

ALLONGE ASSIGNMENT AND ENDORSEMENT

This Allonge Assignment and Endorsement is attached to that certain Multifamily Note, (Series A), dated as of _____, 2018, made and executed by Minnetonka Leased Housing Associates III, LLLP, a Minnesota limited liability limited partnership, to the City of Minnetonka, Minnesota, a municipal corporation organized and existing under the laws of the State of Minnesota (“Payee”), in the principal amount of \$_____ (the “Series A Project Note”), with the same force and effect as if endorsed directly upon the Series A Project Note. By execution hereof, Payee represents and warrants that it is the owner and holder of the Series A Project Note, free and clear of any prior assignment, transfer, pledge, lien, endorsement, charge or hypothecation; that Payee has lawful right, power and authority to execute this instrument; and that the Series A Project Note has not been modified, amended, paid or terminated.

Pay to the order of U. S. Bank National Association.

Dated: _____, 2018

CITY OF MINNETONKA, MINNESOTA

By _____
Its Mayor

By _____
Its City Manager