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STATE OF INDIANA
LAKE COUNTY
FILED FOR RECORD

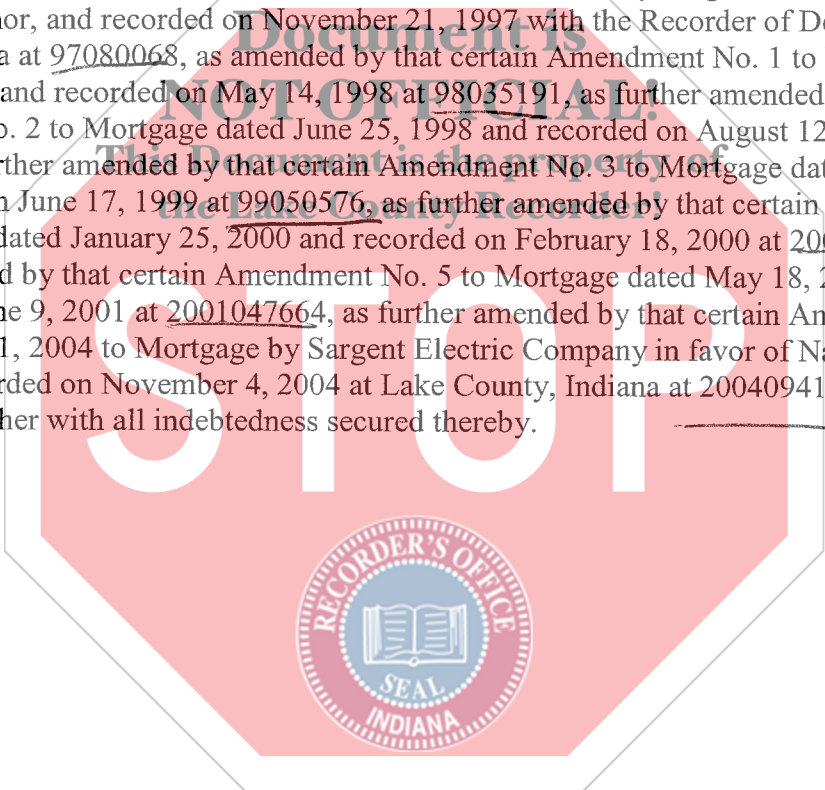
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MICHAEL A. TROWN
RECORDER

**ASSIGNMENT OPEN END MORTGAGE, SECURITY AGREEMENT AND
ASSIGNMENT OF LEASES**

Pursuant to and subject to that certain Purchase and Sale Agreement, dated as of December 29, 2004 (as amended or modified from time to time, the "Assignment Agreement"), between National City Bank of Pennsylvania, having an address at 20 Stanwix Street, Pittsburgh, Pennsylvania 15222, as Seller, and SummitBridge National Investments LLC, having an address at 1700 Lincoln Street, Suite 2150, Denver, Colorado 80203, as Buyer ("Buyer"), the undersigned, National City Bank Of Pennsylvania ("Assignor"), in consideration of TEN DOLLARS (\$10.00) and other good and valuable consideration the receipt and sufficiency of which are hereby acknowledged, does hereby assign, transfer, sell, convey and set over to Buyer, its successors and assigns, without recourse to Assignor and without representation or warranty express or implied except as provided in the Assignment Agreement, all of its right, title and interest in and to that certain Mortgage dated October 27, 1997 by Sargent Electric Company in favor of Assignor, and recorded on November 21, 1997 with the Recorder of Deeds in Lake County, Indiana at 97080068, as amended by that certain Amendment No. 1 to Mortgage dated April 17, 1998 and recorded on May 14, 1998 at 98035191, as further amended by that certain Amendment No. 2 to Mortgage dated June 25, 1998 and recorded on August 12, 1998 at 9806258, as further amended by that certain Amendment No. 3 to Mortgage dated May 27, 1999 and recorded on June 17, 1999 at 99050576, as further amended by that certain Amendment No. 4 to Mortgage dated January 25, 2000 and recorded on February 18, 2000 at 2000011623, as further amended by that certain Amendment No. 5 to Mortgage dated May 18, 2001 and recorded on June 9, 2001 at 2001047664, as further amended by that certain Amendment No. 8 dated August 31, 2004 to Mortgage by Sargent Electric Company in favor of National City Bank, and recorded on November 4, 2004 at Lake County, Indiana at 2004094115, in favor of Assignor, together with all indebtedness secured thereby.



