

**SECOND AMENDMENT TO DEED OF TRUST  
AND PARTIAL RECONVEYANCE**

**RECORDING REQUESTED BY  
AND WHEN RECORDED RETURN TO:**

**TIMOTHY G. HOXIE, Esq.  
HELLER, EHRMAN, WHITE & MCAULIFFE  
333 Bush Street  
San Francisco, California 94014  
Telephone: (415) 772-6052**

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**SECOND AMENDMENT TO  
DEED OF TRUST**

The parties to this Second Amendment to Deed of Trust and Partial Reconveyance ("Amendment"), made as of the 28<sup>th</sup> day of February, 1991, are The Glenbrook Company, a Nevada corporation ("Trustor"), Citibank, N.A. ("Beneficiary"), R. T. Nahas Company, a California corporation ("Borrower"), and First Nevada Title Company, a Nevada corporation ("Trustee").

**W I T N E S S E T H:**

WHEREAS, Trustor executed a Deed of Trust, Security Agreement and Fixture Filing with Assignment of Rents dated as of December 18, 1989 (the "Deed of Trust"), recorded December 21, 1989 as Instrument No. 216867 (Book 1289, Page 2269) in the Official Records of Douglas County, Nevada, which Deed of Trust (as amended by a First Amendment to Deed of Trust (the "First Amendment") dated as of September 24, 1990 and recorded as Instrument No. 236451 (Book 1090, Page 1768) of the Official Records of Douglas County, Nevada), encumbers real property located in Douglas County, State of Nevada, described in Exhibit A attached hereto and by this reference incorporated herein (the "Property"); and

WHEREAS, the Deed of Trust secures, inter alia, a Promissory Note dated December 18, 1989 (the "Note") in the principal amount of \$3,000,000. made by the Borrower and payable to the Beneficiary;

WHEREAS on January 18, 1991 a Record of Survey/Lot Line Adjustment was recorded as Instrument No. 243204 in the Official Records of Douglas County, Nevada (Book 191, Page 2289), which map altered the boundary of that portion of the Property referred to in Exhibit A as "Parcel C Additional Property" (the "Additional Property"), which property was added to the Property by the First Amendment;

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THIS DOCUMENT IS BEING RE-RECORDED TO CORRECT  
AN ERROR IN THE LEGAL DESCRIPTION.

**299176**  
**BOOK 293 PAGE 1419**

**BOOK 291 PAGE 3662**

WHEREAS, the lot line adjustment referred to in the preceding recital reduced the size of the Additional Property by excluding therefrom certain real property formerly included therein;

WHEREAS, the Trustor, Borrower, and Beneficiary desire to release the property excluded from the Additional Property by the lot line adjustment (the "Released Property") from the lien of the Deed of Trust in consideration for certain modifications to the Line of Credit evidenced by a letter agreement between the Borrower and the Beneficiary dated December 5, 1990; and

WHEREAS, Trustor and Beneficiary desire to modify and amend the Deed of Trust to release the Released Property as hereinafter provided;

NOW, THEREFORE, Trustor, Trustee, Borrower and Beneficiary agree as follows:

Section 1. Release of Released Property.

Exhibit A to the Deed of Trust, presently describing the Property also described in Exhibit A to this Amendment, is hereby amended to read as set forth in Exhibit B hereto, thereby deleting from the Property described in the Deed of Trust the Released Property. From and after the date of this Amendment, the "Property" as such term is used in the Deed of Trust shall refer to the Property described in Exhibit A to the Deed of Trust as so amended.

Section 2. Representations and Warranties.

Trustor and Borrower jointly and severally confirm that each of the representations and warranties set forth in Articles 2 and 3 of the Deed of Trust are true and correct in all material respects as of the date hereof as if made on the date hereof, after giving effect to this Amendment. Trustor confirms that the representations and warranties set forth in Exhibit B to the Deed of Trust are true and correct as of the date hereof as if made on the date hereof.

Section 3. Definitions.

Capitalized terms used without definition herein shall have the meanings ascribed to such terms in the Deed of Trust.

Section 4. Governing Law.

This Amendment, like the Deed of Trust, shall be governed by and construed in accordance with the laws of the State of California except to the extent that the laws of Nevada may apply (to the exclusion of the laws of California) by virtue of the fact that the Property is located in Nevada.

