After recording, please return to: Walley's Partners Limited Partnership P.O. Box 158 Genoa, NV 89411 DOC # 723377
05/15/2008 08:49AM Deputy: GB
OFFICIAL RECORD
Requested By:
FIRST AMERICAN - NVOD LA
Douglas County - NV
Werner Christen - Recorder
Page: 1 of 6 Fee: 19.00
BK-508 PG-3944 RPTT: 0.00

Title of Document:

Reassignment of Notes Receivable and Mortgages

Date of Document:

November 7, 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 7, 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.

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:

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

Monder La Barge	
Witness	
Print Name: Sandra Lat	arse

Witness

Print Name:

RESORT FUNDING LLC, a Delaware Limited liability company

Print Name: Karen J Hayes

Title: Vice President of Operations

STATE OF NEW YORK

SS

COUNTY OF ONONDAGA

day of November. The foregoing instrument was acknowledged before me this 2007, by Karen J. Hayes as Vice President of Operations for RESORT FUNDING LLC, a Delaware limited liability company, on behalf of the company. She is personally known to me.

Jacqueline A. See

(Notary Name Printed)

NOTARY PUBLIC Commission No. 5/20/10

JACQUELINE A. SEE Notary Public in the State of New York (Notary Seal) Qualified in Onondaga County, No. 5060579 My Commission Expires May 20, 200

PG-3945

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LAND COURT SYSTEM

REGULAR SYSTEM

RETURN BY: Mail(X) Pick up()

QUINTUS HBR, LLC 5380 HONOIKI ROAD PRINCEVILLE, HI 96722

REASSIGNMENT OF NOTE AND MORTGAGE

NAME OF ASSIGNOR:

RESORT FUNDING LLC

a Delaware limited liability company

ADDRESS OF ASSIGNOR:

360 SOUTH WARREN STREET

SIXTH FLOOR

SYRACUSE, NY 13202

NAME OF ASSIGNEE:

Quintus HBR, LLC,

a Hawaii limited liability company

ADDRESS OF ASSIGNEE:

5380 HONOIKI ROAD PRINCEVILLE, HI 96722

TAX MAP KEY NO.:

4/5-4-11-003 HPR (VARIOUS)

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BK-508 PG-3946

REASSIGNMENT OF NOTE AND MORTGAGE

KNOW ALL MEN BY THESE PRESENTS, that RESORT FUNDING LLC, a Delaware limited liability company (Assignor), Party of the First Part in consideration the sum of Ten and 00/100 (\$10.00) Dollars, lawful money of the United States, to it in hand paid by QUINTUS HBR, LLC, a Hawaii limited liability company (Assignee), Party of the Second Part, at or before the ensealing and delivery of these presents, the receipt whereof is hereby acknowledged, has granted, bargained, sold, assign, transfer, and set over unto the said Party of the Second Part, all those Mortgages described in Schedule A, annexed hereto, together with the Notes secured thereby.

Together with the note or obligation described in said mortgage and the money due and to become due thereon, with interest thereon, without warranty, representations or recourse.

TO HAVE AND TO HOLD the same unto the Assignee, and it's heirs, legal representatives, successors and assigns forever.

IN WITNESS WHEREOF, the Assignor has hereunto caused these presents to be signed in it's name by it's duly authorized officer this _____ day of November 2007.

RESORT FUNDING LLC
a Delaware limited liability company

By: Karen Haves

Its: Vice President of Operations

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	FIRST NAMEZ	BERNATZ KATHERINE L	DEBORAH	TANIAN		\	KAHIA
	LAST NAME2	BERNATZ	BURNS	TRUJILLO			TAYLOR
	FIRST NAME	JOHN C	NHOC	JASON M	MARY LOU	PEGGY K	EGINA
	LAST NAME	A5C01532 0101422A BERNATZ J	BURNS	TRUJILLO	ALLEYJOYNER	GARRETSON	INGRAM
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DAVID WALLEY'S-DEFAULTS

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FIRST		-	JANICE	JANICE	JULIE
	LAST NAME2 NAME2		MICHAEL CHROBAK	CHROBAK	BRUMBAUGH
FIRST	NAME	LILLIAN L	MICHAEL	MICHAEL CHROBAK	DARREN
	LAST NAME	5C02019 0203334C JAMESROAN	CHROBAK	CHROBAK	46302283 0308006B BRUMBAUGH DARREN BRUMBAUGH JULIE
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