

ISLAND TITLE COMPANY
SB-8558

Recording requested by and
when recorded return to:

Sara A. Magovern, Esq.
Milbank, Tweed, Hadley & McCloy
1 Chase Manhattan Plaza
New York, New York 10005-1413

9604040026

SKAC KATHY HILL

96 APR -4 AM 11:41

RECORDED FILED
REQUEST OF

**ASSIGNMENT OF DEED OF TRUST, ASSIGNMENT OF RENTS, SECURITY
AGREEMENT AND FIXTURE FILING AND RELATED DOCUMENTS**

NOMURA ASSET CAPITAL CORPORATION ("Assignor"), a Delaware corporation, having an address at 2 World Financial Center, New York, New York 10281, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, hereby grants, assigns, sells, transfers, delivers and sets-over to LASALLE NATIONAL BANK, a nationally chartered bank, having an address at 135 South LaSalle Street, Suite 200, Chicago, Illinois 60603 ("Assignee"), as trustee under that certain Pooling and Servicing Agreement dated as of April 1, 1996 by and among Nomura Asset Securities Corporation ("NASC"), Assignee, ABN AMRO Bank N.V. and the servicer named therein, all beneficial right, title and interest of Assignor in, to and under that certain (i) Deed of Trust, Assignment of Rents, Security Agreement and Fixture Filing; (ii) Assignment of Leases and Rents; (iii) Assignment of Management Agreement and Agreements Affecting Real Estate and (iv) UCC-2 Financing Statement for Fixture Filing (collectively, the "Security Documents"), all as described on Exhibit A attached hereto and incorporated herein, together with that certain promissory note secured thereby and referenced therein dated February 27, 1996 in the original principal amount of \$65,000,000 made payable by First Horizon Group Limited Partnership to the order of Assignor, any money due or to become due thereon, with interest, and all rights accrued or to accrue under the Security Documents, without recourse, representation or warranty except as set forth in that certain Mortgage Loan Purchase and Sale Agreement dated as of April 2, 1996 by and between Assignor and NASC.

TO HAVE AND TO HOLD the same unto Assignee, its successors and assigns forever.

[Signatures on the following page]

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IN WITNESS WHEREOF, Assignor has duly executed this Assignment to be effective as of the 2nd day of April, 1996.

NOMURA ASSET CAPITAL CORPORATION

By: *David M. Underdoch, Jr.*
Name: David M. Underdoch, Jr.
Title: Director

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STATE OF NEW YORK)
) : ss.
COUNTY OF NEW YORK)

THIS IS TO CERTIFY that on this 2nd day of April, 1996 before me, a Notary Public in and for the State of New York, duly commissioned and sworn, came David M. Murdoch, Jr., Director of Nomura Asset Capital Corporation, a Delaware corporation, and acknowledged the said instrument to be the free and voluntary act of and deed of said corporation for the uses and purposes therein mentioned, and on oath stated that he is authorized to execute the said instrument.

WITNESS MY HAND and official seal the day and year in this certificate first above written.



Isabella M. Squicciarini
Print Name: _____
Notary Public in and for the State of
_____, residing at _____
Expiration Date: _____

ISABELLA M. SQUICCIARINI
Notary Public, State of New York
No. 01806060004
Qualified in Suffolk County
Certificate Filed in Suffolk County
Commission Expires Sept. 25, 1997

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EXHIBIT A

Deed of Trust, Assignment of Rents, Security Agreement and Fixture Filing dated as of February 27, 1996 by First Horizon Group Limited Partnership, as grantor, in favor of Chicago Title Insurance Company, as Deed of Trust trustee, for the benefit of Nomura Asset Capital Corporation, as beneficiary, and recorded in the Real Property Records of Skagit County, Washington on March 5, 1996 under Auditor's File No. 9603050059 at Book 1525, Page 588, as thereafter amended, modified or restated.

Assignment of Leases and Rents dated as of February 27, 1996 by First Horizon Group Limited Partnership, as assignor, to Nomura Asset Capital Corporation, as assignee, and recorded in the Real Property Records of Skagit County, Washington on March 5, 1996 under Auditor's File No. 9603050060 at Book 1526, Page 1, as thereafter amended, modified or restated.

Assignment of Management Agreement and Agreements Affecting Real Estate dated as of February 27, 1996 by First Horizon Group Limited Partnership, as assignor, to Nomura Asset Capital Corporation, as assignee, and recorded in the Real Property Records of Skagit County, Washington on March 5, 1996 under Auditor's File No. 9603050061 at Book 1526, Page 19, as thereafter amended, modified or restated.

UCC-2 Financing Statement for Fixture Filing naming Nomura Asset Capital Corporation as Secured Party and First Horizon Group Limited Partnership as Debtor filed on March 5, 1996 with the Skagit County Auditor, Skagit County, Washington as Auditor's file No. 9603050062, Book 1526, Page 34.

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