

Omnibus Assignment of Section 232 Healthcare Loan Documents

THIS OMNIBUS ASSIGNMENT (this “**Assignment**”), made as of the ___ day of [Month] [Year] from _____ (Exact name of Undersigned), a duly organized and existing _____ (form of entity) under and by virtue of the laws of _____, on behalf of itself, its successors and assigns (“**Assignor**”) to the United States Secretary of Housing and Urban Development and his/her successors and assigns (“**Assignee**”);

KNOW ALL MEN BY THESE PRESENTS, that on behalf of itself, its successors and assigns, and in consideration of the issuance to it of mortgage insurance benefits and a certificate of claim, and other good and valuable consideration (“**Insurance Benefits**”), to it in hand paid at or before the ensembling and delivery of these presents, the receipt whereof is hereby acknowledged, Assignor has granted, bargained, sold, assigned, transferred and set over, and by these presents does grant, bargain, sell, assign, transfer and set over unto Assignee, the loan documents described on **Appendix C-1** attached hereto (“**Healthcare Loan Documents**”), which were executed in connection with the [Deed of Trust] [Mortgage] Note dated _____, on the captioned property, both real and personal, located in _____ [Insert City and County], State of _____, as secured by certain [Mortgage] dated _____, recorded on _____, in Book _____ Page _____ among the _____ records (“**Section 232 Mortgage Loan**”), and all of Assignor’s right, title and interest in, to and under the Healthcare Loan Documents, and all of Assignor’s right, title and interest in, to and under the instruments, documents, certificates, letters, records and papers relating to the Healthcare Loan Documents and all other documents executed and/or delivered in connection with the Section 232 Mortgage Loan evidenced and/or secured by the Healthcare Loan Documents, including, without limitation, all of Assignor’s right, title and interest in any claims, collateral, all related UCC financing statements, insurance policies and certificates, bank accounts, operating accounts, reserve accounts, escrow accounts and other accounts, permits, licenses, opinions, environmental reports, financial statements of Borrower, and any other collateral arising out of and/or executed and/or delivered in or to or with respect to the Healthcare Loan Documents, and all claims Assignor has against [_____ (“**Master Tenant**”),] _____ (“**Borrower Representative**”), [and] _____ (“**Borrower**”) [, and _____ (“**Operator**”)] arising out of the Healthcare Loan Documents.

In consideration of Assignee’s payment of Insurance Benefits, Assignor represents and warrants that:

- a. No act or omission of the Assignor has impaired the validity or priority of the instruments and rights assigned herein, and that it has good right to assign same.

- b. **Appendix C-1** represents a complete description of the Healthcare Loan Documents, including all agreements, instruments, documents, or collateral which evidence, secure, or otherwise relate to the Section 232 Mortgage Loan, or required or permitted under the Section 232 program, whether executed or delivered by or on behalf of Borrower, Operator, Borrower Representative, or Master Tenant, in each case, as amended, restated, supplemented or otherwise modified from time to time.

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

ASSIGNOR:

By:
Name
Title

STATE OF _____)

CITY/COUNTY OF _____)

On _____, _____, before me, _____, personally appeared _____, personally known to me (or proven to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged that he/she executed the same in his/her authorized capacity and that by his/her signature on the instrument the person or the entity upon behalf of which the person acted, executed the instrument.

Notary Public

My Commission Expires:

Appendix C-1

Healthcare Loan Documents

In accordance with instruction #B19 of the Legal Instructions Concerning Applications for Full-Insurance Benefits - Assignment of Multifamily and Healthcare Mortgages to the Secretary, any master lease, operating lease, sublease, cross-default guaranty, subordination agreement, non-disturbance agreement, deposit account control agreement, lockbox agreement, intercreditor agreement, and all other agreements, instruments, documents, or collateral which evidence, secure, or otherwise relate to the Section 232 Mortgage Loan, or required or permitted under the Section 232 program:

[Insert complete listing of applicable documents as amended, restated, supplemented or otherwise modified from time to time, including document title, effective date, parties, modifications, and applicable recording information. Do not include documents: (i) that the Lender has no right to assign, such as the firm commitment or regulatory agreement; or (ii) documents already assigned to HUD in accordance with other sections of the Legal Instructions. HUD relies on the Mortgagee/Mortgagee's counsel to exercise due diligence in identifying relevant healthcare documents in which the Mortgagee has an assignable interest and ensuring those documents are included in this Appendix C-1.]