



Assignment, Acceptance, Notice and Direction To Convey

[Forward 1031 Exchange – Relinquished Property]

Date:
Closing/Escrow No.
1031 Exchange No.

ASSIGNMENT

For Value received, John and Jane Smith ("Seller"), hereby transfers, sets over and assigns all of their right, title and interest (but not obligations) in and to the Purchase and Sale Agreement and Joint Escrow Instructions, dated December 21, 2006, as amended, copies of which are attached hereto and made a part hereof ("the Agreements"), for the property located at 123 Main Street, Any Town, CA 92111 to Exeter 1031 Exchange Services, LLC, a California limited liability company, under an Tax-Deferred Exchange Agreement dated December 31, 2006 ("the Exchange Agreement") between Seller and Exeter 1031 Exchange Services, LLC.

Seller:

By: _____ By: _____

ACCEPTANCE AND DIRECTION TO CONVEY

Exeter 1031 Exchange Services, LLC hereby accepts this Assignment of Seller's right, title and interest (but not Seller's obligations) as of this date and pursuant to the terms contained in the Exchange Agreement and Department of the Treasury Regulation 1.1031(k)-1.

Exeter 1031 Exchange Services, LLC, a California limited liability company

By: _____ By: _____

NOTICE TO BUYER

Buyer is hereby notified that all of Seller's right, title and interest (but not Seller's obligations) in and to the Agreements referenced above have been assigned to Exeter 1031 Exchange Services, LLC pursuant to the terms contained in said Exchange Agreement.

Receipt Acknowledged:

By: _____ By: _____