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Salmon + Nastrand
PO Box 535
Bellows Falls, VT 05101

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ASSIGNMENT OF LESSEE'S ASSIGNMENT OF LEASE AS COLLATERAL SECURITY

This Assignment of Lessee's Assignment of Lease as Collateral Security is entered into as of August 27, 2009 by THE SUNAPEE DIFFERENCE, LLC, a New Hampshire limited liability company ("Assignor"), for the benefit of the TRIPLE PEAKS FINANCE, LLC, a New Hampshire limited liability company ("Assignee").*

* RT 103 PO Box 5021
Newbury, NH 03255

Recitals

Reference is made to that certain Lessee's Assignment of Lease as Collateral Security from CNL Income Mount Sunapee, LLC to the Assignor dated December 5, 2008 and recorded June 29, 2009 in Book 1735, Page 444 of the Sullivan County Registry of Deeds and June 19, 2009 in Book 3137, Page 1390 of the Merrimack County Registry of Deeds (the "**Lease Assignment**"). Assignor has agreed to assign to Assignee all of Assignor's right, title, and interest in, to, under, and arising from the Lease Assignment.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto hereby agree as follows:

1. The Assignor, by execution of this Assignment, hereby assigns, transfers and conveys to Assignee its right, title, and interest in, to, under, and arising from the Lease Assignment.
2. Assignor hereby represents that it has good right and authority to assign all of its right, title and interest in and to the Lease Assignment.
3. This Assignment, together with the agreements, covenants and warranties contained herein, shall inure to the benefit of Assignee, or its nominee or successor in interest, and shall be binding upon Assignor, its successors or assigns.
4. This Assignment shall be governed by and construed in accordance with the laws of the State of New Hampshire.

[Remainder of page intentionally left blank]



IN WITNESS WHEREOF, the parties have caused this Assignment to be executed by their duly authorized officers as of the date set forth above.

THE SUNAPEE DIFFERENCE, LLC

By: [Signature]
Name: Timothy T. Mueller
Title: President
Duly Authorized

STATE OF VERMONT
WINDHAM)

At BELLOWS FALLS VT this 27th day of August 2009, personally appeared Timothy T. Mueller, President and duly authorized agent of The Sunapee Difference, LLC who acknowledged the signing of this document was his free act and deed and the free act and deed of The Sunapee Difference, LLC.

[Signature]
Notary Public
Comm. Exp. 2/10/2011



MCRD

MERRIMACK COUNTY RECORDS

[Signature] CPO, Register