



029-190-33
029-190-32
029-190-27

This instrument was prepared by:

Phillip Wang, Esquire
Duane Morris LLP
One Market, Spear Tower
Suite 2200
San Francisco, California 94105

After recording return to:

Anthony Narula, Esquire
Bilzin Sumberg Baena Price & Axelrod LLP
1450 Brickell Avenue, Suite 2300
Miami, Florida 33131

**ASSIGNMENT OF DEED OF TRUST AND SECURITY AGREEMENT
AND OTHER LOAN DOCUMENTS**

FOR VALUE RECEIVED, the receipt and sufficiency of which are hereby acknowledged, **BANK OF AMERICA, N.A., A NATIONAL BANKING ASSOCIATION, AS TRUSTEE FOR THE REGISTERED HOLDERS OF WACHOVIA BANK COMMERCIAL MORTGAGE TRUST, COMMERCIAL MORTGAGE PASS-THROUGH CERTIFICATES, SERIES 2006-C27 ("Assignor")**, having a mailing address of c/o LNR Partners, LLC, 1601 Washington Avenue, Suite 700, Miami Beach, Florida 33139, does hereby grant, bargain, sell, assign, deliver, convey, transfer and set over unto **U.S. BANK NATIONAL ASSOCIATION, A NATIONAL BANKING ASSOCIATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE UNITED STATES OF AMERICA, NOT IN ITS INDIVIDUAL CAPACITY BUT SOLELY IN ITS CAPACITY AS TRUSTEE FOR THE REGISTERED HOLDERS OF WACHOVIA BANK COMMERCIAL MORTGAGE TRUST, COMMERCIAL MORTGAGE PASS-THROUGH CERTIFICATES, SERIES 2006-C27 ("Assignee")**, having a mailing address of c/o LNR Partners, LLC, 1601 Washington Avenue, Suite 700, Miami Beach, Florida 33139, all of the Assignor's right, title and interest in and to the deed of trust described below, as such instrument may from time to time have been amended, assumed, consolidated, modified and/or assigned, and all other loan documents executed in connection therewith, as each such document may have been amended, assumed, consolidated, modified and/or assigned (the "**Other Loan Documents**"):



That certain Deed of Trust and Security Agreement, made as of June 22, 2006 (“**Deed of Trust**”), by Roppongi-Tahoe LP, a California limited partnership, in favor of Chicago Title Company, as Trustee, for the benefit of Nomura Credit & Capital, Inc., a Delaware corporation (“**Original Lender**”), recorded June 23, 2006, as Document No. 0678009, in Book 0606, Page 8502, in the Official Records of Douglas County, Nevada (the “**Records**”). The Deed of Trust was assigned by: (a) Original Lender to Wells Fargo Bank N.A., as Trustee for the registered holders of Wachovia Bank Commercial Mortgage Trust, Commercial Mortgage Pass-Through Certificates, Series 2006-C27 (“**Assignee #1**”), pursuant to that certain Assignment of Deed of Trust and Security Agreement, executed September 30, 2009, recorded October 22, 2009, as Document No. 0752565, in Book 1009, Page 4376, in the Records; and (b) Assignee #1 to Bank of America, N.A., as Trustee for the registered holders of Wachovia Bank Commercial Mortgage Trust, Commercial Mortgage Pass-Through Certificates, Series 2006-C27, pursuant to that certain Assignment of Deed of Trust and Security Agreement, effective as of March 31, 2009, executed as of July 6, 2009, recorded March 19, 2010, as Document No. 760466, in Book 310, Page 4352, in the Records.

TOGETHER WITH all rights accrued or to accrue under the Deed of Trust and Other Loan Documents, any and all promissory note(s) and the obligations described therein, the debt and claims secured thereby, and all sums of money due and to become due thereon, with interest as provided for therein.

TO HAVE AND TO HOLD the same unto the Assignee and to the successors and assigns of the Assignee forever.

THIS ASSIGNMENT IS MADE WITHOUT RECOURSE AND WITHOUT REPRESENTATION OR WARRANTY, EXPRESS, IMPLIED OR BY OPERATION OF LAW, OF ANY KIND AND NATURE WHATSOEVER.

The Deed of Trust assigned hereby encumbers the real property legally described on **Exhibit A** attached hereto and incorporated herein by this reference.

IN WITNESS WHEREOF, this Assignment has been duly executed on behalf of Assignor on May 22, 2012.

