

ASSIGNMENT OF MORTGAGE

FOR VALUE RECEIVED, The First National Bank of Chicago, as Trustee under Indenture of Trust dated as of March 1, 1979, as amended (the "1979 Trustee"), for itself and as agent for the City of Chicago, Cook County, Illinois (the "City"), does hereby transfer, assign, set over and convey to Bank of America Illinois successor to Continental Bank, National Association, as Administrator and Trustee pursuant to a Mortgage Origination and Servicing Agreement dated as of February 1, 1979, as amended as of March 1, 1992 (the "Agreement") among the City, the Participants listed on Appendix I attached hereto, Continental Bank, National Association, and the 1979 Trustee, and as successor Trustee pursuant to a certain Trust Indenture dated as of April 1, 1992 (the "1992 Indenture") between the City, as Issuer, and Continental Bank National Association, as Trustee, all of the 1979 Trustee's right, title and interest as mortgagee, in and to the mortgage listed in Exhibit A attached hereto and incorporated herein (the "Mortgage"), to be held in trust pursuant to said Agreement. The Mortgage encumbers the property legally described in Exhibit A and was registered in the Office of the Registrar of Torrens Titles for Cook County, Illinois ("the Registrar's Office") and bears the document registration number set forth in Exhibit A. The 1992 Indenture is secured by certain security and collateral, including the Mortgage. Bank of American Illinois may act as Trustee under a Trust Indenture between the City of Chicago and Bank of America Illinois dated as of January 1, 1995, as it may be amended from time to time (the "1995 Indenture"), with respect to the funding of the City of Chicago, Illinois Residual Revenue Bonds, Series 1995, and upon such funding the security and the payment in full of the City's obligations under the 1992 Indenture, the collateral which secures the 1992 Indenture would be held by Bank of America Illinois, as Trustee under the 1995 Indenture.

IN WITNESS WHEREOF, The First National Bank of Chicago, as Trustee and as Agent as aforesaid, has caused its name to be signed hereto by its duly authorized officer as of this 30 day of JANUARY, 1995.

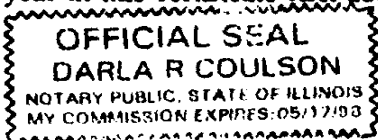
THE FIRST NATIONAL BANK OF CHICAGO, AS TRUSTEE AND AGENT

By: [Signature]
Title: Vice President

STATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

On this 30 day of JANUARY, 1995, before me a notary public in and for said State, personally appeared J. Morand, known to me to be the Vice President of The First National Bank of Chicago, as trustee and agent and acknowledged to me that such party executed the within instrument pursuant to its By-Laws or a resolution of its Board of Directors.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.



[Signature]
Notary Public

Commission Expires: _____

This Instrument Prepared By:
Gregory W. Hummel, Esq.
Rudnick & Wolfe
203 North LaSalle Street
Chicago, Illinois 60601

Return To:

_____ 2300
_____ 20

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NOTARY

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