

STATE OF CALIFORNIA
 UNIFORM COMMERCIAL CODE - FINANCING STATEMENT CHANGE - FORM UCC-2
 IMPORTANT - Read instructions on back before completing form

28566
 QUAD

735193-1

This STATEMENT is presented for filing pursuant to the California Uniform Commercial Code

1. FILE NO. OF CALIF. FINANCING STATEMENT 130809 / 168123	1A. DATE OF FILING OF ORIG. FINANCING STATEMENT 2-13-86 / 12-7-87	1B. DATE OF ORIG. FINANCING STATEMENT 2-6-86 / 12-3-87	1C. STATE OF FILING ORIG. FINANCING STATEMENT Douglas Co. Nevada
2. DEBTOR (LAST NAME FIRST) DOUGLAS COUNTY TITLE CO., INC.			2A. SOCIAL SECURITY OR FEDERAL TAX NO. 88-0125727
2B. MAILING ADDRESS 295 Highway 50, #1		2C. CITY STATE Zephyr Cove, NV	2D. ZIP CODE 89448
3. ADDITIONAL DEBTOR (IF ANY) (LAST NAME FIRST)			3A. SOCIAL SECURITY OR FEDERAL TAX NO.
3B. MAILING ADDRESS		3C. CITY STATE	3D. ZIP CODE
4. SECURED PARTY NAME: GUARANTEE FINANCIAL SERVICES LEASE DIVISION MAILING ADDRESS: P. O. BOX 12902 CITY: FRESNO STATE: CA ZIP CODE: 93779			4A. SOCIAL SECURITY NO. FEDERAL TAX NO. OR BANK TRANSIT AND A.B.A. NO. 94-2539543
5. ASSIGNEE OF SECURED PARTY (NAME) NAME: CITICORP NORTH AMERICA, INC. MAILING ADDRESS: 601 MIDLAND AVENUE CITY: RYE STATE: NY ZIP CODE: 10580			5A. SOCIAL SECURITY NO. FEDERAL TAX NO. OR BANK TRANSIT AND A.B.A. NO. 13-293-868-4

6. CONTINUATION: The original Financing Statement between the foregoing Debtor and Secured Party bearing the file number and date shown above is continued. If collateral is crops or timber, check here and insert description of real property on which growing or to be grown in Item 7 below.
- RELEASE: From the collateral described in the Financing Statement bearing the file number shown above, the Secured Party releases the collateral described in Item 7 below.
- ASSIGNMENT: The Secured Party certifies that the Secured Party has assigned to the Assignee above named, all the Secured Party's rights under the Financing Statement bearing the file number shown above in the collateral described in Item 7 below.
- TERMINATION: The Secured Party certifies that the Secured Party no longer claims a security interest under the Financing Statement bearing the file number shown above.
- AMENDMENT: The Financing Statement bearing the file number shown above is amended as set forth in Item 7 below. (Signature of Debtor required on all amendments.)
- OTHER

"Covering all collateral as listed on original UCC-1 filing."

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8.	(Date) <u>March 31</u> 19 <u>88</u>	CODE 1 2 3 4 5 6 7 8 9	9. This Space for Use of Filing Officer (Date, Time, Filing Office)
By:	SIGNATURE(S) OF DEBTOR(S) (TITLE) GUARANTEE FINANCIAL SERVICES LEASE DIVISION		REGISTERED BY CITICORP NORTH AMERICA IN OFFICIAL RECORDS OF DOUGLAS COUNTY, NEVADA
By:	SIGNATURE(S) OF SECURED PARTY(IES) (TITLE) <i>[Signature]</i> Assistant Vice President		
10.	Return Copy to		178600 588 PAGE 3165 88 MAY 24 AIO :00 SUZANNE BEAUDREAU RECORDER 600 PAID 20 DEPUTY
NAME	CITICORP NORTH AMERICA, INC.		(1) FILING OFFICER COPY STANDARD FORM - FILING FEE \$4.00 APPROVED BY THE SECRETARY OF STATE UNIFORM COMMERCIAL CODE - FORM UCC-2 (06/2/86)
ADDRESS	601 MIDLAND AVENUE		
CITY, STATE AND ZIP	RYE, NY 10580		
	ATT: SHEILA OUT		