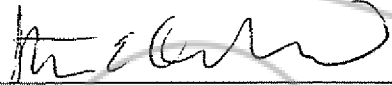
[END OF TEXT - SIGNATURE AND ACKNOWLEDGMENT PAGES FOLLOW]



ASSIGNOR:


BANK OF AMERICA, N.A., A NATIONAL BANKING ASSOCIATION, AS TRUSTEE FOR THE REGISTERED HOLDERS OF WACHOVIA BANK COMMERCIAL MORTGAGE TRUST, COMMERCIAL MORTGAGE PASS-THROUGH CERTIFICATES, SERIES 2006-C27

[NO CORPORATE SEAL]

By: 

Printed Name: Steven E. Orlandino

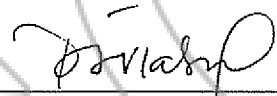
Vice President and trust officer of U.S. Bank National Association - Attorney-in-Fact under Limited Power of Attorney dated October 24, 2011

Attest: 

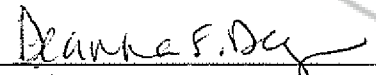
Printed Name: Paul D. Robinson

Vice President and trust officer of U.S. Bank National Association - Attorney-in-Fact under Limited Power of Attorney dated October 24, 2011

Signed, Sealed and Delivered in the presence of:



Printed Name: Dilyana Y. Vlashka
Witness #1



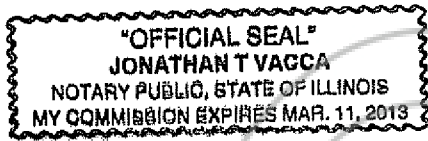
Printed Name: Deanna F. Degnan
Witness #2

[Witnesses as to both signatures]



STATE OF ILLINOIS)
) ss:
COUNTY OF COOK)

The foregoing instrument was acknowledged before me, a notary public, this 22nd day of May, 2012, by Steven E. Orlandino, and Paul D. Robinson, as Vice President and trust officer of U.S. Bank National Association, a national banking association organized and existing under the laws of the United States of America, and as Vice President and trust officer of U.S. Bank National Association, a national banking association organized and existing under the laws of the United States of America, respectively, as Attorney-in-Fact on behalf of **BANK OF AMERICA, N.A., A NATIONAL BANKING ASSOCIATION, AS TRUSTEE FOR THE REGISTERED HOLDERS OF WACHOVIA BANK COMMERCIAL MORTGAGE TRUST, COMMERCIAL MORTGAGE PASS-THROUGH CERTIFICATES, SERIES 2006-C27.** Each is personally known to me.



Jonathan T. Vacca
Notary Public, State of Illinois
Print Name: Jonathan T. Vacca
My Commission Expires: 3/11/2013

[AFFIX NOTARY SEAL/STAMP ABOVE]



EXHIBIT A

LEGAL DESCRIPTION

THE LAND REFERRED TO HEREIN BELOW IS SITUATED IN THE CITY OF SOUTH LAKE TAHOE, COUNTY OF EL DORADO, STATE OF CALIFORNIA AND IS DESCRIBED AS FOLLOWS:

CITY OF SOUTH LAKE TAHOE

PARCEL ONE:

PARCEL 1 AS SHOWN ON THE PARCEL MAP FILED FOR RECORD IN THE OFFICE OF THE RECORDER OF EL DORADO COUNTY, CALIFORNIA ON MAY 11, 1990 IN BOOK 41 OF PARCEL MAPS, PAGE 149.

ASSESSOR'S PARCEL NUMBER 029-190-27; 029-190-32 AND 029-190-33

PARCEL TWO:

A NON-EXCLUSIVE EASEMENT FOR PURPOSES RELATED TO CONSTRUCTION AND FOR PEDESTRIAN AND VEHICULAR INGRESS AND EGRESS, ACCESS, SIGNAGE, LANDSCAPING AND OTHER PURPOSES, AS SET FORTH IN THE DOCUMENT RECORDED MAY 10, 1990 IN BOOK 3347 PAGE 604, OFFICIAL RECORDS OF COUNTY OF EL DORADO, STATE OF CALIFORNIA AND ALSO RECORDED MAY 10, 1990, IN BOOK 590, PAGE 1628, OFFICIAL RECORDS OF COUNTY OF DOUGLAS, STATE OF NEVADA AS CONVEYED BY ASSIGNMENT OF EASEMENT FROM KOAR-TAHOE PARTNERS, L.P., A CALIFORNIA LIMITED PARTNERSHIP TO ROPPONGI-TAHOE, L.P., A CALIFORNIA LIMITED PARTNERSHIP, DATED DECEMBER 15, 2000, RECORDED DECEMBER 20, 2000, AS INSTRUMENT NO. 505382, IN BOOK 1200, PAGE 4212, OFFICIAL RECORDS OF COUNTY OF DOUGLAS, STATE OF NEVADA.

APN: 029-190-27, 32 and 33