

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

DOC # 728741
08/21/2008 02:24PM Deputy: PK
OFFICIAL RECORD
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Page: 1 of 3 Fee: 16.00
BK-808 PG-3554 RPTT: 0.00



Title of Document: Reassignment of Notes Receivable and Mortgages
Date of Document: April 22, 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 April 22, 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 Sandra LaBarge
 Print Name: _____

Rose Ann Cain
 Witness
 Print Name: Rose Ann Cain

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 23rd day of April 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 WALLEY'S-FORECLOSURE

CONTRACT REF#	LAST NAME	FIRST NAME	LAST NAME2	FIRST NAME2	DEED DATE	RECRD	BOOK	PAGE	INSTRUM	FROM	TO	ASGND DATE	RECRD	BOOK	PAGE	INSTRUM
ASGD1739	MATTHEWS	LENARD R	MATTHEWS	DIANNE S	02/10/06	02/24/06	206	7699	668555	WPLP	RFLLC	02/24/06	02/27/06	206	8300	668703
AS200947	RICHARDSON	RONALD	RICHARDSON	DIANE	06/03/06	06/16/06	606	5267	677371	WPLP	RFLLC	03/03/06	03/10/06	306	3490	668582
AS600954	PEREZ	JONATHAN										06/23/06	06/26/06	606	8765	678051



BK-808
PG-3556