-> Reed Smith LLP

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IN WITNESS WHEREOF, Assignor has executed this Assignment as of the 29th day of December, 2004.

NATIONAL CITY BANK OF PENNSYLVANIA

By: Jimmy J. Kaderl
Name: Jimmy J. Kaderl
Title: V.P.
(SEAL)

Attest: James E. Graham
Name: James E. Graham
Title: V.P.

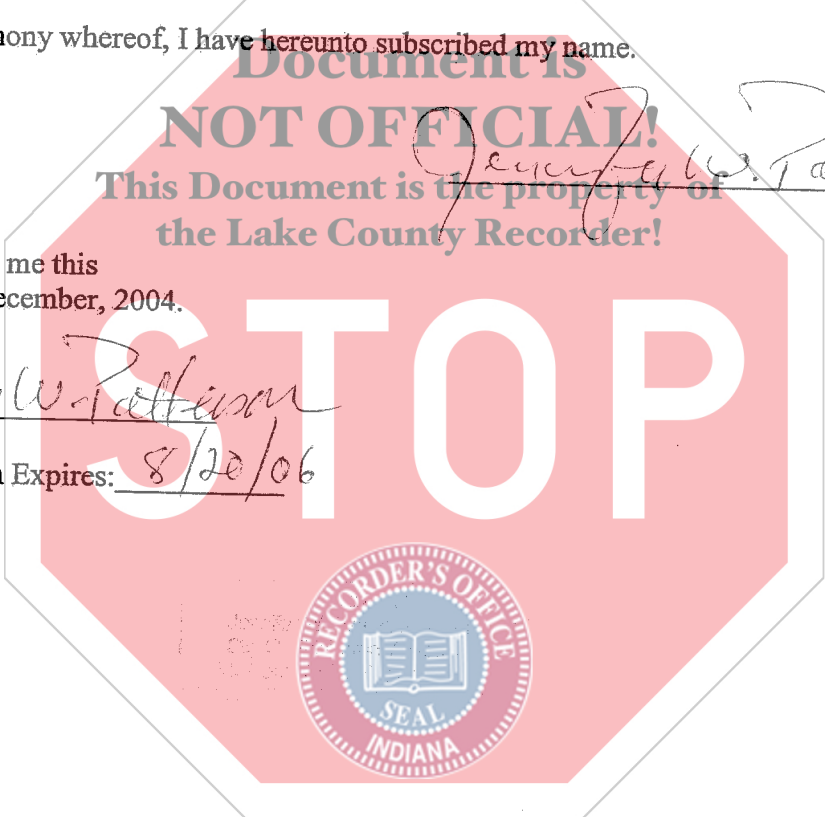


ACKNOWLEDGEMENT

STATE OF PENNSYLVANIA)
)
COUNTY OF ALLEGHANY)

On the 29 day of December, 2004, before me personally came Jimmy J. Kaderli, who being duly sworn, did acknowledge him to be the Vice President of the Special Assets Department of National City Bank of Pennsylvania, a Pennsylvania corporation, and that Jimmy J. Kaderli as such Vice President of the Special Assets Department being authorized to do so, executed the foregoing instrument on behalf of said National City Bank of Pennsylvania for the purpose therein contained.

In testimony whereof, I have hereunto subscribed my name.



Sworn to before me this
29 day of December, 2004.

Jennifer W. Peltman
Notary Public
My Commission Expires: 8/20/06