After recording, please return to: Walley's Partners Limited Partnership P.O. Box 158 Genoa, NV 89411 DOC # 729422
09/05/2008 11:03AM Deputy: PK
OFFICIAL RECORD
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FIRST AMERICAN - NVOD LA
Douglas County - NV
Werner Christen - Recorder
Page: 1 of 3 Fee: 16.00
BK-908 PG-979 RPTT: 0.00

Title of Document:

Reassignment of Notes Receivable and Mortgages

Date of Document:

July 18, 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 18, 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.

Lucy	Kud	wix
Witness	-	
Print Name:(Lucy	Ludwia
/	7	

Witness Print Name: KATHLEEN A. Sn RESORT FUNDING LLC, a Delaware

Limited liability company

Print Name: Karen J. Dayes
Title: Vice President of Operations

STATE OF NEW YORK

) SS

COUNTY OF ONONDAGA

The foregoing instrument was acknowledged before me this $\frac{18^{11}}{100}$ day of July 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.

(Notary Signature)

Jacqueline A. See

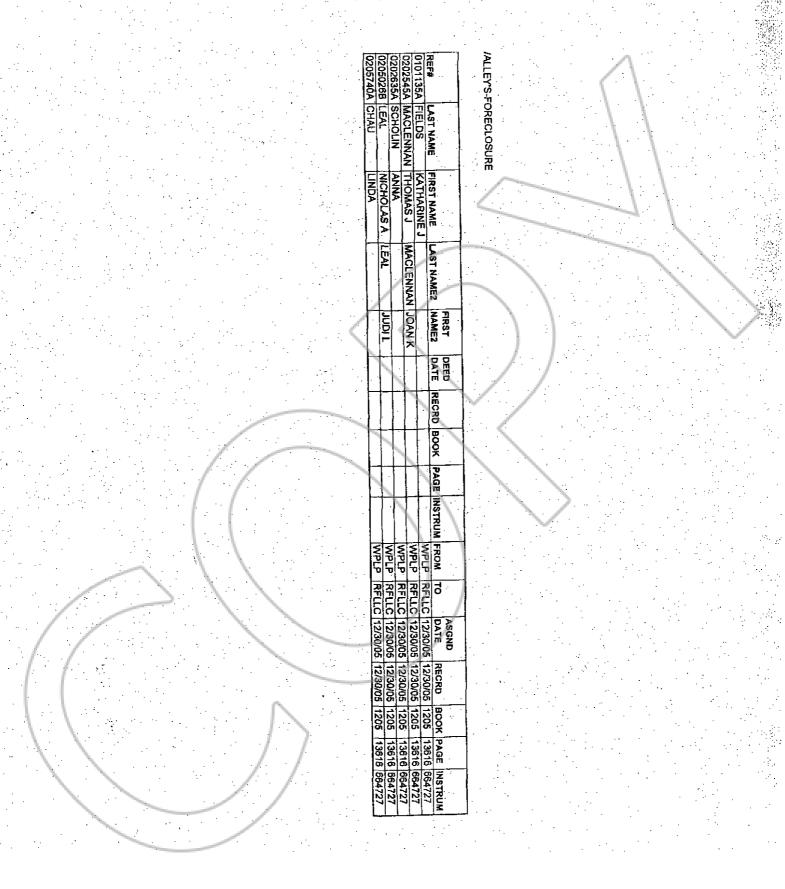
(Notary Name Printed)

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