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**Section 5. Partial Reconveyance.**

At the request of the Beneficiary, the Trustee hereby reconveys to the Borrower the Released Property. This reconveyance, which is without warranty of any kind, is a partial reconveyance only and relates solely to the Released Property, and no interest whatsoever of Trustee or Beneficiary in any of the Property described in Exhibit B to this Amendment and Exhibit A to the Deed of Trust as amended hereby is intended to be reconveyed or released to Trustor.

COPY

Except as modified herby, all terms, conditions and agreements contained in the Deed of Trust shall remain unmodified and in full force and effect.

**BENEFICIARY:**

**CITIBANK, N.A.**

By: *Stephen Giannakakis*  
STEPHEN GIANNAKAKIS  
Title: *Vice President*

**TRUSTOR:**

**THE GLENBROOK COMPANY, a  
Nevada corporation**

By: \_\_\_\_\_  
R. T. Nahas, President

By: \_\_\_\_\_  
Eva C. Nahas, Secretary

**BORROWER:**

**R. T. NAHAS COMPANY, a  
California corporation**

By: \_\_\_\_\_  
R. T. Nahas, President

By: \_\_\_\_\_  
Eva C. Nahas, Secretary

**TRUSTEE:**

**FIRST NEVADA TITLE COMPANY. a  
Nevada corporation**

By: \_\_\_\_\_

Title: \_\_\_\_\_

Except as modified hereby, all terms, conditions and agreements contained in the Deed of Trust shall remain unmodified and in full force and effect.

**BENEFICIARY:**

**CITIBANK, N.A.**

By: \_\_\_\_\_

Title: \_\_\_\_\_

**TRUSTOR:**

**THE GLENBROOK COMPANY, a Nevada corporation**

By: *R. T. Nahas*  
R. T. Nahas, President

By: *Eva C. Nahas*  
Eva C. Nahas, Secretary

**BORROWER:**

**R. T. NAHAS COMPANY, a California corporation**

By: *R. T. Nahas*  
R. T. Nahas, President

By: *Eva C. Nahas*  
Eva C. Nahas, Secretary

**TRUSTEE:**

**FIRST NEVADA TITLE COMPANY. a Nevada corporation**

By: *Jillian Hester*  
Jillian Hester  
Title: VICE PRESIDENT

On this 25<sup>th</sup> day of FEBRUARY, 1991, before me, the undersigned, a Notary Public in and for the State of CALIFORNIA, duly commissioned and sworn, personally appeared ROBERT NAHAS, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person who executed this instrument on behalf of R. T. Nahas Company, a California corporation, and The Glenbrook Company, a Nevada corporation, and acknowledged to me that each corporation executed it.

WITNESS my hand and official seal.



Bert Hitchers  
Notary Public

COPY

On this 25<sup>th</sup> day of FEBRUARY, 1991, before me, the undersigned, a Notary Public in and for the State of California, duly commissioned and sworn, personally appeared EVA NAHAS, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person who executed this instrument on behalf of R. T. Nahas Company, a California corporation, and The Glenbrook Company, a Nevada corporation, and acknowledged to me that each corporation executed it.

WITNESS my hand and official seal.



Bert Hitchcock  
Notary Public

STATE OF New York )  
COUNTY OF New York ) ss

On this 26<sup>th</sup> day of February, 1991, before me, the undersigned, a Notary Public in and for the State of New York duly commissioned and sworn, personally appeared Stephen Giannakakis personally known to me (or proved to me on the basis of satisfactory evidence) to be the person who executed this instrument as Vice President on behalf of Citibank, N.A., and acknowledged to me that such corporation executed it.

WITNESS my hand and official seal.

Janne Vogens  
Notary Public

**JANNE VOGENS**  
Notary Public, State of New York  
No. 24286  
Qualified in Dutchess County  
Certificate filed in New York County  
Commission Expires November 18, 1991

SEAL

COPIES



STATE OF NEVADA )  
COUNTY OF DOUGLAS )

SS

On this 28th day of February, 1991, before me, the undersigned, a Notary Public in and for the State of NEVADA, duly commissioned and sworn, personally appeared JO Eiken Lester, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person who executed this instrument as Vice President on behalf of First Nevada Title Company, and acknowledged to me that such corporation executed it.

WITNESS my hand and official seal.

