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STATE OF INDIANA
LAKE COUNTY
FILED FOR RECORD

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MORRIS W. CARTER
RECORDER

ASSIGNMENT OF LOAN DOCUMENTS

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PROTECTIVE LIFE INSURANCE COMPANY, a Tennessee corporation (formerly an Alabama corporation) ("**Assignor**"), as the owner (beneficiary) of the Loan Documents, for valuable consideration to it paid by **LaSalle National Bank, as trustee for the registered holders of Protective Commercial Mortgage FASIT Master Trust, Commercial Mortgage FASIT Certificates, Series I ("Assignee")**, the receipt and sufficiency of which are hereby acknowledged, does hereby grant, bargain, sell, assign and transfer unto Assignee, its successors and assigns, all of the right, title, and interest of Assignor in and to the Loan Documents (capitalized terms shall have the meanings described hereinbelow). This Assignment is made without recourse against Assignor, except as set forth in that certain Master Mortgage Loan Purchase Agreement dated as of September 1, 1997, by and between Assignor and Protective Finance Corporation II, a Delaware corporation, which has assigned its rights thereunder to Assignee. The following documents are dated as of the date of the Note unless stated otherwise.

Borrower: LAKE COUNTY TRUST COMPANY, not personally or individually, but as Trustee under Trust Agreement dated April 15, 1991 and known as Trust No. 4185..

Note Amount: \$1,125,000, being the initial face amount of the Note.

Recorder's Office: Recorder of Lake County, Indiana.

Indenture: Mortgage and Security Agreement recorded in the Recorder's Office as Document No. 92007073.

Rent Assignment: Assignment of Rents and Leases recorded in the Recorder's Office as Document No. 92007074.

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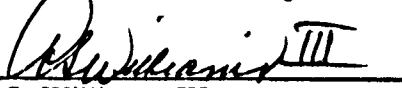
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Loan Documents: Note, Indenture, Rent Assignment and all other documents and instruments executed by or on behalf of Borrower which further secure the Note and all other agreements and instruments relating thereto, including (*inter alia*) any Uniform Commercial Code Financing Statements, environmental indemnities, guarantees, loan agreements, security agreements, security interests, title insurance policies, hazard insurance policies and other similar documents howsoever denominated.

Note: Promissory Note in the Note Amount executed by the Borrower in favor of the Assignor dated January 21, 1992.

IN WITNESS WHEREOF, Assignor has caused this instrument to be executed under seal by its duly authorized officer as of the 25th day of September, 1997.

"ASSIGNOR"
PROTECTIVE LIFE INSURANCE
COMPANY, a Tennessee corporation

By: 
A. S. Williams, III
Treasurer and Executive Vice President

Assignee's Address:
c/o Protective Life Insurance Company
Post Office Box 2606
Birmingham, Alabama 35202
ATTN: Investment Department

STATE OF ALABAMA, JEFFERSON COUNTY, ss:

Before me, the undersigned, a Notary Public in and for said County and State, this 25th day of September 1997 personally appeared A. S. Williams, III, its Treasurer and Executive Vice President and acknowledged the execution of the foregoing Assignment of Loan Documents. In witness whereof, I have hereunto subscribed my name and affixed my official seal. My commission expires 9-7-, 192000

 Notary Public

Natalie R. Reid Printed Signature

Resident of Jefferson County

This instrument prepared by:

Protective Life Insurance Company
2801 Highway 280 South
Birmingham, Alabama 35223
ATTN: Investment Department

