VCL 1209 PAGE 945

Assignor represents and warrants that there have been no prior assignments of the Lease or Payment Agreement, that each agreement is a valid, enforceable agreement, that no parties thereto are in default to any other party and that all covenants, conditions and agreements have been performed as required therein, and the Lease and Payment Agreement have not been modified or amended except as disclosed therein.

This Assignment shall be binding upon and inure to the benefit of the successors and assigns of the Assignor and

Assignee.

IN WITNESS WHEREOF, Assignor has executed and delivered this

Assignment to be effective as of the ______ day of April, 1984.

Nargis, Inc.

By:

Its: Phenoent

Attest:

By:

Witness

Its: SECRETARY

ACCEPTANCE:

The Assignee hereby accepts this assignment and assumes all obligations of the Assignor thereunder.

D. . .

1. Rober

Greenville Hotel Associates

COUNTRIES ON NEXT FILE.