ASSIGNMENT OF PROMISSORY NOTE AND

DEED OF TRUST AND ASSIGNMENT OF RENTS

FOR VALUE RECEIVED, the undersigned, hereby grants, assigns
and transfers to FIRST FINANCIAL CAPITAL MANAGEMENT CCRPORATION, a
Minnesota corporation, that certain Deed of Trust and Assignment of Rents
dated February 23, 1985 , executed by <u>Jane E. Arnold</u> ,
Trustor, to DOUGLAS COUNTY TITLE CO., INC., Trustee, in favor of SAIDA
OF NEVADA, INC., a Nevada corporation, Beneficiary, and recorded on
3-15-85 in the Office of the Recorder of Douglas County,
State of Nevada, in Book 385 at Page 1373, as
Document No. 114836, and the undersigned does also assign and
transfer to FIRST FINANCIAL CAPITAL MANAGEMENT CORPORATION all right,
title and interest of the undersigned in and to that certain promissory
note given by Trustor in the face amount of \$ of the
same date, and any other promissory note or notes therein described
and secured thereby, and all rights accrued or to accrue under said
promissory note or notes and Deed of Trust and Assignment of Rents.
This Agreement is subject to the terms and conditions of
the Note Purchase Agreement dated as of May 16, 1984, by and between
SAIDA OF NEVADA, INC., and FIRST FINANCIAL CAPITAL MANAGEMENT CORPORATION.
50-004-43-01 - SAIDA OF NEVADA, INC.,
a Nevada Corporation
By: Jan P. Wy W. Ast See.
JOAN C. WRIGHT, Assistant Secretary
STATE OF NEVADA)
COUNTY OF DOUGLAS
On this 15th day of March 1985,
before me, the undersigned, a Notary Public, personally appeared Joan C. Wright known to me to be the Asst. Sec. of SAIDA OF NEVADA, INC., who executed the foregoing instrument, and he acknowledged to me that he executed the same freely and voluntarily, and for the uses and purposes therein mentioned on behalf of said corporation.
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year hereinabove written.

DIANA C. FRASSI Notary Fublic - State of Nevada Appointment Recorded In Washoe County MY APPOINTMENT EXPIRES FEB. 28, 1988

DOUGLAS COUNTY TITLE CO., INC. P.O. Box 1400 Zephyr Cove, Nv 89449

DOUGLAS COUNTY TITLE COMPANY INC. P. O. Box 1400 Zephyr Cove, Nevada 89448

Notary Public Diana C. Frassi

IN OFFICIAL REDORDS OF DOUGLAS CO. HEVADA DOUGLAS COUNTY TITLE '85 MAR 15 P3:34

SUZANNE SE AUDREAU RECORDER 500 PAID DE PU BOOK 385 PAGE1375