Patti Snyder  
Notary Public



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BOOK 291 PAGE 3670

BOOK 293 PAGE 1427

**EXHIBIT A**

to

**Second Amendment to Deed of Trust**

The following constitutes the Property referred to in this Second Amendment to Deed of Trust:

**Parcel A (Unsold Lots):**

ALL THAT CERTAIN LOT, PIECE OR PARCEL OF LAND SITUATE IN THE COUNTY OF DOUGLAS, STATE OF NEVADA, DESCRIBED AS FOLLOWS:

All that certain parcel of land situate in the Northwest 1/4 of the Southeast 1/4 of Section 3, Township 14 North, Range 18 East, M.D.B. & M., and a portion of the East 1/2 of the Southwest 1/4 of said Section 3, more particularly described as follows:

COMMENCING at a point lying on the North line of the South 1/4 of Section 3, said point being Northeasterly corner of Parcel "A" as shown on a parcel map recorded in the Official Records of Douglas County, Nevada, October 27, 1973, Document No. 69719, said point being the TRUE POINT OF BEGINNING; thence South 01°27'58" West, 1180.65 feet along the Easterly line of said Parcel "A" to a point marked by a 1 inch steel pipe; thence continuing along said Easterly line South 00°46'04" West, 164.70 feet to a point marked by a 1 inch steel pipe in concrete, said point, being the Northwesterly corner of the Derby property; thence North 45°12'27" East, 687.54 feet along the Northerly line of said Derby property, to a point; thence North 14°16'54" East, 257.15 feet to a point; thence North 27°06'13" East, 693.86 feet, more or less to a point on the North line South 1/2 of Section 3; thence South 89°34'00" West, 835.09 feet along said North line returning to the TRUE POINT OF BEGINNING.

Assessor's Parcel No. 01-090-21

TOGETHER WITH a right of way over that certain road as now located or as it may be located hereafter, extending from the State Highway known as U.S. Route 50 to the hereinabove described property.

**Parcel B (Golf Course/Club House/Office/Tennis Courts):**

ALL THAT CERTAIN LOT, PIECE OR PARCEL OF LAND SITUATE IN THE COUNTY OF DOUGLAS, STATE OF NEVADA, DESCRIBED AS FOLLOWS:

A portion of the Southeast 1/4 of the Northeast 1/4 of Section 10; and the Southwest 1/4 of the Northwest 1/4 of Section 11, Township 14 North, Range 18 East, M.D.B. & M., being more particularly described as follows:

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**BEGINNING at the Southeast corner of Parcel 3, as shown on that certain Parcel Map recorded June 25, 1980 as Document No. 45689; thence South 00°34'41" West, 86.50 feet; thence North 87°50'34" West, 185.00 feet; thence North 30°39'05" West, 197.06 feet; thence North 72°32'41" West 240.00 feet; thence North 12°01'34" East 56.25 feet; thence North 04°26'43" East, 187.189 feet; thence South 77°41'08" East, 3468.05 feet; thence North 49°05'08" East, 176.99 feet; thence South 00°34'41" West, 441.82 feet to the POINT OF BEGINNING.**

**Said parcel being Parcel 3 of Parcel Map recorded June 25, 1980 as Document No. 45689 and a portion of lot 'V' as set forth on the map of GLENBROOK UNIT NO. 2, recorded May 26, 1978 as Document No. 21216 of Official Records of Douglas County, State of Nevada.**

**Assessor's Parcel No. 01-050-28**

**AND**

**ALL THAT CERTAIN LOT, PIECE OR PARCEL OF LAND SITUATE IN THE COUNTY OF DOUGLAS, STATE OF NEVADA, DESCRIBED AS FOLLOWS:**

**PARCEL 1:**

**Lot F, as shown on the map of GLENBROOK UNIT NO. 3, filed in the office of the County Recorder, Douglas County, Nevada June 13, 1980, File No. 452899, Official Records.**

**EXCEPTING THEREFROM that portion conveyed to Michael F. McAuliffe, et al. by Quitclaim Deed recorded September 16, 1985 in Book 985 of Official Records, Page 1723, Douglas County, Nevada, as Document No. 123616 and re-recorded May 6, 1987, Book 587, Page 462, Document No. 154343 of Official Records.**

