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Cook County Recorder 23.50



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Prepared by, and after recording
return to:
James J. Schwert, Esq.
Oppenheimer Wolff & Donnelly LLP
Plaza VII, Suite 3300
45 South Seventh Street
Minneapolis, MN 55402

Freddie Mac Loan No. 002731738

ASSIGNMENT
OF
CROSS-COLLATERALIZATION AGREEMENT
(LEASEHOLD MORTGAGES)
(ILLINOIS)

FOR VALUABLE CONSIDERATION, GLASER FINANCIAL GROUP, INC., a corporation organized and existing under the laws of Minnesota, hereby assigns and transfers to the FEDERAL HOME LOAN MORTGAGE CORPORATION, a corporation organized and existing under the laws of the United States, all its right, title, and interest in, to and under the following document, relating to The Hallmark, Chicago, Illinois; The Gables at Brighton, Rochester, New York; The Springs at East Mesa, Mesa, Arizona; and Park Place Retirement Community, Spokane, Washington:

Cross-Collateralization Agreement (Leasehold Mortgages) dated October 20, 2000, and recorded in the office of the County Records of Cook County, Illinois between and among GLASER FINANCIAL GROUP, INC., a Minnesota corporation, as Lender and BROOKDALE LIVING COMMUNITIES OF ARIZONA-EM, LLC, a Delaware limited liability company, BROOKDALE LIVING COMMUNITIES OF ILLINOIS-2960, LLC, a Delaware limited liability company, BROOKDALE LIVING COMMUNITIES OF NEW YORK-GB, LLC, a Delaware limited liability company, and BROOKDALE LIVING COMMUNITIES OF WASHINGTON-PP, LLC, a Delaware limited liability company, as Guarantors, recorded in the office of the County Records of Cook County, Illinois, in Book _____, Page _____.

Document No. 00870100

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IN WITNESS WHEREOF, the undersigned has caused this Assignment to be duly executed on October 30, 2000.

GLASER FINANCIAL GROUP, INC., a Minnesota corporation

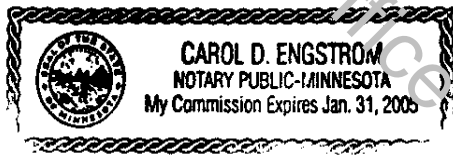
By: [Signature]
Name: Rhonda D. Peare
Title: Senior Vice President

STATE OF MINNESOTA)
) SS
COUNTY OF RAMSEY)

On this 30th day of October, 2000, before me personally appeared Rhonda D. Peare, known to me to be the Senior Vice President of GLASER FINANCIAL GROUP, INC., a Minnesota corporation, the corporation that executed the within and foregoing instrument, and acknowledged the said instrument to be the free and voluntary act and deed of said corporation, for the uses and purposes therein mentioned, and on oath stated that she was authorized to execute said instrument.

IN WITNESS WHEREOF I have hereunto set my hand and official seal this day and year first above written.

[Signature]
Notary Public in and for the State of Minnesota
residing at _____
Commission Expires: _____



This Instrument was drafted by:
James J. Schwert
Oppenheimer Wolff & Donnelly LLP
Plaza VII, Suite 3300
45 South Seventh Street
Minneapolis, MN 55402