ASSIGNMENT OF INSTALLMENT SALE AGREEMENT

KNOW ALL MEN BY THESE PRESENTS, THAT:

SPIRAL REALTY CORP., a Delaware corporation with an office at 270 Madison Avenue, New York, New York, hereinafter referred to as the "Assignor";

For and in consideration of the sum of ONE (\$1.00) DOLLAR and other good and valuable consideration, receipt of which is hereby acknowledged;

DOES HEREBY ASSIGN, SET OVER AND TRANSFER unto NEW FAIRFIELD REALTY LIMITED PARTNERSHIP, a Connecticut limited partnership having an office at 270 Madison Avenue, New York, New York, hereinafter referred to as the "Assignee";

ALL OF ITS RIGHT, TITLE AND INTEREST in and to that certain Installment Sale Agreement described on Exhibit "B" annexed hereto and made a part hereof (hereinafter referred to as the "Agreement"), which Agreement covers the real property bounded and described on Exhibit "A", annexed hereto and made a part hereof.

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

The above-described Agreement is transferred and assigned subject to all of the terms, covenants and conditions set out therein.

IN WITNESS WHEREOF, this instrument has been duly executed as of the first day of July, 1985.

SPIRAL REALTY CORP.

William Ryder/ President

R. Zumani POBex 302

saft ll/gkm/rrm

A A A A A A A A

STATE OF NEW YORK

ss.:

COUNTY OF NEW YORK

On the ²³ day of December, 1985 before me personally came WILLIAM RYDER, to me known, who being by me duly sworn, did depose and say that he is the President of Spiral Realty Corp., the corporation described in, and which executed the above instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporation seal; that it was so affixed by order of the Board of Directors of said corporation and that he signed his name thereto by like order.

Notary Publ

STUART M. SAFT/ Notary Public, State of New York No. 31-8738060

Qualified in New York County Term Expires March 30, 1986

Prepared by: Stuart M. Saft, Esq.

Parcel 1: That part of the Southeast Quarter of Section 17, Township 36 North, Range 9 West of the 2nd Principal Meridian, in the City of Hammond, Lake County, Indiana, described as follows: Commencing on the East line of Indianapolis Boulevard 313.10 feet Northwesterly of the thread of the stream of the Little Calumet River (located and described in Document No. 481268 recorded May 13, 1963) as measured along said East line (said East line having a bearing of North 35 degrees 12 minutes 30 seconds West) thence continuing North 35 degrees 12 minutes 30 seconds West along said East line 240 feet; thence North 37 degrees 21 minutes West 360 feet; thence North 52 degrees 39 minutes East 800 feet; thence South 36 degrees 28 minutes 59 seconds East 630 feet; thence South 54 degrees 48 minutes 21 seconds West 800 feet to the place of beginning, excepting therefrom the South 200 feet of the Northwest 200 feet thereof, together with:

Parcel 2: An easement appurtenant to Parcel 1 aforesaid, an easement for ingress and egress over and across that part of the Southeast Quarter of Section 17, Township 36 North, Range 9 West of the 2nd Principal Meridian in the City of Hammond, Lake County, Indiana, described as follows: Commencing on the East line of Indianapolis Boulevard 913.10 feet Northwesterly of the thread of the stream of the Little Calumet River (located and described in Document No. 481268 recorded May 13, 1963) as measured along said East lines (said East lines having a bearing of North 35 degrees 12 minutes 30 seconds West and North 37 degrees 21 minutes West along said East line 60 feet; thence North 52 degrees 39 minutes East 800 feet; thence South 36 degrees 28 minutes 59 seconds East 60 feet; thence South 52 degrees 39 minutes West 800 feet to the place of beginning, in Lake County, Indiana, as created in Mortgage dated July 19, 1966 and recorded August 18, 1966, in Mortgage Record 1623, Page 607, made by Lake County Trust Company, as Trustee under the provisions of a deed or deeds in trust duly recorded and delivered in pursuance of a Trust Agreement dated April 1, 1965 and known as Trust No. 1163.

saft 12/exhibits/rrm

EXHIBIT B

Installment Sale Agreement dated as of July 1, 1985 by and between LAKE COUNTY TRUST COMPANY, an Indiana corporation as trustee under Trust Agreement dated April 1, 1965 and known as Trust Number 1163, as seller, and SPIRAL REALTY CORP., as purchaser.