

Prepared by and upon
recordation return to:


William C. Byrd, II
Bradley Arant Boult Cummings LLP
One Federal Place
1819 Fifth Avenue North
Birmingham, Alabama 35203

**ASSIGNMENT OF MULTIFAMILY MORTGAGE,
ASSIGNMENT OF RENTS AND SECURITY AGREEMENT**

FOR VALUE RECEIVED, **Beech Street Capital, LLC**, a Delaware limited liability company ("Assignor") does hereby sell, assign, transfer, set over, endorse and deliver unto **Fannie Mae** that certain Multifamily Mortgage, Assignment of Rents and Security Agreement dated as of March 21, 2012, between **Wellington Manor 2012, LLC**, an Alabama limited liability company, as Borrower, and Beech Street Capital, LLC, as Lender, in the original principal amount of \$17,663,000.00 recorded in the Office of the Judge of Probate of Shelby County, Alabama as Instrument/Document No. 20120322000100080, immediately prior hereto, on March 21st, 2012 covering the premises described on Exhibit A attached hereto and made a part hereof; together with the Multifamily Note described in said Multifamily Mortgage, Assignment of Rents, Security Agreement and Fixture Financing Statement, and the monies due and to become due thereunder with interest.

Dated as of the 21st day of March, 2012.

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20120322000100080 1/4 \$21.00
Shelby Cnty Judge of Probate, AL
03/22/2012 02:08:52 PM FILED/CERT

IN WITNESS WHEREOF, Assignor has duly executed this Assignment as of the date written hereinabove.

BEECH STREET CAPITAL, LLC,
a Delaware limited liability company

By: Linda D. Clark
Name: Linda D. Clark
Title: Its Vice President

Post Office Address:
7600 Wisconsin Ave, Suite 800
Bethesda, Maryland 20814

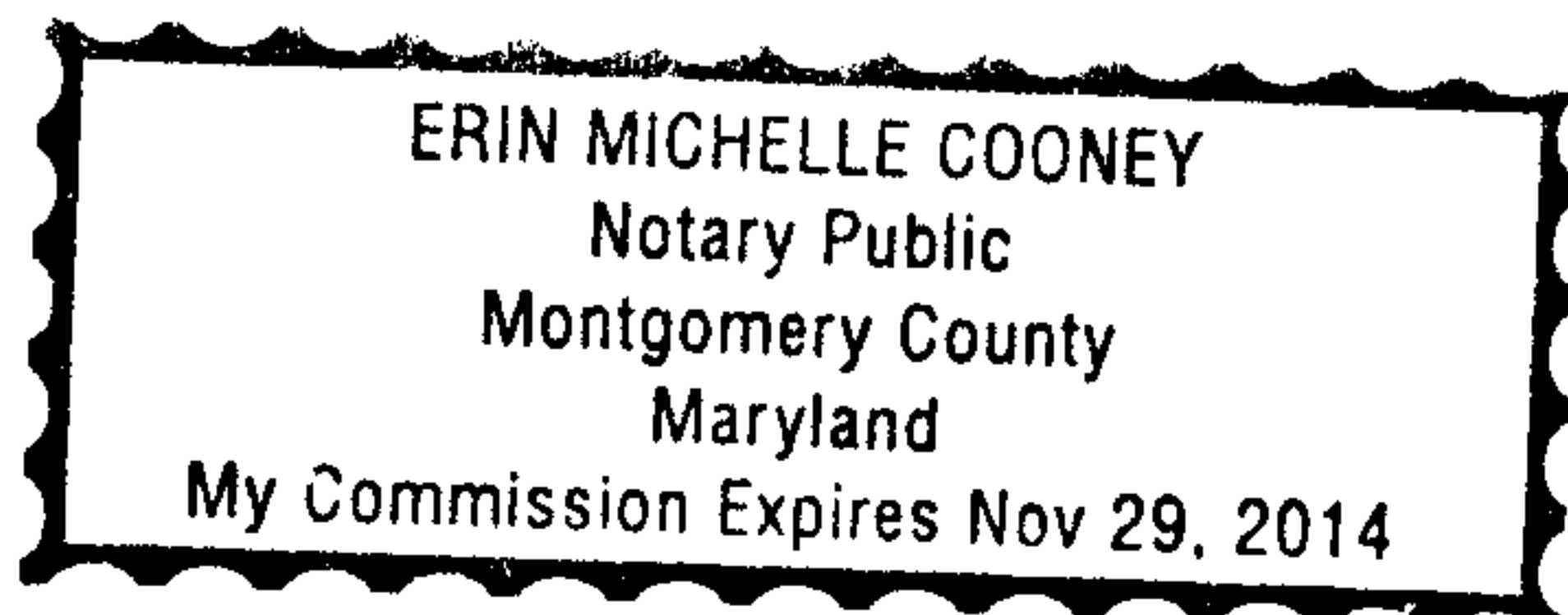
STATE OF MARYLAND)
)
MONTGOMERY COUNTY)

