

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

KNOW ALL MEN BY THESE PRESENTS, that Wellington Trust Company of Boston, N.A., as Trustee of The State Teachers Retirement System of Ohio Residential Investment Trust, dated July 1, 1986 ("Assignor"), of Boston Massachusetts, for the value received, the receipt and sufficiency of which are hereby acknowledged, does hereby sell, assign, transfer and set over unto OTR, an Ohio general partnership (hereinafter called "Assignee"), whose address is 275 East Broad Street, Columbus, Ohio 43215 the following:

1. A certain Mortgage, Assignment of Rents and Security Agreement bearing the date of October 7, 1986 (the "Mortgage"), executed and delivered by Crow Wood Springs Associates, Ltd., a Georgia limited partnership, (the "Borrower"), to Wachovia Bank and Trust Company, N.A. (the "Bank") and recorded at Real Record 094, Page 620, in the Judge of Probate Office, Shelby County, Alabama, assigned to OTR, an Ohio general partnership ("OTR") by the Bank on July 28, 1988 and recorded in the Probate Office Real Record 191, Page 709, Shelby County, Alabama, assigned 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, by OTR on March 26, 1991 and recorded in Probate Office Real Record 335, Page 721, Shelby County, Alabama, encumbering property described on "Exhibit A", attached hereto and made a part hereof, together with the promissory note secured thereby and referred to therein; and all sums of money due and to become due thereon. WTC No. 280 Corporation, a Massachusetts corporation, assumed the obligations of Borrower under the Mortgage on March 28, 1991.
2. All of Assignor's right title and interest, as landlord, in and to that certain Assignment of Lessor's Interest in Leases (the "Assignment of Leases") dated October 7, 1986, recorded at Real Record 094, Page 661, in the Judge of Probate Office, Shelby County, Alabama between the Bank and Crow Wood Springs Associates, Ltd., a Georgia limited partnership, respecting those certain premises described on "Exhibit A" (the "Premises"), attached hereto and made a part hereof, which was assigned to OTR, an Ohio general partnership, by the Bank on July 28, 1998 and recorded in the Probate Office Real Record 191, Page 709, Shelby County, Alabama, further assigned 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, by OTR on March 26, 1991 and recorded in Probate Real Record 335, Page 721, Shelby County, Alabama, encumbering property described on "Exhibit A", attached hereto and made a part hereof, together with the promissory note secured thereby and referred to therein; and all sums of money due and to become due thereon. WTC No. 280 Corporation, a Massachusetts corporation, assumed the obligations of Borrower under the Mortgage on March 28, 1991.

IN WITNESS WHEREOF, the Assignor has set its hand on the 7th day of February, 1999. *[Signature]*

Signed and acknowledged
in the presence of:

[Signature]
Print name: Francis R. Waller
[Signature]
Print Name: Francis R. Waller

Wellington Trust Company of Boston, N.A., as Trustee of The
State Teachers Retirement System of Ohio Residential
Investment Trust, dated July 1, 1986

By:

Its:

[Signature]
[Signature]
Senior Trust Officer
Inst # 2000-08271

03/15/2000-08271
11:00 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
003 CJ1 13.50

Commonwealth
STATE OF MASSACHUSETTS
COUNTY OF Suffolk, SS:

The foregoing instrument was acknowledged before me this 7th day of February, ²⁰⁰⁰1999 by
LORRAINE A. Keady, James L. Walters of Wellington Trust Company of Boston, N.A. As
Trustee Of The State Teachers Retirement System of Ohio Residential Investment Trust, dated July 1, 1986, on behalf
of said Trust.

Marjorie E. Seward
Notary Public

This instrument prepared by:
Benesch, Friedlander, Coplan & Aronoff LLP
88 East Broad Street
Suite 900
Columbus, Ohio 43215

Exhibit A

Inst # 2000-08271

PHASE I:

A part of Lot 1-A, Cahaba River Park, First Addition as recorded in Map Book 8, Page 62, in the Office of the Judge of Probate of Shelby County, Alabama, being more particularly described by metes and bounds as follows:

Begin at the N.W. corner of the NW 1/4 of the NE 1/4 of Section 35, Township 18 South, Range 2 West and run South along the West line of said 1/4-1/4 Section a distance of 285.00 feet to a point; thence 90 deg. 00' to the left in an Easterly direction a distance of 240.00 feet to a point; thence 50 deg. 29' 05" to the right in a Southeasterly direction a distance of 508.99 feet to the P.C. (point of curve) of a curve to the left having a radius of 377.38 feet and a central angle of 39 deg. 05' 50"; thence Southeasterly along the arc of said curve a distance of 257.51 feet to a point; thence from the tangent of said curve, turn 64 deg. 32' 40" to the right to the tangent of a curve to the left having a radius of 75.00 feet and a central angle of 151 deg. 29' 13"; thence Southeasterly, Easterly and Northeasterly along the arc of said curve a distance of 198.30 feet to a point; thence from the tangent of said curve, turn 67 deg. 00' 38" to the right and run in a Northeasterly direction a distance of 185.79 feet to the P.C. (point of curve) of a curve to the right having a radius of 197.54 feet and a central angle of 37 deg. 15'; thence Northeasterly, Easterly and Southeasterly along the arc of said curve a distance of 128.43 feet to the P.T. (point of tangent) of said curve; thence Southeasterly on the tangent to said curve a distance of 14.52 feet to a point on the Northwestern right of way line of Riverview Road; thence 89 deg. 38' 40" to the left to the tangent of a curve to the left having a radius of 3779.83 feet and a central angle of 4 deg. 09' 57"; thence Northeasterly along the arc of said curve and along said right-of-way line a distance of 274.82 feet to the P.T. (point of tangent) of said curve; thence Northeasterly on the tangent to said curve and along said right of way line a distance of 13.75 feet to the P.C. (point of curve) of a curve to the right having a radius of 613.69 feet and a central angle of 17 deg. 26' 30"; thence Northeasterly along the arc of said curve and along said right of way line a distance of 186.82 feet to the P.T. (point of tangent) of said curve; thence Northeasterly on the tangent to said curve and along said right-of-way line a distance of 157.71 feet to the P.C. (point of curve) of a curve to the right having a radius of 613.69 feet and a central angle of 18 deg. 32' 30"; thence Northeasterly along the arc of said curve and along said right of way line a distance of 198.59 feet to the P.T. (point of tangent) of said curve; thence Northeasterly on the tangent to said curve and along said right of way line a distance of 45.55 feet to the point of intersection of said right of way line with the Southwesterly right of way line of Old U.S. Highway No. 280; thence 106 deg. 40' 15" to the left in a Northwesternly direction along the Southwesterly right of way line of Old U.S. Highway No. 280 for a distance of 126.72 feet to a point on the North line of the NE 1/4 of the NE 1/4 of said Section 35; thence West along said 1/4-1/4 Section line and along the North line of the NW 1/4 of the NE 1/4 of said Section 35 for a distance of 1691.00 feet to the point of beginning. According to survey of Walter Schoel, Jr., Reg. No. 3092, dated December 2, 1985, revised December 12, 1985, and last revised June 17, 1986, and further revised May 16, 1988.

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11:00 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
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