### 95296009

[Illinois/Indiana]

(2)

ASSIGNMENT OF COLLATERAL ASSIGNMENT

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ASSIGNMENT OF COLLATERAL ASSIGNMENT (this "Assignment") dated as of March 31, 1995, by ITT COMMERCIAL FINANCE CORP., a Nevada corporation having an address at 645 Maryville Centre Drive, St. Louis, Missouri 63141 ("Assignor") to COMPUTER & EQUIPMENT LEASING CORPORATION, a Wisconsin corporation having an address at 645 Maryville Centre Drive, St. Louis, Missouri 63141 ("Assignore").

### Background

Pursuant to that certain Asset and Stock Purchase Agreement dated as of March 31, 1995 (the "Purchase Agreement") by and between General Electric Capital Corporation, a New York corporation ("Purchaser") and ITT Financial Corporation and ITT Corporation, each a Delawite corporation, Purchaser has agreed to purchase certain assets now held by Assignor. Assignor and Assignee desire that title to certain assets be transferred to Purchaser from Assignee. All capitalized terms used but not defined herein shall have the meanings ascribed to them in the Purchase Agreement.

DEFT-01 RECORDING \$29.00
T\$0012 TRAN 3948 05/04/95 13:28:00
\$6328 \$ UN \*-95-296009
DEPT-10 PENALTY \$26.00

#### Assignment

In consideration of Ten Dollars (\$10.00) and ther good and valuable consideration, the adequacy and receipt of which is hereby acknowledged, Assignor does hereby grant, sell, transfer, assign, deliver, set over and convey to Assignee, all of Assignor's right, title and interest in that certain Collateral Assignment of Note, Mortgage/Deed of Trust, Assignment of Rents and Leases, Title Insurance Policies and UCC Financing Statements more particularly described and referenced on Schedule A hereto (as the same may be amended or modified, the "Collateral Assignment"), together with all of Assignor's right, title and interest in the promissory notes, mortgages, deeds of trust, financing statements, guaranties, security agreements and other instruments collaterally assigned under the Collateral Assignment (collectively, the "Collateral Documents") which documents

TO HAVE AND TO HOLD the Collateral Assignment and Assignor's interest in the Collateral Documents, together with the rights

encumber the property described on Schedule B hereto (the "Real

047253\0009\01249\953U5ANs.ASG

Property").

BOX 333-CTI

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Variable Control

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and privileges thereunto in any wise belonging unto Assignee, its successors and assigns, forever.

This Assignment is made without recourse and without any representation or warranty of any kind whatsoever, express or implied, or by operation of law.

Assignor has caused this Assignment to be duly executed as of the date first written above.

ITT COMMERCIAL FINANCE CORP.

Title:

5 Openson THIS DOCUMENT PREPARED BY AFTER RECORDING RETURN TO:

Weil, Gotshal & Manges 767 Fifth Avenue New York, New York 10153

John Continues of the C Attention: Robert Hempstead, Esq.

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1. 100 TO

STATE OF NEW YORK	}	(ILLINOIS)
COUNTY OF NEW YORK	, ,	
corporation, persona name is subscribed to me this day in persona delivered said Assigns the free and volument purposes therein	HEREBY CERTIFY that INT CYME  1 ly known to me to be o the foregoing instrument as his own free ntary act of said corset forth.	the same person whose rument, appeared before at he signed and and coluntary act, and reporation, for the uses
GIVEN under my land	and notarial seal thi	s $30$ day of March.
Notary Public - Sign	MICHELLE BULZAS  Notary Public State of No 41-459105 Queen	New York
Notary Public · Prin	- I,O' aniasion capital th	27 1973
My County of Residen	ce is:	
My commission expire	s:	C
		C/ort's Original

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### SCHEDULE A Description of Collateral Assignment

Name of Document:

Collateral Assignment of Note, Mortgage/Deed of Trust, Assignment of Rents and Leases, Title Insurance Policies and UCC Financing

Statements

Date: December 20, 1993

WHC - Two Investors, L.P. Assignor:

ITT Commercial Finance Corp. Assignee:

Real Property Records Cook County, IL Recording Offics:

Date of Recording: Decembe:

aber 23,
No. 03071792 Recording Information:

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SCHEDULE B

Barrington Place (#8) LEGAL DESCRIPTION (Page 1 of 1)

O RODS OF THE MORTHEAST 1/4.

12 NORTH, RANGE 9 EAST OF THE TR.

O P 12 301 005

O 1 12 301 006

18-1 Earl Wurde Brright THE EAST 20 RODS OF THE NORTHEAST 1/4 OF THE SOUTHWEST 1/4 OF SECTION 12, TOWNSRIP 42 NORTH, RANGE 9 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOTS

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