

the general partners of the Assignor shall be limited in the same manner as that liability is limited under Section 7.7(b) of the Mortgage.

IN WITNESS WHEREOF, the Assignor has executed this Assignment as of the date first above written.

PARK HAYWOOD ASSOCIATES,
By Its General Partners

Witnesses:

Russell E. Marshall
Bonda E. Slagle

Kate Mead
Jay J. Turner

THE PARK HAYWOOD COMPANY,
a Texas limited partnership

By: [Signature] (Seal)
James T. Goby,
Managing General Partner

And By: [Signature] (Seal)
William R. Cooper,
Managing General Partner

MLH PROPERTIES LIMITED PARTNERSHIP
II, a New York limited
partnership

Witnesses:

Mary E. Enright
Aracely Casse

Mary E. Enright
Aracely Casse

By: MLH Income Properties II
Inc., Managing General Partner

By: [Signature]
Thomas S. [unclear]
Vice President

(Corporate Seal)
Attest:
[Signature]
(Assistant) Secretary

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4325-11-21