ASSIGNMENT OF DEED OF TRUST BY BENEFICIARY (OREGON)

FOR VALUE RECEIVED, ABN AMRO BANK, N.V., beneficiary under that certain Trust Deed dated March 13, 2000 executed and delivered by Deyco, Inc., grantor, to Lawyers Title Insurance Corporation, trustee, and recorded on March 15, 2000, in Volume M00, at Page 8359, of the Mortgage Records of Klamath County, State of Oregon, the property assigned therein, as assigned to Assignor pursuant to a certain assigned agreement, and recorded on March 15, 2000, in Volume M00, at Page 8406, of the Mortgage Records of Klamath County, State of Oregon, given to secure the payment of one promissory note for the sum of \$3,300,000.00 and interest, hereby grants, assigns, transfers and sets over, without recourse, to HSBC BANK USA, AS TRUSTEE FOR THE REGISTERED HOLDERS OF FALCON FRANCHISE LOAN TRUST 2000-1 FRANCHISE LOAN-BACKED BONDS, having a mailing address of 140 Broadway, 12th Floor, New York, New York 10005-1180 all of the beneficial interest of Beneficiary in the said Deed of Trust, together with the promissory note therein mentioned and all moneys due or that may hereafter become due thereunder, subject only to the provisions as said Deed of Trust specified.

IN WITNESS WHEREOF, Falcon Financial, LLC, has caused its corporate name and seal to be affixed hereto and this instrument to be executed by its duly authorized officers this 20° day of 200° .

ABN AMRO BANK, N.V.

ASSIGNOR

Name:

Title:

HERESE GREML Vice President

THOMASJJ. EDUCATE
SENIOR VICE PRESIDENT

2028/60/2

This document prepared by:

Thacher Proffitt & Wood 50 Main Street White Plains, NY 10606 By: Thomas J. Infurna, Esq. Record and Return to:

Falcon Financial LLC 2015 West Main Street Stamford, CT 06902 Attn: David A. Karp ex.

Return To:

LEXIS Document Services 801 Adlai Stevenson Drive Springfield, IL 62703 Phone: (217) 544-5900

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Debtor: Deyco, Inc.
Juris: County Clerk, Klamath County, OR

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STATE OF)
COUNTY OF) ss.)
Notary Pyblic in and for June Churche, Horse respectively, of the company the	of OCHOLO , 2000, before me, the undersigned, a per said County and State, personally appeared known to me to be the VP and SVP , at is described in, and that executed the within instrument such company executed the same, and on oath stated that the said instrument.
"OFFICIAL SEAL" MARIA THERESE VANDERWARREN	Notary Public for the State of Luinois
Notary Public, State of Illinois My Commission Expires 2-19-2001	My commission expires $\frac{\dot{\omega}-19-01}{}$

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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 11/16/00, at 13/20 m. In Vol. M00 Page 4/4/77 Linda Smith,

County Clerk Fee\$ 3/20