**BEGINNING at the most Northerly corner of lot 12, Block E, as shown on that certain map entitled Glenbrook Links, filed September 27, 1911 in Book B, Page 326; thence from said corner North 56 48'00" East, 37.12 feet to a point on the Westerly line of Pray Meadow Road, 24 feet wide, and shown as Lot Q on the map of Glenbrook Unit No. 3, recorded June 13, 1980, as Instrument No. 45299; thence along the Westerly line South 32°08'14" East, 75.05 feet; thence South 56°48'00" West, 35.73 feet to the most Easterly corner of said Lot 12; thence North 33.12, West, 75.00 feet to the POINT OF BEGINNING.**

**Reference is hereby made to Record of Survey recorded September 16, 1985 in Book 985, Official Records, page 1730, Douglas County, Nevada, as Document No. 123619.**

**ALSO EXCEPTING THEREFROM that portion conveyed to George W. Gillemot, Trustee under Declaration of Trust for the George W. Gillemot Family dated December 14, 1984 by Grant Deed recorded May 28, 1987 in Book 587 of Official Records at Page 2881, Douglas County, Nevada as Document No. 155471.**

**Reference is made to Record of Survey recorded May 28, 1987 in Book 587 of Official Records at Page 2880, Douglas County, Nevada as Document No. 155470**

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**BOOK 293 PAGE 1429**

**BOOK 291 PAGE 3672**

**PARCEL 2:**

Those portions of lots 1, 2, 32, 33, 34, 35, 36 and 37, Block C, as shown on the map of GLENBROOK UNIT NO. 3, filed in the office of the County Recorder of Douglas County, Nevada on June 13, 1980, File No. 45299, Official Records, described in Deed recorded December 28, 1983 in Book 1283, official Records as Document Nos. 93496, 93497, 93498, 93499, 93500, 93501, 93502 and 93503.

Reference is made to Record of Survey filed December 289, 1983, File No. 93495, Official Records of Douglas County, Nevada.

**PARCEL 3:**

TOGETHER WITH the following described parcel as set forth in the Deed recorded December 2, 1988 in Book 1288, Page 375 as Document No. 191945 of Official Records.

All that portion of parcel 1 as shown on Record Survey recorded December 6, 1983 as Document No. 91967, more particularly described as follows:

BEGINNING at the Northwest corner of said parcel 1; thence North 49°05'08" East 220.00 Feet; thence East 53.30 feet; thence South 04°45'16" West 39.17 feet; thence South 29°27'42" West 76.86 feet; thence South 17°28'40" West 59.95 feet; thence South 48°11'40" West 92.54 feet; thence South 68°14'31" West 99.82 feet; thence North 00°34'41" East 117.75 feet to the POINT OF BEGINNING.

Reference is hereby made to Record of Survey/Lot Line Adjustment recorded December 2, 1988 in Book 1288, Page 378 as document No. 191946 of Official Records.

Assessor's parcel No. 01-090-28

Parcel C Additional Property:

ALL THAT CERTAIN LOT, PIECE OR PARCEL OF LAND SITUATE IN THE COUNTY OF DOUGLAS, STATE OF NEVADA, DESCRIBED AS FOLLOWS:

All that certain parcel of land located in the Southeast one-quarter (1/4) of Section 10, Township 14 North, Range 18 East, M.D.M., in the County of Douglas, State of Nevada; and being more particularly described as follows:

That parcel designated "New Parcel 3" as set forth on Record of Survey for the Glenbrook Homeowners' Association, filed for record in the Office of the Douglas County Recorder on April 16, 1990 in Book 490, Page 2147 as Document No. 224037 of Official Records.

Assessor's Parcel No. 01-190-08

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**BOOK 291 PAGE 1430**

**BOOK 291 PAGE 3673**

**EXHIBIT B**

to

**Second Amendment to Deed of Trust**

The following shall constitute the Property referred to in the Deed of Trust upon the effectiveness of this Second Amendment thereto:

**Parcel A (Unsold Lots):**

ALL THAT CERTAIN LOT, PIECE OR PARCEL OF LAND SITUATE IN THE COUNTY OF DOUGLAS, STATE OF NEVADA, DESCRIBED AS FOLLOWS:

All that certain parcel of land situate in the Northwest 1/4 of the Southeast 1/4 of Section 3, Township 14 North, Range 18 East, M.D.B. & M., and a portion of the East 1/2 of the Southwest 1/4 of said Section 3, more particularly described as follows:

