

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

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Page: 1 of 3 Fee: 16.00
BK-808 PG-1958 RPTT: 0.00



Title of Document: Reassignment of Notes Receivable and Mortgages
Date of Document: May 15, 2008
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 May 15, 2008, 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. Toranzo
 Witness
 Print Name: TERESA M. TORANZO

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 15th day of May 2008, 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 Signature)

Jacqueline A. See
 (Notary Name Printed)

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

NOTARY PUBLIC
 Commission No. 5/20/10

DAVID WALLEYS-FORECLOSURE

CONTRACT REF#	LAST NAME	FIRST NAME	LAST NAME2	FIRST NAME2	CLOSED DATE	CLOSED REASON	DEED DATE	RECRD	BOOK	PAGE	INSTRUM	FROM	TO	ASGND DATE	RECRD	BOOK	PAGE	INSTRUM	
A5C02708	GRIFFIN	PATRICI					08/12/06	08/25/06	806	9673	683035	WPLP	RFLLC	12/30/05	12/30/05	1205	19616	684727	
A6801988	BROWN	SARA E						10/20/06	1006	7498		WPLP	RFLLC	09/01/06	09/05/06	906	876	683720	
A6A02261	TENORIO	RICK R			04/29/08	CHARGEBACK	10/08/06	10/20/06	1006	7498		WPLP	RFLLC	10/25/06	10/30/06	1006	10741		
A7C00019	ROYCE	MARY L					08/05/07	11/30/07	1107	7709									

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