I, the undersigned, a notary public in and for said county in said state, hereby certify that LINDA D. CLARK, whose name as Vice President of Beech Street Capital, LLC, a Delaware limited liability company, 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, as such Vice President and with full authority, executed the same voluntarily for and as the act of said company.

Given under my hand and official seal this 20th day of MARCH, 2012.

[Signature]
Notary Public

[NOTARIAL SEAL]



My commission expires: 11/29/2014

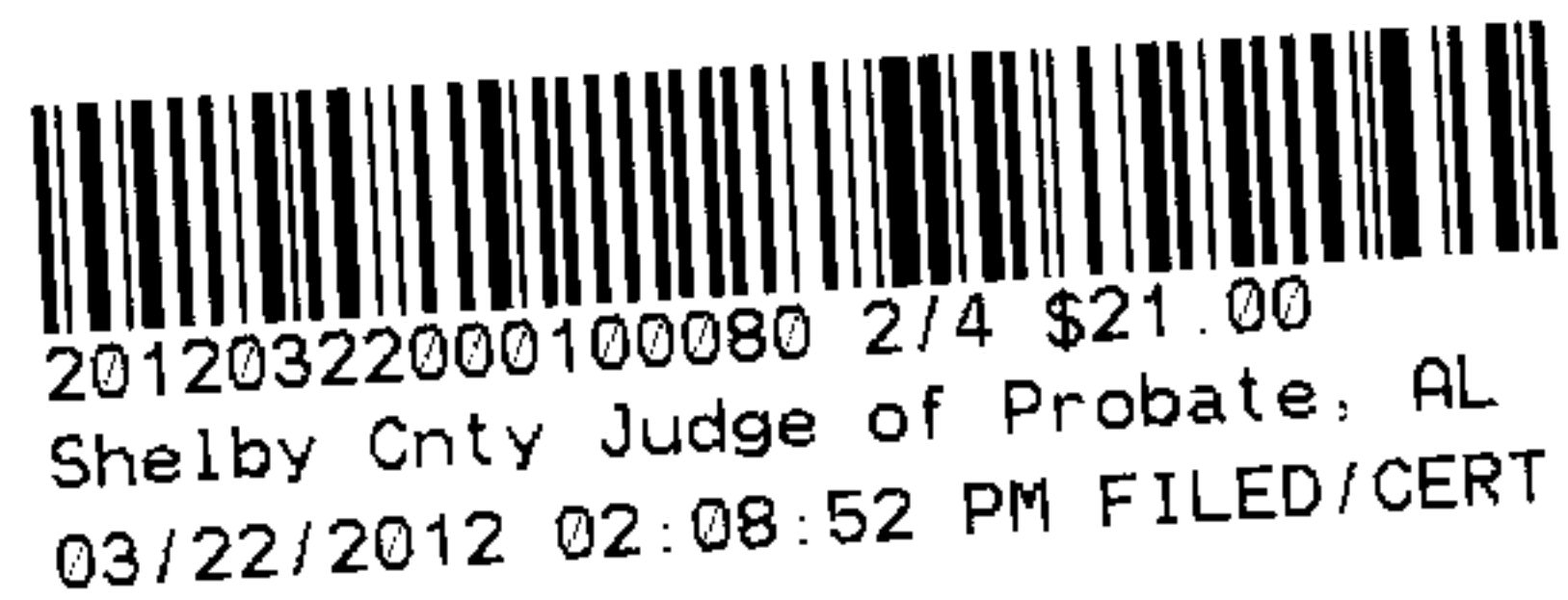
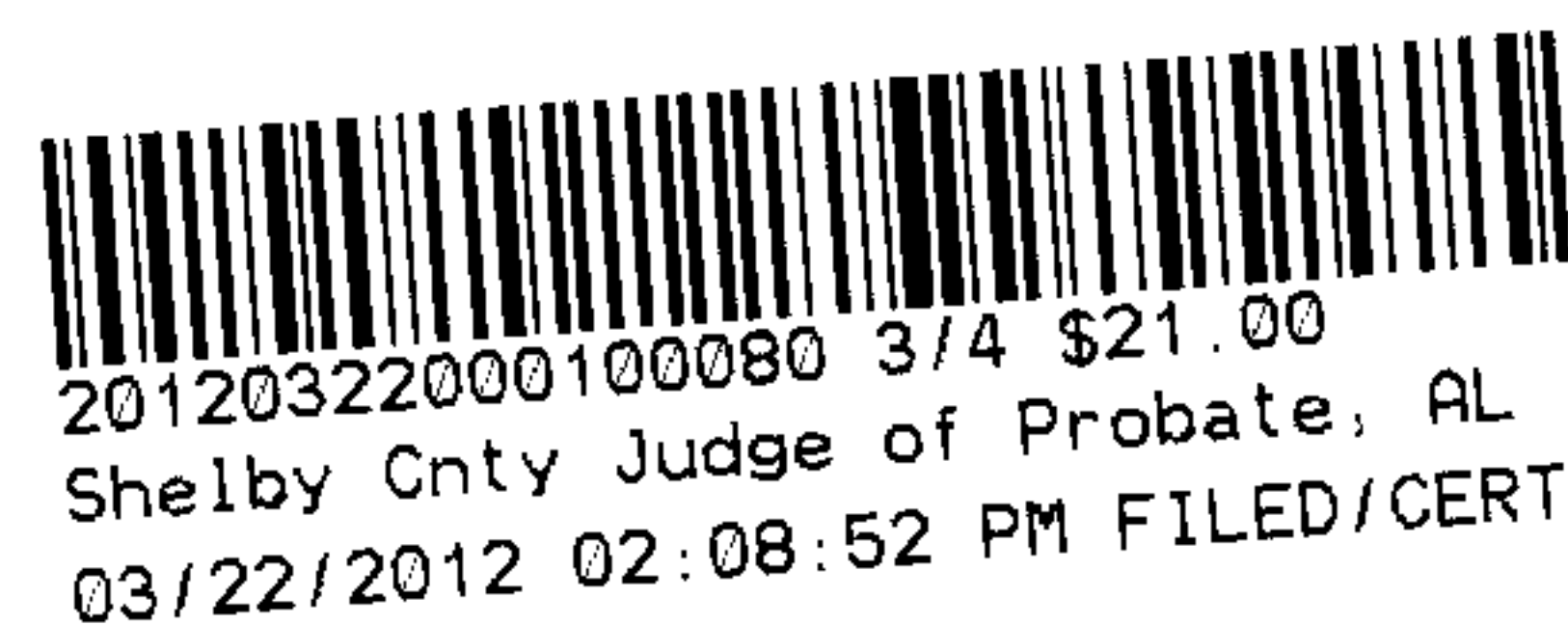


