

MAY 17 2 53 PM '04

BK 1990 PG 208  
M.E. DAVIS CH. CLK.

THIS INSTRUMENT WAS DRAFTED BY, AND  
UPON RECORDING SHOULD BE RETURNED TO:

Prudential Retirement Insurance and Annuity Company  
c/o Prudential Asset Resources, Inc.  
2200 Ross Avenue, Suite 4900E  
Dallas, TX 75201

Attn: Ms. Gricelda Beyler

Loan No: 1300550

### ASSIGNMENT OF MORTGAGE

KNOW THAT Connecticut General Life Insurance Company, a Connecticut corporation having an address at Two Liberty Place, 1601 Chestnut Street, Philadelphia, Pennsylvania 19192 (the "Assignor"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, hereby assigns to CIGNA Life Insurance Company, a Connecticut corporation, to be known as Prudential Retirement Insurance and Annuity Company, having an address at c/o Prudential Asset Resources, Inc., 2200 Ross Avenue, Suite 4900E, Dallas, TX 75201 (the "Assignee"), all of Assignor's right, title and interest in and to that certain mortgage loan more fully described in Exhibit A annexed hereto and made a part hereof (collectively, the "Mortgage") and secured by the real property described in Exhibit B annexed hereto and made a part hereof;

TOGETHER with the obligations described in the documents evidencing, governing and/or otherwise relating thereto and the moneys due and to grow due thereon with the interest;

TOGETHER with any and all other liens, privileges, security interests, rights, entitlements, equities, claims and demands as to which Assignor possesses or to which Assignor is otherwise entitled as additional security for the payment of the Mortgage and the other obligations described therein;

TO HAVE AND TO HOLD the same unto the Assignee and to the successors, legal representatives and assigns of the Assignee forever.

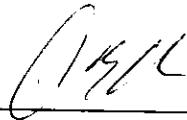
The Assignor represents and warrants to the Assignee that: the Assignor (either alone or together with Life Insurance Company of North America) owns and holds 100% of the Mortgage and is transferring the Mortgage to the Assignee free and clear of any liens or other

encumbrances; the Assignor has obtained all requisite consents and other approvals, and otherwise has all requisite power and authority, to transfer the Mortgage to the Assignee as provided herein; the Assignor has not given or received notice of any default with respect to the Mortgage that has not been cured; and the current outstanding principal amount of the Mortgage is as set forth in the Loan Schedule being delivered to the Assignee concurrently herewith.

This Assignment of Mortgage shall inure to the benefit of, and be binding upon, the Assignor and the Assignee and their respective successors and assigns.

IN WITNESS WHEREOF, the Assignor has caused this instrument to be executed by its proper officers, as of the 1 day of April, 2004.

CONNECTICUT GENERAL LIFE INSURANCE  
COMPANY, a Connecticut corporation

By: 

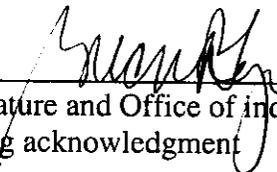
Name: Colin Hill

Title: Authorized Signatory

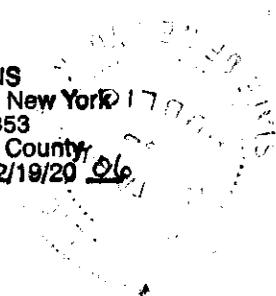
CERTIFICATE OF ACKNOWLEDGMENT

State of New York )  
County of New York) ss.:

On the 30th day of March in the year 2004 before me, the undersigned, personally appeared Colin Hill personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their/capacity(ies), that by his/her/their signature(s) on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument, and that such individual made such appearance before the undersigned in the City of New York, State of New York.

  
\_\_\_\_\_  
Signature and Office of individual  
taking acknowledgment

**BRIAN P. LYONS**  
Notary Public, State of New York  
No. 01LY4945353  
Qualified in Nassau County  
Commission Expires 12/19/20 *06*



**EXHIBIT A**

Loan made by Assignor to Crow Family Holdings Texas, L.P. and Crow Family Holdings Industrial, L.P. ("Borrowers") in the original principal amount of \$54,220,000.00 and evidenced by, among other things:

1. **Promissory Note**, dated July 2, 2002 by Borrower in favor of Mortgage Bankers Corporation;
2. **Deed of Trust and Security Agreement**, dated July 2, 2002 by Borrower to and for the benefit of Assignor and recorded in the land records in the State of Mississippi, County of De Soto at Book 1529, Page 0100 on July 8, 2002;
3. **Assignment of Rents and Leases**, dated July 2, 2002, by Borrower to and for the benefit of Assignor and recorded in the land records in the State of Mississippi, County of De Soto at Book 94, Page 765, on July 8, 2002;
4. any and all guarantees, indemnities, collateral assignments, interest rate protection arrangements, cash management accounts and/or other arrangements, escrows, certifications and other agreements, documents and/or any amendments, or any instruments evidencing, governing, and/or otherwise relating to any of the foregoing.