

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

DOC # 729414
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Page: 1 of 3 Fee: 16.00
BK-908 PG-952 RPTT: 0.00



Title of Document: Reassignment of Notes Receivable and Mortgages
Date of Document: July 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 July 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
Print Name: Sandra LaBarge

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

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 18th day of ~~July~~ ^{August} 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. 011257
(Notary Seal) My Commission Expires 2010

NOTARY PUBLIC
Commission No. 5/20/10

ALLEY'S FORECLOSURE

REF#	LAST NAME	FIRST NAME	LAST NAME2	FIRST NAME2	DEED DATE	RECD	BOOK	PAGE	INSTRUM	FROM	TO	ASGND DATE	RECD	BOOK	PAGE	INSTRUM
0100640B	HINES	ROBERT J	HINES	NUDITHA						WPLP	RELLC	12/30/05	12/30/05	1205	13616	664727
0401240A	KANE	BRUCE	KANE	JULIA						WPLP	RFLC	12/30/06	12/30/06	1206	13616	664727
0203532A	MDEFEAT	WILLIAM	SEE	DEBRA						WPLP	RELLC	12/30/05	12/30/05	1205	13616	664727
0204749A	MAWSON	ERIC	MAWSON	YOLANDA C						WPLP	RFLC	12/30/05	12/30/05	1205	13616	664727
0306406A	LINDERWOOD	GEOCONDA								WPLP	RFLC	12/30/05	12/30/05	1205	13616	664727
0306819A	BLANTON	STEVEN M	BLANTON	DAWN R						WPLP	RFLC	12/30/05	12/30/05	1205	13616	664727
0307510C	VEGA	JASON	VEGA	MELISA						WPLP	RFLC	12/30/05	12/30/05	1205	13616	664727
0307649A	RECERRA	MARIA E	GOMEZ	JOSE A						WPLP	RFLC	12/30/05	12/30/05	1205	13616	664727
0307843C	CASTILLO	ERNESTO G	CASTILLO	ROSALIND R						WPLP	RFLC	12/30/05	12/30/05	1205	13616	664727
0408831A	WILLIAMS	JOHN R	WILLIAMS	MAVIS L	06/10/06	06/23/06	606	8232	677950	WPLP	RELLC	06/30/06	07/03/06	706	446	678707
0708719B	WOOD	DANIEL	WOOD	ANNA	01/09/07	09/09/07	307	662		WPLP	RELLC	03/09/07	03/12/07	307	3116	
0208243C	MONDO	JOSIEPH	MONDO	LAURE	02/10/07	03/16/07	307	6140		WPLP	RFLC	03/23/07	03/26/07	307	7844	
0810310C	HERSCHBACH	NELIA M	HERSCHBACH	THOMAS G	09/14/07	09/21/07	007	4801		WPLP	RFLC	09/20/07				
0609413B	SNELL	JAMES R	SNELL	RETTIELOU	09/17/07	09/27/07	007	6671		WPLP	RFLC	10/19/07				



BK-908
PG-954