

**ASSIGNMENT OF DEED OF TRUST, SECURITY AGREEMENT
AND ASSIGNMENT OF LEASES AND RENTS**

THIS ASSIGNMENT OF DEED OF TRUST, SECURITY AGREEMENT AND ASSIGNMENT OF LEASES AND RENTS (this "**Assignment**") is made effective as of the 10th day of May, 2002 by Bedford Capital Funding, LLC, a Delaware limited liability company, having an address at 116 South River Road, Bedford, New Hampshire 03110 ("**Assignor**") to BCF DEPOSITOR LLC, a Delaware limited liability company having an address at 116 South River Road, Building E, Bedford, New Hampshire 03110 ("**Assignee**").

KNOW ALL MEN BY THESE PRESENTS, that for an in consideration of the sum of TEN AND 00/100 DOLLARS (\$10.00) lawful money of the United States and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor had granted, bargained, conveyed, sold, assigned, transferred, delivered and set over, and by these presents does grant, bargain, convey, sell, assign, transfer, deliver and set over unto Assignee without recourse, representation or warranty (except as set forth in that certain Originator Assignment from Assignor to Assignee dated on or near the date hereof):

Assignor's right, title and interest in, to and under that certain Deed of Trust, Security Agreement, and Assignment of Leases and Rents from SDK CALIENTE, INC. ("**Borrower**"), as Trustor, unto Assignor as Lender, dated May 10, 2002, and recorded on May 14, 02 2002 in Book 1103, Page 370 as instrument number 118145 of the Official Records of Lincoln County, Nevada (the "**Security Instrument**");

This Assignment is made by Assignor without recourse, representation or warranty in any respect (except as set forth in that certain Originator Assignment from Assignor to Assignee dated on or near the date hereof).

The Security Instrument encumbers, among other things, the property described on Exhibit A attached hereto and made a part hereof, together with the building and improvements erected thereon.

Assignor hereby certifies that pursuant to Section 275 of the Tax law of the State of New York that:

1. Assignor is owner of the deed of trust(s) being assigned hereby and has full knowledge of the facts concerning the transaction;
2. The Assignee named herein is not acting as a nominee of the trustor; and
3. The deed of trust(s) being assigned continue(s) to secure a bona fide obligation.

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

IN WITNESS WHEREOF, Assignor has caused these presents to be duly executed as of the day and year first above written.

WITNESS/ATTEST:

Bedford Capital Funding, LLC

Laura A. Smith

By:

Robert A. Bianchetti

Robert A. Bianchetti, its duly authorized
Vice President

STATE OF NEW HAMPSHIRE
COUNTY OF HILLSBOROUGH

I, Laura A. Smith, a Notary Public for said County and State, do hereby certify that Robert A. Bianchetti personally appeared before me this day, and being by me duly sworn, stated that he is a Vice President of Bedford Capital Funding, LLC, a Delaware limited liability company, and acknowledged, on behalf of Bedford Capital Funding, LLC, the due execution of the foregoing instrument.

Witness my hand and official seal this 9 day of May, 2002.

(Official Seal)

