

aos-h-094-10619
03-27-84

RECORDING REQUESTED BY AND
WHEN RECORDED MAIL TO:

Helmark Corporation
c/o Cox, Castle & Nicholson
5000 Birch Street, Suite 300
Newport Beach, CA 92660

MEMORANDUM OF ASSIGNMENT OF LEASE
AND LEASEHOLD INTEREST

THIS MEMORANDUM OF ASSIGNMENT OF LEASE AND LEASEHOLD INTEREST is made and entered into by and among HELMARK CORPORATION, a Nevada corporation, doing business as markhelm Corporation, successor-in-interest to and formerly known as E & O, Inc., a Nevada corporation ("Assignor"), and TAHOE SIERRA CONDOMINIUM ASSOCIATION, a Nevada nonprofit corporation, and TAHOE SIERRA RESORT ASSOCIATION, a Nevada nonprofit corporation (collectively "Assignee"), upon the terms and conditions set forth in that certain Assignment of Lease and Leasehold Interest dated 28th March, 1984 (the "Assignment").

Assignor hereby assigns to Assignee all those certain premises in the County of Douglas, State of Nevada, described in Exhibit A attached hereto and made a part hereof, which Assignment shall be for a term commencing on the date hereof and ending on July 8, 2020, upon all of the terms and conditions set forth in the Assignment, all the terms and conditions of which Assignment are made a part hereof as though fully set forth herein.

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IN WITNESS WHEREOF, Assignor and Assignee have executed this Memorandum of Assignment of Lease and Leasehold Interest at Stateline, Nevada, this 28th day of March, 1984.

"ASSIGNOR"

HELMARK CORPORATION, a Nevada corporation, doing business as Markhelm Corporation, successor-in-interest to and formerly known as E & O, Inc., a Nevada corporation,

By Thomas O. Hensley
Its President
Thomas O Hensley

"ASSIGNEE"

TAHOE SIERRA CONDOMINIUM ASSOCIATION, a Nevada nonprofit corporation,

By Thomas O. Hensley
Its President
Thomas O Hensley

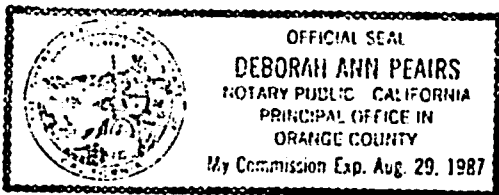
TAHOE SIERRA RESORT ASSOCIATION, a Nevada nonprofit corporation,

By Thomas O. Hensley
Its President
Thomas O. Hensley

STATE OF California)
COUNTY OF Orange) ss.

On March 28, 1984, before me, the undersigned, a Notary Public in and for said State, personally appeared Thomas O. Hensley, personally known to me (~~proved to me on the basis of satisfactory evidence~~) to be the person who executed the within instrument as the President of the corporation that executed the within instrument, and acknowledged to me that such corporation executed the within instrument pursuant to its Bylaws or a resolution of its Board of Directors.

WITNESS my hand and official seal.

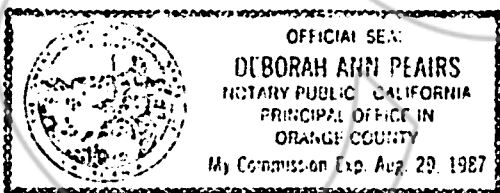


Deborah Ann Peairs
Notary Public

STATE OF California)
COUNTY OF Orange) ss.

On March 28, 1984, before me, the undersigned, a Notary Public in and for said State, personally appeared Thomas O. Hensley, personally known to me (~~proved to me on the basis of satisfactory evidence~~) to be the person who executed the within instrument as the President of the corporation that executed the within instrument, and acknowledged to me that such corporation executed the within instrument pursuant to its Bylaws or a resolution of its Board of Directors.

WITNESS my hand and official seal.

