandra LaBarge

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

RESORT FUNDING LLC, a Delaware
Limited liability company

By: Bridgette Kershaw
 Print Name: Bridgette Kershaw
 Title: Vice President

STATE OF NEW YORK)
) SS
 COUNTY OF ONONDAGA)

The foregoing instrument was acknowledged before me this 16th day of November, 2007, by Bridgette Kershaw as Vice President 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)

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

Assignment of Deeds of Trust
Exhibit "A"

0609503A	Palo Krian	06	05	095	03	A	\$0.00	Recorded Concurrent Herewith
0609505A	Albert O. Magdaleno	06	05	095	05	A	\$0.00	Recorded Concurrent Herewith
Batch No.:	2H							

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