Laura A. Smith
Notary Public - Laura A. Smith

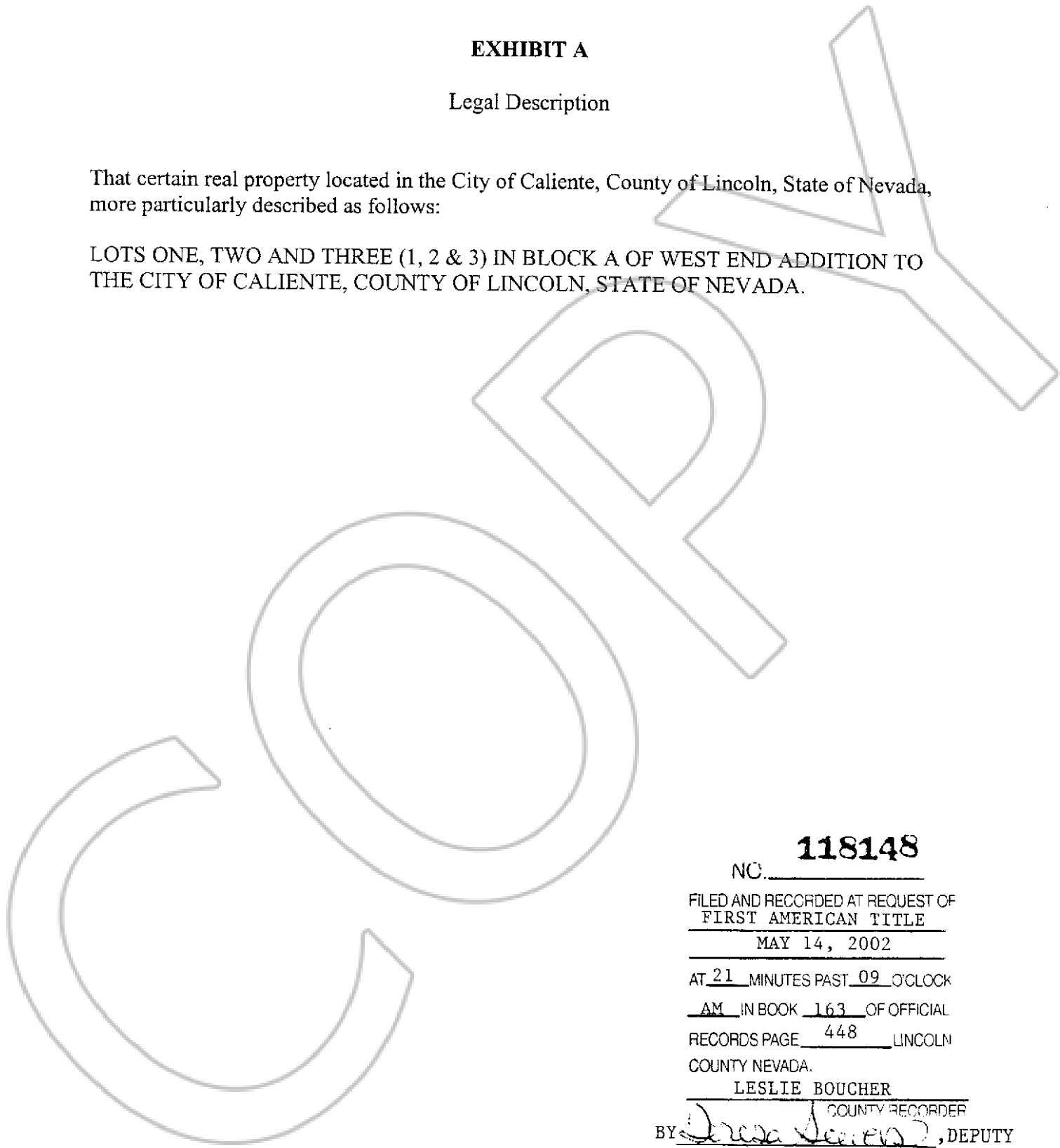
My Commission Expires: March 6, 2007

EXHIBIT A

Legal Description

That certain real property located in the City of Caliente, County of Lincoln, State of Nevada, more particularly described as follows:

LOTS ONE, TWO AND THREE (1, 2 & 3) IN BLOCK A OF WEST END ADDITION TO THE CITY OF CALIENTE, COUNTY OF LINCOLN, STATE OF NEVADA.



NC. **118148**

FILED AND RECORDED AT REQUEST OF
FIRST AMERICAN TITLE

MAY 14, 2002

AT 21 MINUTES PAST 09 O'CLOCK

AM IN BOOK 163 OF OFFICIAL
RECORDS PAGE 448 LINCOLN

COUNTY NEVADA.

LESLIE BOUCHER

COUNTY RECORDER

BY Jeresa James, DEPUTY