

MODIFICATION TO DEED OF TRUST

This Modification to Deed of Trust is made this 7th day of June, 1990, between ALEX ELIE BURSTEIN, an individual doing business at 1150-330 St. Mary Avenue, Winnipeg, Manitoba, Canada R3C 3Z5, (hereinafter "TRUSTOR"), FIRST NEVADA TITLE COMPANY, a licensed Nevada title company (hereinafter "TRUSTEE"), and TAHOE SUMMIT CORPORATION, a Nevada corporation (hereinafter "BENEFICIARY"):

W I T N E S S E T H:

WHEREAS, the parties hereto entered into that certain Deed of Trust and Assignment of Rents dated January 20, 1989, which document was recorded in the records of Douglas County, Nevada, as document number 195393, Book 189, Page 4034 (hereinafter "DEED OF TRUST"); and

WHEREAS, the parties hereto desire to alter the terms of the DEED OF TRUST in accordance with the terms of an Agreement between them made April 25, 1990;

NOW, THEREFORE, in consideration of the mutual covenants contained herein, and other good and valuable consideration, the sufficiency and receipt of which are hereby acknowledged, the parties hereto hereby agree that the DEED OF TRUST is amended to read as follows:

1. The sentence commencing on line 19 of page 4040 of document number 195393, being a portion of Article B.8(B)(I)(f) of the DEED OF TRUST, and reading "Initially, all CONDOMINIUM UNITS on LOTS 28 and 29 will be classed as RESERVE UNITS and shall remain so classified until designated as an INVENTORY UNIT as set forth in these release provisions." is hereby deleted.

2. Lines 1-6 of page 4041 of document number 195393, being a portion of Article B.8(B)(II) of the DEED OF TRUST, are hereby deleted and replaced with the following..."the intervals from LOT 28 and intervals from no more than three (3) full CONDOMINIUM UNITS in LOT 33 and two (2) full CONDOMINIUM UNITS in LOT 29 may be eligible for release at any one time."

3. Paragraph B.8(B)(III) of the DEED OF TRUST on page 4041 of document number 195393 is hereby deleted and replaced with the following..."III. Parties' Intentions. It is the parties' intentions that so long as there are sufficient TIME-SHARE INTERVALS (hereinafter "INTERVALS") available, TRUSTOR shall have sales inventory, for which RELEASES may be requested pursuant to these release provisions, as follows:

- . in LOT 28 - all unsold INTERVALS
- . in LOT 33 - not less than 104 nor more than 156 INTERVALS,
- . in LOT 29 - not less than 52 nor more than 104 INTERVALS.

At the time of execution of this FIRST AMENDMENT, TRUSTOR shall designate three (3) CONDOMINIUM UNITS in LOT 33 and two (2) CONDOMINIUM UNITS in LOT 29 as INVENTORY UNITS, and the remaining CONDOMINIUM UNITS in LOTS 33 and 29 shall be RESERVE UNITS. When 52 INTERVALS have been released from a CONDOMINIUM UNIT or a full CONDOMINIUM UNIT has been released in LOT 33 or 29, TRUSTOR may designate another CONDOMINIUM UNIT be reclassified from RESERVE UNIT to INVENTORY UNIT in LOT 33 or 29 as the case may be."

4. The first sentence of subparagraph B.8(B)(IV)(d) of the DEED OF TRUST on page 4041 of document number 195393 is hereby deleted and replaced with the following..."The TRUSTOR must pay BENEFICIARY One Thousand Dollars (\$1,000.00) for each INTERVAL in LOT 28 or 29 and One Thousand Two Hundred Dollars (\$1,200.00) for each INTERVAL in LOT 33, or Fifty-Two Thousand Dollars (\$52,000.00) for each whole CONDOMINIUM UNIT in LOT 28 or 29, and Sixty-Two Thousand Four Hundred Dollars (\$62,400.00) for each whole CONDOMINIUM UNIT in LOT 33, for which a RELEASE is requested."

5. Paragraphs B.8(B)(V) through B.8(B)(VIII) inclusive of the DEED OF TRUST on pages 4042 - 4045 of document number 195393 are hereby deleted.

6. The balance of the DEED OF TRUST is hereby reaffirmed.

IN WITNESS WHEREOF, TRUSTOR has executed this Modification to Deed of Trust this 7<sup>th</sup> day of MAY, 1990.

*Alex Elie Burstein*  
ALEX ELIE BURSTEIN, TRUSTOR

PROVINCE OF MANITOBA )  
 ) ss.  
COUNTRY OF CANADA )

On this 7 day of MAY, 1990, personally appeared before me, a Notary Public, ALEX ELIE BURSTEIN, personally known (or proved) to me to be the person whose name is subscribed to the above instrument and who acknowledged to me that he executed the same freely and voluntarily and for the uses and purposes therein mentioned.

ABRAHAM ANHANG  
A NOTARY PUBLIC  
IN AND FOR THE PROVINCE OF MANITOBA

*[Signature]*  
NOTARY PUBLIC

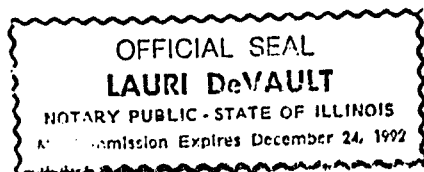
SEAL

TAHOE SUMMIT CORPORATION

BY: *Steven F. Baugh*  
STEVEN F. BAUGH,  
VICE-PRESIDENT

STATE OF ILLINOIS )  
 ) ss.  
COUNTY OF McLean )

On this 3<sup>rd</sup> day of April, 1990, personally appeared before me, a Notary Public, STEVEN F. BAUGH, personally known (or proved) to me to be the Vice President of Tahoe Summit Corporation, authorized to execute the above instrument in behalf of Tahoe Summit Corporation and who acknowledged to me that he executed the same freely and voluntarily and for the uses and purposes therein mentioned.



*Lauri DeVault*  
NOTARY PUBLIC

227677


FIRST NEVADA TITLE COMPANY

BY: Denise Neth  
DENISE NETH, PRESIDENT

STATE OF NEVADA )  
                          ) ss.  
COUNTY OF DOUGLAS )

On the 7th day of June, 1990, personally appeared before me, a Notary Public, DENISE NETH, personally known (or proved) to me to be the person President of First Nevada Title Company, authorized to executed the above instrument, and who acknowledged to me that she executed the same freely and voluntarily and for the uses and purposes therein mentioned.

Tammy L. Stone  
NOTARY PUBLIC

 TAMMY L. STONE  
Notary Public - State of Nevada  
Appointment Recorded in Douglas County  
MY APPOINTMENT EXPIRES JULY 31, 1993

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REQUESTED BY  
FIRST NEVADA TITLE COMPANY  
IN OFFICIAL RECORDS OF  
DOUGLAS CO., NEVADA

'90 JUN -7 P4:17

SUZANNE BEAUDREAU:  
RECORDER  
\$ 7.00 PAID km DEPUTY

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BOOK 690 PAGE 960