

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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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 Ludwig
 Witness
 Print Name: Lucy Ludwig

Kathleen A. Smith
 Witness
 Print Name: KATHLEEN A. SMITH

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 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)

NOTARY PUBLIC
 Commission No. 5/20/10

JACQUELINE SEE
 Notary Public in the State of New York
 Qualified in Onondaga County No. 15060579
 (Notary Seal) Commission Expires May 20, 2010



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ALLEYS-FORECLOSURE

REF#	LAST NAME	FIRST NAME	LAST NAME2	FIRST NAME2	DEED DATE	RECRD	BOOK	PAGE	INSTRUM	FROM	TO	ASGND DATE	RECRD	BOOK	PAGE	INSTRUM
0107135A	FIELDS	KATHARINE J								WPLP	RFLIC	12/30/05	12/30/05	1205	13616	684727
0202545A	MACLENNAN	THOMAS J	MACLENNAN	JOAN K						WPLP	RFLIC	12/30/05	12/30/05	1205	13616	684727
0202635A	SCHOLIN	ANNA								WPLP	RFLIC	12/30/05	12/30/05	1205	13616	684727
0205026B	LEAL	NICHOLAS A	LEAL	JUDIL						WPLP	RFLIC	12/30/05	12/30/05	1205	13616	684727
0205740A	CHAU	LINDA								WPLP	RFLIC	12/30/05	12/30/05	1205	13616	684727



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