

FHLMC Loan No.: _____

ASSIGNMENT AGREEMENT (GENERAL)

(_____)

_____, _____ (“Noteholder”) assigns to CWCAPITAL LLC, a Massachusetts limited liability company (“Investor”), its successors and assigns, all right, title and interest of Noteholder in and to the Loan (as defined below) and all agreements, certificates, instruments and documents executed and/or delivered in connection with the Loan, including but not limited to, those listed below.

This Assignment is given in connection with, and in consideration of, Investor’s purchase of a loan (the “Loan”) made by Noteholder to (“Borrower”), in the original principal amount of \$_____, as more specifically described in the agreements, certificates and documents listed below and all of which are dated as of the _____.

1. Guaranty by _____.
2. Replacement Reserve Agreement by and between Borrower and Noteholder.

IN WITNESS WHEREOF, Noteholder has caused this Assignment to be executed, sealed and delivered as of the _____.

NOTEHOLDER:

By: _____

Name: _____

Title: _____