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ASSIGNMENT OF MORTGAGE, ASSIGNMENT OF RENTS AND  
SECURITY AGREEMENT AND  
ASSIGNMENT OF LESSOR'S INTEREST IN LEASES

For value received, the undersigned OTR, an Ohio general partnership (the "Assignor"), hereby transfers, assigns, sets over and conveys to Wellington Trust Company, N.A., as Trustee of The State Teachers Retirement System of Ohio Residential Investment Trust under Declaration of Trust dated July 1, 1986, and Not Individually (the "Assignee"): (a) that certain Mortgage, Assignment of Rents and Security Agreement (the "Mortgage"), dated October 7, 1986, executed by Crow Wood Springs Associates, Ltd., a Georgia limited partnership, (the "Mortgagor"), to Wachovia Bank and Trust Company, N.A. (the "Bank"), recorded in the Office of the Judge of Probate of Shelby County, Alabama (the "Probate Office") in Real Record 094, Page 620, which was assigned to the Assignor by the Bank by an assignment dated June 28, 1988, recorded in the Probate Office in Real Record 191, Page 709; (b) that certain Assignment of Lessor's Interest in Leases (the "Assignment of Leases"), dated October 7, 1986, executed by Mortgagor, to the Bank, recorded in the Probate Office in Real Record 094, Page 661, which was assigned to the Assignor by the Bank by an assignment dated June 28, 1988, recorded in the Probate Office in Real Record 191, Page 709; and (c) the Mortgage Loan Note dated October 7, 1986 (the "Note") and the indebtedness evidenced thereby, secured by the Mortgage and Assignment of Leases; and the Assignor hereby remises, releases, quitclaims and conveys to the Assignee all right, title and interest of the Assignor in and to the property and other rights described in and conveyed by the Mortgage and Assignment of Leases. This assignment is made without recourse on the Assignor and without warranty or representation by the Assignor of any kind.

IN WITNESS WHEREOF, the Assignor has caused this instrument to be executed on March 26, 1991.

OTR, an Ohio general partnership

By: Stephen A. Whitell  
[Name]  
[Its] General Partner

ATTEST:

Candice S. Dye  
[Name]  
[Its]

Mike A.

STATE OF Ohio  
COUNTY OF Franklin

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that Stephen Mitchell whose name as General Partner of OTR, an Ohio general partnership, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, [he] [she], as such officer and with full authority, executed the same voluntarily for and as the act of said partnership.

Given under my hand and official seal, this the 26 day of March, 1991.

Candice S. Dye  
Notary Public

[AFFIX NOTARIAL SEAL]

This instrument was prepared by:

Mark L. Paran, Esq.  
Sullivan & Worcester  
One Post Office Square  
Boston, Massachusetts 02109



CANDICE S. Dye  
Notary Public, State of Ohio  
My Commission Expires June 13, 1995

1. Dead Tax	\$0.00
2. Mfg. Tax	\$0.00
3. Recording Fee	\$5.00
4. Indexing	\$5.00
5. No. Tax Fee	\$0.00
6. Certified Fee	\$1.00
Total	\$11.00

STATE OF ALA. SHELBY CO.  
I CERTIFY THIS  
INSTRUMENT WAS FILED

91 MAR 29 PM 3:34

James H. [Signature]  
JUDGE OF PROBATE

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