

MTC 50327

ASSIGNMENT OF ASSIGNMENT OF LEASES AND RENTS

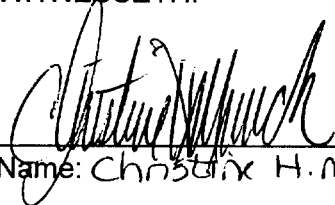
For Value Received, the undersigned holder of an Assignment of Leases and Rents (herein "Assignor") whose address is 2015 West Main Street, Stamford, CT 06902, does hereby grant, sell, assign, transfer and convey, unto ABN AMRO BANK, N.V. ("Assignee") with a mailing address of 135 South LaSalle Street, Suite 725, Chicago, IL 60674-9135, its successors and assigns, a certain Assignment of Leases and Rents dated March 13, 2000, made and executed by DEYCO, INC. to FALCON FINANCIAL, LLC upon the following described property situated in Klamath County, State of Oregon, more particularly described in EXHIBIT A attached hereto and made a part hereof, such Assignment of Leases and Rents having been given to secure payment of the principal sum of \$3,300,000.00, which Assignment of Leases and Rents is of record in Book, Volume, or Liber No. M00, at Page 8395 or as Instrument No. _____ of the Records of Klamath County, State of Oregon.


TO HAVE AND TO HOLD the same unto Assignee, its successor and assigns, forever, subject only to the terms and conditions of the above-described Assignment of Leases and Rents.

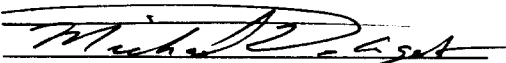
IN WITNESS WHEREOF, the undersigned Assignor has executed this Assignment of Assignment of Leases and Rents on March 1st, 2000.

WITNESSETH:

FALCON FINANCIAL, LLC


Name: Christine H. Memicic

By: 
Name: David A. Karp
Title: Chief Operating Officer

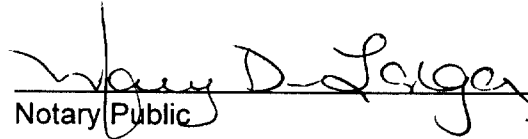

Name: Michael DeAngelis

ACKNOWLEDGMENT

STATE OF Connecticut }
COUNTY OF Fairfield } ss.:
}

On this, the 7th day of March, 2000 before me, the undersigned officer, personally appeared David A. Karp, who acknowledged himself to be the Chief Operating Officer of Falcon Financial, LLC, a Delaware limited liability company, and that he, as such Chief Operating Officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the company by himself as such Chief Operating Officer and desired that the same might be recorded as such.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.


Notary Public

[Notarial Seal]
My Commission Expires: _____

Mary D. Langan
My Commission Expires 11-30-2004

Return to:

Falcon Financial, LLC
2015 West Main Street
Stamford, CT 06902

Attn: David A. Karp

ASSIGNMENT OF ASSIGNMENT OF LEASES AND RENTS

ASSIGNOR: FALCON FINANCIAL, LLC
2015 West Main Street
Stamford, CT 06902

ASSIGNEE: ABN AMRO BANK, N.V.
135 South LaSalle Street
Suite 725
Chicago, Illinois 60674-9135

This Document Prepared By:

Allison W. Berman, Esq.
Thacher Proffitt & Wood
50 Main Street
White Plains, New York 10606

After Recording, Return to:

Mr. David A. Karp
Falcon Financial, LLC
2015 West Main Street
Stamford, CT 06902

91396

EXHIBIT A

PARCEL 1: Lot Four (4) in Block Five (5) of Tract 1080 WASHBURN PARK, according to the official plat thereof on file in the office of the County Clerk of Klamath County, Oregon.

(Code 039, Account No. 3909-003CC-00300, Key No. 527362)

PARCEL 2: A part of the South Half, Southwest Quarter, Southwest Quarter Southwest Quarter of Section 3, Township 39 South, Range 9 East of the Willamette Meridian described as follows: Beginning on the north line of said fractional subdivision 60.0 feet West from the northeast corner thereof; thence West on the north line thereof 550.0 feet to the east right of way line of Washburn Way; thence South on said right of way line 300.0 feet to the north right of way line of Hilyard Avenue; thence East on said right of way line 550.0 feet to the point due south from the point of beginning; thence North 300.0 feet to the point of beginning. EXCEPTING THEREFROM that portion conveyed to the Oregon State Highway Commission by instrument recorded January 17, 1966 in Volume 66, at page 489. ALSO EXCEPTING THEREFROM that portion conveyed to the State of Oregon, by and through its Department of Transportation by instrument recorded January 23, 1997 in Volume M97, page 2009 Microfilm Records of Klamath County, Oregon.

(Code 039, Account No. 3909-003CC-00400, Key No. 527371)

State of Oregon, County of Klamath
Recorded 3/15/00, at 11:31 a. m.
In Vol. M00 Page 8409
Linda Smith,
County Clerk Fee \$ 36⁰⁰