Exhibit A



Parcel I:

A tract of land situated in the South $\frac{1}{2}$ of the Southeast Quarter of Section 25 and the Northwest Quarter of the Northeast Quarter of Section 36, Township 20 South, Range 3 West, Shelby County, Alabama, being more particularly described as follows:

Commence at the Northwest corner of the Southwest Quarter of the Southeast Quarter of Section 25, Township 20 South, Range 3 West, Shelby County, Alabama and run in an Easterly direction along the North line of said Quarter Quarter section a distance of 1,222.60 feet to the point of beginning; thence continue in an Easterly direction along the North line of said Quarter Quarter section and North line of the Southeast Quarter of the Southeast Quarter a distance of 389.61 feet to a point on the Westerly right of way line of Interstate Highway I-65; thence turn an interior angle of 93 degrees 35 minutes 03 seconds and run to the right in a Southerly direction along the Westerly right of way line of I-65 a distance of 532.46 feet to a point; thence turn an interior angle of 210 degrees 58 minutes 46 seconds and run to the left in a Southeasterly direction along the Westerly right of way line of I-65 a distance of 174.91 feet to a point; thence turn an interior angle of 149 degrees 06 minutes 36 seconds and run to the right in Southerly direction along the Westerly right of way line of I-65 a distance of 173.37 feet to a point; thence turn an interior angle of 128 degrees 02 minutes 08 seconds and leaving the I-65 right of way run in Southwesterly direction a distance of 239.40 feet to the pc of a curve; thence continue in a Southwesterly direction along the arc of a curve to the left having a central angle of 08 degrees 03 minutes 07 seconds and radius of 1942.02 feet a distance of 272.92 feet to a point; thence turn an interior angle of 126 degrees 10 minutes 14 seconds (angle measured from tangent) and run to the right in a Westerly direction a distance of 262.25 feet to a point; thence turn an interior angle of 270 degrees 00 minutes 00 seconds and run to the left in a Southerly direction a distance of 382.52 feet to a point on the North right of way line of Shelby County Highway No. 68; thence turn an interior angle of 90 degrees 00 minutes 00 seconds and run to the right in Westerly direction along the Northerly right of way line of Shelby County Highway No. 68 a distance of 48.11 feet to the P.C. of a curve; thence continue in a Westerly direction along the Northerly right of way line of Shelby County Highway No. 68 and along the arc of a curve to the right having a central angle of 1 degrees 44 minutes 55 seconds and a radius of 881.99 feet a distance of 26.92 feet to a point on the curve; thence turn an interior angle of 91 degrees 41 minutes 13 seconds (angle measured from tangent) and run to the right in a Northerly direction a distance of 383.27 feet to a point on a curve, thence turn an interior angle of 267 degrees 03 minutes 09 seconds (angle measured to tangent) and run to the left in a Westerly direction along the arc of a curve to the right having a central angle of 17 degrees 44 minutes 49 seconds and a radius of 499.48 feet a distance of 154.71 feet to the pt of said curve; thence continue in a Northwesterly direction along the projection of the tangent to the last described curve a distance of 365.17 feet to a point; thence turn an interior angle of 116 degrees 37 minutes 27 seconds and run to the right in a Northerly direction a distance of 314.84 feet to a point; thence turn an interior angle of 88 degrees 11 minutes 56 seconds and run to the right in an Easterly direction a distance of 364.66 feet to a point; thence turn an interior angle of 246 degrees 03 minutes 03 seconds and run to the left in a Northeasterly direction a distance of 730.55 feet to the point of beginning.

Parcel II:

A tract of land situated in Southwest $\frac{1}{4}$ of the Southeast $\frac{1}{4}$ of Section 25 and in the Northwest $\frac{1}{4}$ of the Northeast $\frac{1}{4}$ of Section 36, all in Township 20 South, Range 3 West, Shelby County, Alabama, being more particularly described as follows:

Commence at the Northwest corner of the Southwest $\frac{1}{4}$ of the Southeast $\frac{1}{4}$ of Section 25, Township 20 South, Range 3 west, Shelby County, Alabama and run Easterly along the North line of said $\frac{1}{4}$ - $\frac{1}{4}$ section for 1222.60 feet; thence turn 113 degrees 57 minutes 02 seconds right and run Southwesterly for 730.55 feet; thence turn 66 degrees 03 minutes 03 seconds right and run Westerly for 364.66 feet; thence turn 91 degrees 48 minutes 04

seconds left and run Southerly for 314.84 feet to the point of beginning of the tract of land herein described, thence continue along the last described course for 88.41 feet to a point; thence turn 47 degrees 26 minutes 24 seconds right to the tangent of a curve to the left, said curve having a radius of 519.78 feet and a central angle of 23 degrees 58 minutes 43 seconds; thence run Southwesterly along said curve for 217.53 feet to the point of a tangent to said curve; thence run Southwesterly along the tangent to said curve for 101.55 feet to a point on the Northerly right of way line of Shelby County Highway No. 68; thence turn 93 degrees 57 minutes 01 seconds left to the tangent of a curve to the right said curve having a radius of 1,440.04 feet and a central angle of 7 degrees 09 minutes 25 seconds; thence run Southeasterly along said curve and said right of way line for 179.88 feet to the point of tangent to said curve; thence run Southeasterly along said tangent and said right of way line for 173.42 feet to the point of beginning of a curve to the left, said curve having a radius of 881.99 feet and a central angle of 19 degrees 03 minutes 05 seconds; thence run along said curve and said right of way line for 293.27 feet to a point on the Westerly right of way line of Weatherly Manor Drive; thence turn 91 degrees 41 minutes 13 seconds left from the tangent to said curve at said point and run Northerly along said Weatherly Manor Drive right of way for 383.27 feet to a point; thence turn 87 degrees 03 minutes 09 seconds left to the tangent of a curve to the right, said curve having a radius of 499.48 feet and a central angle of 17 degrees 44 minutes 49 seconds; thence run Northwesterly along said curve for 154.71 feet to the point of a tangent to said curve; thence run along the tangent to said curve at said point for 365.17 feet to the point of beginning.

Situated in Shelby County, Alabama.