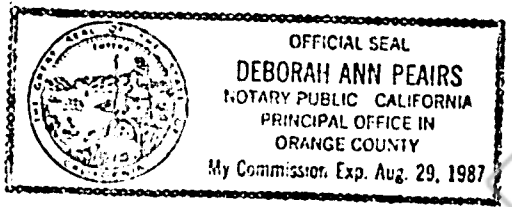


Deborah Ann Peairs
Notary Public

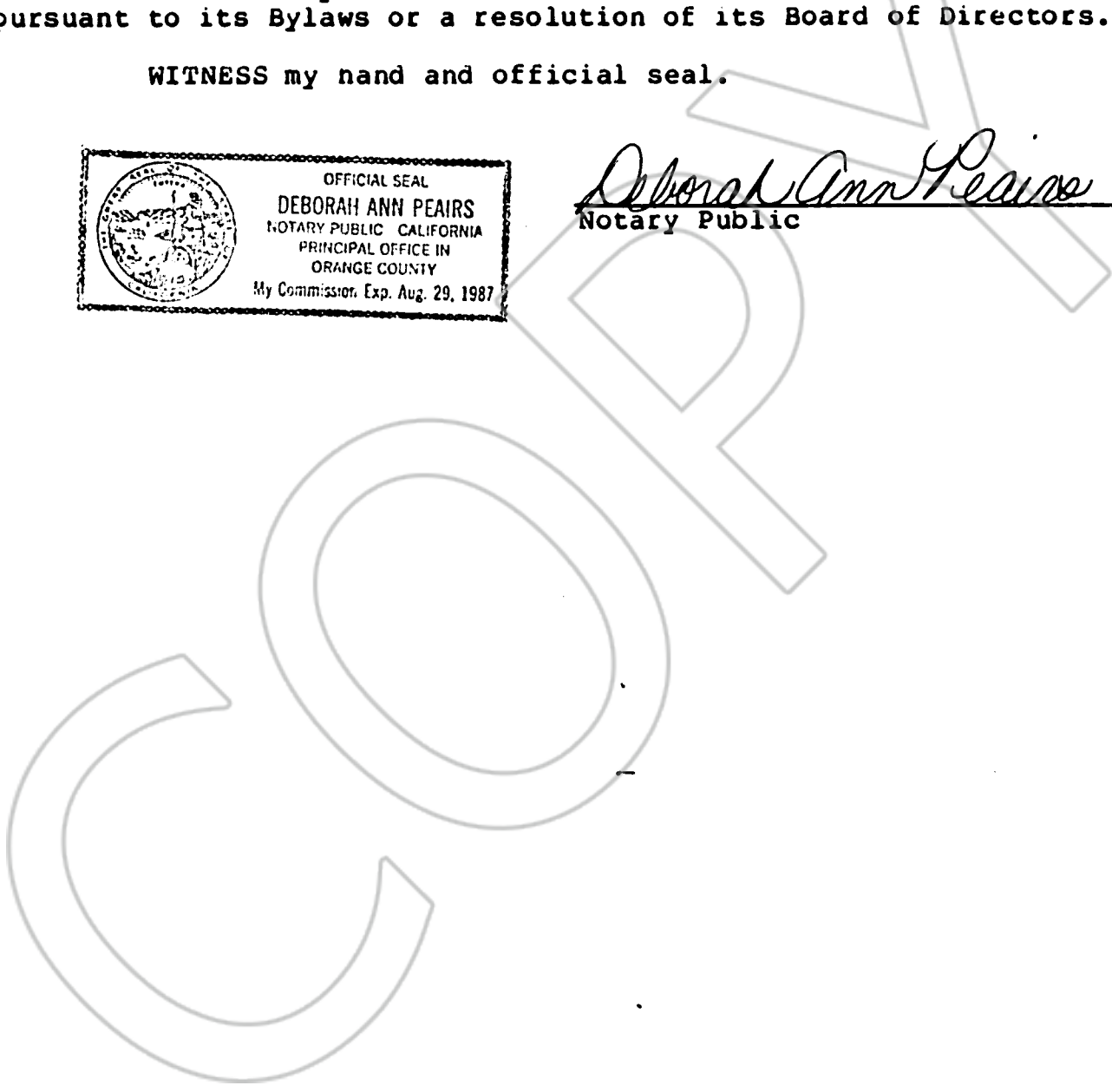
STATE OF California)
COUNTY OF Orange) ss.

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WITNESS my hand and official seal.



Deborah Ann Peairs
Notary Public



COPY

REQUESTED BY
DOUGLAS COUNTY TITLE
IN OFFICIAL RECORDS OF
DOUGLAS CO. NEVADA

\$ 10.00 fee
1984 APR 19 PM 1:16

SUZANNE BEAUDREAU
RECORDER

Cecil J. Whart **099768**
Dep. BOOK **484** PAGE **1624**