



This instrument prepared by, and upon recordation should be returned to:
BURR & FORMAN LLP
One Georgia Center - Suite 1200
600 West Peachtree Street
Atlanta, Georgia 30308
Attention: Vanessa G. Morris

Location: Lincoln Highway/Cicero Avenue
Matteson, Illinois
Tax Parcel Number: 31-22-300-023

**ASSIGNMENT OF
MORTGAGE, SECURITY AGREEMENT AND
ASSIGNMENT OF LEASES AND RENTS
AND OTHER RECORDED LOAN DOCUMENTS**

FOR VALUE RECEIVED, the undersigned RED MOUNTAIN FUNDING, L.L.C., a Delaware limited liability company, whose address is 420 North 20th Street, Ninth Floor, Birmingham, Alabama 35203 ("Assignor"), for and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration in hand paid to Assignor by SOUTHTRUST BANK, NATIONAL ASSOCIATION, a national banking association, whose mailing address is P.O. Box 2554, Attention Commercial Real Estate, Birmingham, Alabama 35290 ("Assignee"), the receipt of which is hereby acknowledged, does hereby grant, bargain, sell, convey, assign, transfer, and deliver unto the Assignee, its successors and assigns, **WITHOUT RECOURSE**, all of Assignor's right, title, and interest in and to the following:

- (a) That certain Mortgage, Security Agreement and Assignment of Leases and Rents dated August 5, 1998 given by WEC 930-5 LLC, a Texas limited liability company ("Borrower"), to Assignor, recorded with the County Clerk of Cook County, Illinois, as Document No. 98-700252 and encumbering the land described in **Exhibit A** attached hereto and made a part hereof (the "Security Instrument");
- (b) That certain Assignment of Lease and Rents dated August 5, 1998 from Borrower to Assignor, with the County Clerk of Cook County, Illinois, as Document No. 98-700253;
- (c) That certain UCC-1 Financing Statement executed by Borrower in favor of Assignor, recorded with the County Clerk of Cook County, Illinois, as Document No. 98U09098;
- (d) That certain UCC-1 Financing Statement executed by Borrower in favor of Assignor, recorded with the Illinois Secretary of State, as Document No. 3901293;

49

UNOFFICIAL COPY

(e) That certain Subordination, Non-Disturbance and Attornment Agreement executed by CPS Department Stores, Inc., in favor of Assignor, recorded with the County Clerk of Cook County, Illinois, as Document No. 98700255;

(f) That certain Assumption and Modification of Mortgage and Other Loan Documents dated June 28, 1999, by and among Borrower, Wolverine Equities Company 98C L.P., a Texas limited partnership, Wilson CPS, LLC, a New Jersey limited liability company, and Assignor, recorded with the County Clerk of Cook County, Illinois, as Document No. _____;

(g) That certain UCC-3 Statement of Amendment, recorded with the County Clerk of Cook County, Illinois, as Document No. _____; and

(h) That certain UCC-3 Statement of Amendment, recorded with the Illinois Secretary of State, as Document No. _____.

TOGETHER WITH (i) the Promissory Note described in and secured by the Security Instrument, (ii) all indebtedness due and to become due thereon with interest, and (iii) all rights accrued or to accrue under the Security Instrument.

[THE REMAINDER OF THIS PAGE LEFT BLANK INTENTIONALLY]

IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed by its duly authorized officer on this the 31st day of August, 1999.

RED MOUNTAIN FUNDING, L.L.C., a Delaware limited liability company

By: [Signature]
Name: _____
Title: _____

LAWRENCE D. KATZ
AUTHORIZED SIGNATORY

STATE OF Alabama
COUNTY OF Jefferson SS

I, Madison D. Stedd, a Notary Public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that Lawrence D. Katz, an Authorized Signatory of Red Mountain Funding, L.L.C., a Delaware limited liability company, 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 as such officer of such corporation, as his own free and voluntary act and as the free and voluntary act of such corporation for the uses and purposes therein set forth.

GIVEN under my hand and Notarial Seal this 31st day of August 1999.

Madison D. Stedd
NOTARY PUBLIC
My Commission Expires: 3/10/2003

PARCEL 1:

LOT 2 IN LINCOLN MALL, BEING A SUBDIVISION OF PART OF THE SOUTHWEST 1/4 OF SECTION 22, TOWNSHIP 35 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, ACCORDING TO THE PLAT THEREOF RECORDED AS DOCUMENT 21840371, IN COOK COUNTY, ILLINOIS.

PARCEL 2:

EASEMENTS CONTAINED IN THAT CERTAIN RECIPROCAL CONSTRUCTION OPERATION AND EASEMENT AGREEMENT DATED MARCH 7, 1972 AND RECORDED ON MARCH 24, 1972 AS DOCUMENT NUMBER 21846183, AS AMENDED BY EASEMENT AGREEMENT RECORDED ON MARCH 29, 1971, AS DOCUMENT 21433856, AND BY DOCUMENT NO. 24099069, IN, ON, OVER, UPON AND UNDER LOTS 1, 3, 4, 5 AND 6 IN LINCOLN MALL SUBDIVISION AFORESAID AS PROVIDED THEREIN.

PARCEL 3:

EASEMENTS CONTAINED IN THAT CERTAIN TOTAL SITE AGREEMENT DATED MARCH 7, 1972 AND RECORDED MARCH 24, 1972 AS DOCUMENT 21846182, AS AMENDED BY EASEMENT AGREEMENT RECORDED ON MARCH 29, 1971, AS DOCUMENT NO. 21433856, AND BY DOCUMENT NO. 24099069, IN, ON, OVER, UPON AND UNDER LOTS 1, 3, 4, 5, 8, 9, 10 11 AND 12 IN LINCOLN MALL SUBDIVISION AFORESAID AS PROVIDED THEREIN.

WEC 98C-5-Lincoln Mall:

Location: Lincoln Highway/Cicero Avenue, Matteson, Illinois

Tax Parcel Number: 31-22-300-023