ASSIGNMENT OF NOTES AND MORTGAGES OR DEEDS OF TRUST

THE PRUDENTIAL INSURANCE COMPANY OF AMERICA, Plaza Bldg., 745 Broad St., Newark, N.J. 07101, a corporation organized and existing under the laws of the State of New Jersey ("Assignor"), for value received, hereby grants, assigns and transfers, without recourse and without warranty or representation, express or implied, to SECURITY PACIFIC NATIONAL BANK, P.O. Box 30376, Terminal Annex, Los Angeles, CA 90030 as Trustee (the "Trustee"), under that certain Indenture dated as of November 1, 1983 (the "Indenture") between Prudential Realty Securities II, Inc. (the "Company") and the Trustee, as collateral for the Company's mortgage-backed bonds, Series A, issued pursuant to the Indenture, all of the Assignor's right, title and interest in and to those certain mortgages or deeds of trust encumbering properties in the County of Greenville, State of South Carolina, dated, executed by and recorded all as more particularly described in Exhibit "A" attached hereto, together with all notes secured by such mortgages or deeds of trust and monies due and to become due thereon.

FILED MAR 9 1984 3:00 P.M.

The mortgages or deeds of trust described in Exhibit "A" and the notes secured thereby have been delivered by the Assignor to the Trustee and are being held by the Trustee to maintain and perfect a security interest therein. The Trustee shall hold said mortgages or deeds of trust and notes as and for a collateral pledge pursuant to the terms of the Indenture.

No person or party shall be obliged to inquire into the authority of the Trustee to act under the Indenture and any action taken by the Trustee and any instrument executed by the Trustee shall conclusively be deemed valid and enforceable under the terms of the Indenture, without the consent or joinder of the Assignor or any other party.

IN WITNESS WHEREOF, the ASSIGNOR has caused this instrument to be executed this 9th day of February, 1984.

THE PRUDENTIAL INSURANCE COMPANY OF AMERICA

By: Leo T. Whitney
Leo T. Whitney, 3rd Vice President

Attest: Robert A. Keller
Robert A. Keller, Assistant Secretary

Signed, Sealed and Delivered
in the presence of us:

Joyce Farb

Edwin C. Falk

Prepared by: Genevieve S. Jensen
Genevieve S. Jensen
P.O. Box 9049
Van Nuys, CA 91409

STATE OF CALIFORNIA)
SS.:
COUNTY OF LOS ANGELES)

On February 9, 1984 before me, the undersigned Notary Public in and for said state, personally appeared LEO T. WHITNEY known to me to be the 3rd vice president and ROBERT A. KELLER known to me to be the assistant secretary of the corporation that executed the within instrument, known to me to be the persons who executed the within instrument on behalf of the corporation therein named, and acknowledged to me that such corporation executed the within instrument pursuant to its by-laws or a resolution of its Board of Directors.

WITNESS my hand and official seal.

Phyllis M. Kroll

OFFICIAL SEAL
PHYLLIS M. KROLL
NOTARY PUBLIC — CALIFORNIA
PRINCIPAL OFFICE IN
LOS ANGELES COUNTY
My Commission Expires March 30, 1984

MR 9 '84 098
380-0001
MR 9 '84 3:00 P.M.