

After recording, return Assignment
to the following address:

Ernest J. Maupin III
Walthers, Key, Maupin, et al.
P. O. Box 30000
Reno, Nevada 89520

ASSIGNMENT OF PROMISSORY NOTE,
DEED OF TRUST, AND SECURITY AGREEMENT

For value received and without recourse, Barney's Club, Inc., a Nevada corporation, hereby assigns to the order of Elizabeth M. Chartrand, a widow, as to an undivided 32.7273% interest, Elizabeth M. Chartrand, as Trustee of The Louis H. Chartrand Charitable Remainder Trust, as to an undivided 21.8182% interest, and Robert G. Berry and Anna M. Berry, husband and wife, as community property, as to an undivided 45.4545% interest, as tenants in common, the beneficial interest of Barney's Club, Inc. under the Instalment Note dated May 5, 1983, executed by John J. Fults, a married man, payable to the order of South Tahoe Nugget, Inc., a Nevada corporation, in the principal sum of Six Hundred Thousand Dollars (\$600,000.00), bearing interest on the declining principal balance at the rate of two percent (2%) per annum over the prime rate as published from time to time by Bank of America, N.T. & S.A., or as published by Valley Bank of Nevada if Bank of America fails to publish its prime rate, together with the beneficial interest under the Deed Of Trust, Security Agreement, and Continuing Guaranty of Georgia S. Fults which secure the payment of the Instalment Note.

The Deed Of Trust which secures the payment of the above-described Instalment Note is dated May 5, 1983, and was executed by John J. Fults and Georgia S. Fults, husband and wife, as Trustors, to First American Title Company of Nevada, a Nevada corporation, as Trustee, for the benefit of South Tahoe Nugget, Inc., a Nevada corporation, as Beneficiary. The Deed Of Trust was recorded May 9, 1983, as Document Number 080278, in Book 583, Page 2025, of Official Records of Douglas County, Nevada.

The beneficial interest in the above-described Instalment Note, Deed Of Trust, and Security Agreement was assigned by South Tahoe Nugget, Inc. to Barney's Club, Inc. pursuant to the terms of an Assignment Of Promissory Note, Deed Of Trust, And Security Agreement dated September 12, 1983. The Assignment was recorded September 14, 1983, as Document Number 86804, in Book 983, Page 889, of Official Records of Douglas County, Nevada.

This Assignment is subject to the prior security interest possessed by Valley Bank of Nevada, a Nevada banking corporation, under the terms of a Collateral Assignment Of Deed Of Trust And Note dated September 2, 1983.

Dated this 29th day of February, 1984.

Barney's Club, Inc.,
a Nevada corporation

By Elizabeth M. Chartrand
Elizabeth M. Chartrand,
President

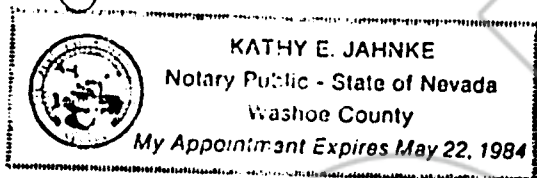
By Robert G. Berry
Robert G. Berry,
Chief Executive Officer

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STATE OF NEVADA)
) ss.
COUNTY OF WASHOE)

On this 29th day of February, 1984, personally appeared before me, a Notary Public, Robert G. Berry and Elizabeth M. Chartrand, known to me to be the Chief Executive Officer and President, respectively, of Barney's Club, Inc., a Nevada corporation, who acknowledged to me that they executed the foregoing Assignment Of Promissory Note, Deed Of Trust, And Security Agreement in their capacities and within their authority as the Chief Executive Officer and President, respectively, of Barney's Club, Inc., and that Barney's Club, Inc. executed the Assignment Of Promissory Note, Deed Of Trust, And Security Agreement.

Kathy E. Jahnke
Notary Public



REQUESTED BY
Walthers, et al
IN OFFICIAL RECORDS OF
DOUGLAS CO. NEVADA
\$6.00
1984 MAR 15 AM 11:17

SUZANNE BEAUDREAU
RECORDER

Carol J. Whart 098180
Sep BOOK 384 PAGE 1231

WALTHER, KEY, MAUPIN, OATS, COX, LEE & KLAICH, ATTORNEYS AT LAW, RENO, NEVADA