

This document was prepared by and should be returned after recording to:
JAY GILBERT, ESQ.
479 N. Main St., Suite 200
Glen Ellyn, Il. 60137



(Reserved for Recorder's Use Only)

ASSIGNMENT OF MORTGAGE

FOR VALUE RECEIVED, PRAIRIE MORTGAGE COMPANY, an Illinois corporation ("Assignor"), having its principal place of business at 819 S. Wabash, Suite 508, Chicago, Illinois 60605, does hereby assign, transfer, sell, set over and deliver unto **GMAC COMMERCIAL MORTGAGE CORPORATION**, a California corporation ("Assignee"), having its principal place of business at 650 Dresher Road, Horsham, Pennsylvania 19044-2015, effective as of November 1, 1997, all of its right, title and interest in and to that certain Mortgage, dated as of December 1, 1988, executed and delivered by American National Bank and Trust Company of Chicago, not individually but solely as Trustee under Trust No. 105324-06 ("Mortgagor") in favor of **RESCORP MORTGAGE, INC.** ("Rescorp") encumbering the real property (the "Real Property") described in Exhibit A attached hereto and hereby made a part hereof, which Mortgage was recorded with the Recorder of Deeds of Cook County, Illinois on December 29, 1988 as Document No. 88599520. Said Mortgage was thereafter rerecorded on November 8, 1990, as Document No. 90545678 and amended by that certain Modification Agreement (the "Modification Agreement"), dated as of November 1, 1990, between Rescorp and Mortgagor and recorded with the Recorder of Deeds of Cook County, Illinois on November 8, 1990 as Document No. 90545680. Said Mortgage was assigned by Rescorp to Assignor by that certain Assignment of Mortgage dated February 27, 1992 and recorded with the Recorder of Deeds of Cook County on September 28, 1992 as Document No. 92719136. Said Mortgage, as so amended and assigned, is hereinafter referred to as the "Mortgage". The Mortgage secures the repayment of the indebtedness evidenced by that certain Mortgage Note dated as of December 1, 1988, executed by Mortgagor, payable to the order of Rescorp, in the original principal amount of Eight Million, Five Hundred Ten Thousand Four Hundred Dollars (\$8,210,400.00), which Mortgage Note was subsequently amended by the Modification Agreement and endorsed by Rescorp to Assignor (as so amended and endorsed the "Note"). The Note evidences a mortgage loan (the "Mortgage Loan") in the aforementioned amount made by Rescorp to Mortgagor and LaVergne Courts Limited Partnership, an Illinois limited partnership and the owner of one hundred percent of the beneficial interest in Mortgagor, which Mortgage Loan is insured by the Secretary of Housing and Urban Development of Washington, D.C. ("HUD") under Section 221(d)(4) of the National Housing Act, as amended (12 U.S.C. §1715m).

This Assignment of Mortgage is made without representation, warranty or recourse, except that Assignor hereby warrants to Assignee that: no act or omission of Assignor has impaired the validity of the HUD contract of mortgage insurance with respect to the Mortgage Loan or the validity or priority of the

FOCUS 411-201710

Property of GMAC COMMERCIAL MORTGAGE CORPORATION

Mortgage: that the sum of Eight million six thousand five hundred four and 83/100's Dollars (\$ 8,006,504.83), together with interest from the 1st day of October, 1997, at the rate of nine and one-quarter percent (9.25%) per annum, computed as provided in the Note and Mortgage, is actually due and owing under the Mortgage Loan; and that Assignor has a good right to assign the Note and the Mortgage to Assignee.

IN WITNESS WHEREOF, Assignor has caused these presents to be executed in its name this 31st day of October, 1997.

ASSIGNOR:

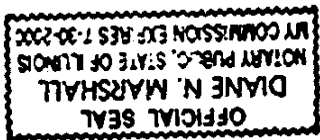
PRAIRIE MORTGAGE COMPANY, an Illinois corporation

By: *Kenneth B. Marshall*
Kenneth B. Marshall, President

STATE OF ILLINOIS)
) ss
COUNTY OF COOK)

I, Diane N. Marshall, a Notary Public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that KENNETH B. MARSHALL, President of Prairie Mortgage Company, an Illinois corporation, and personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person, and acknowledged that he signed and delivered said instrument, in his capacity as President of Prairie Mortgage Company, an Illinois corporation, as his free and voluntary act and as the free and voluntary act of said corporation for the uses and purposes set forth therein.

GIVEN under my hand and notarial seal this 31st day of October 1997.



Notary Public