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 DOC # 712900
11/13/2007 09:12AM Deputy: PK
OFFICIAL RECORD
Requested By:
FIRST AMERICAN - NVOD LA
Douglas County - NV
Werner Christen - Recorder
Page: 1 of 3 Fee: 16.00
BK-1107 PG-2990 RPTT: 0.00

(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 Sa Bargo	RESORT FUNDING LLC, a Delaware Limited liability company
Witness	17
Print Name: Sandra La Barge	By Brogal
Town 1 tone	Print Name. Bridgette Kershaw
Witness	Title: Vice President
Print Name: TERESAM TORAND	
STATE OF NEW YORK ) SS	
COUNTY OF ONONDAGA )	
The foregoing instrument was acknowled	edged before me this day of November
2007, by Bridgette Kershaw as Vice President of	of RESORT FUNDING LLC, a Delaware limited
liability company, on behalf of the company.	e/She is personally known to me or has produced
as identifica	
	Onema li a Sec

(Notary Signature)

Jacqueline A. See

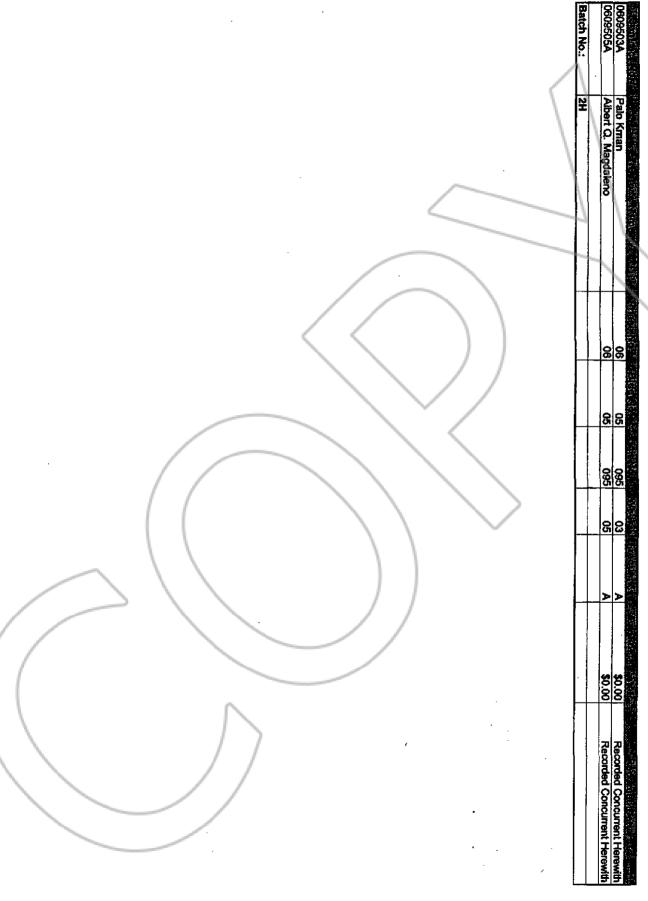
(Notary Name Printed)

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, 200





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