COMMENCING at a point lying on the North line of the South 1/4<sup>②</sup> of Section 3, said point being Northeasterly corner of Parcel "A" as shown on a parcel map recorded in the Official Records of Douglas County, Nevada, October 27, 1973, Document No. 69719, said point being the TRUE POINT OF BEGINNING; thence South 01°27'58" West, 1180.65 feet along the Easterly line of said Parcel "A" to a point marked by a 1 inch steel pipe; thence continuing along said Easterly line South 00°46'04" West, 164.70 feet to a point marked by a 1 inch steel pipe in concrete, said point, being the Northwesterly corner of the Derby property; thence North 45°12'27" East, 687.54 feet along the Northerly line of said Derby property, to a point; thence North 14°16'54" East, 257.15 feet to a point; thence North 27°06'13" East, 693.86 feet, more or less to a point on the North line South 1/2 of Section 3; thence South 89°34'00" West, 835.09 feet along said North line returning to the TRUE POINT OF BEGINNING.

Assessor's Parcel No. 01-090-21

TOGETHER WITH a right of way over that certain road as now located or as it may be located hereafter, extending from the State Highway known as U.S. Route 50 to the hereinabove described property.

**Parcel B (Golf Course/Club House/Office/Tennis Courts):**

ALL THAT CERTAIN LOT, PIECE OR PARCEL OF LAND SITUATE IN THE COUNTY OF DOUGLAS, STATE OF NEVADA, DESCRIBED AS FOLLOWS:

A portion of the Southeast 1/4 of the Northeast 1/4 of Section 10; and the Southwest 1/4 of the Northwest 1/4 of Section 11, Township 14 North, Range 18 East, M.D.B. & M., being more particularly described as follows:

BEGINNING at the Southeast corner of Parcel 3, as shown on that certain Parcel Map recorded June 25, 1980 as Document No. 45689; thence South 00°34'41" West, 86.50 feet; thence North 87°50'34" West, 185.00 feet; thence North 30°39'05" West, 197.06 feet; thence North 72°32'41" West 240.00 feet; thence North 12°01'34" East 56.25 feet; thence North 04°26'43" East, 187.189 feet; thence South 77°41'08" East, 3468.05 feet; thence North 49°05'08" East, 176.99 feet; thence South 00°34'41" West, 441.82 feet to the POINT OF BEGINNING.

Said parcel being Parcel 3 of Parcel Map recorded June 25, 1980 as Document No. 45689 and a portion of lot 'V' as set forth on the map of GLENBROOK UNIT NO. 2, recorded May 26, 1978 as Document No. 21216 of Official Records of Douglas County, State of Nevada.

Assessor's Parcel No. 01-050-28

AND

ALL THAT CERTAIN LOT, PIECE OR PARCEL OF LAND SITUATE IN THE COUNTY OF DOUGLAS, STATE OF NEVADA, DESCRIBED AS FOLLOWS:

**PARCEL 1:**

Lot F, as shown on the map of GLENBROOK UNIT NO. 3, filed in the office of the County Recorder, Douglas County, Nevada June 13, 1980, File No. 452899, Official Records.

EXCEPTING THEREFROM that portion conveyed to Michael F. McAuliffe, et al. by Quitclaim Deed recorded September 16, 1985 in Book 985 of Official Records, Page 1723, Douglas County, Nevada, as Document No. 123616 and re-recorded May 6, 1987, Book 587, Page 462, Document No. 154343 of Official Records.

BEGINNING at the most Northerly corner of lot 12, Block E, as shown on that certain map entitled Glenbrook Links, filed September 27, 1911 in Book B, Page 326; thence from said corner North 56°48'00" East, 37.12 feet to a point on the Westerly line of Pray Meadow Road, 24 feet wide, and shown as Lot Q on the map of Glenbrook Unit No. 3, recorded June 13, 1980, as Instrument No. 45299; thence along the Westerly line South 32°08'14" East, 75.05 feet; thence South 56°48'00" West, 35.73 feet to the most Easterly corner of said Lot 12; thence North 33.12, West, 75.00 feet to the POINT OF BEGINNING.

Reference is hereby made to Record of Survey recorded September 16, 1985 in Book 985, Official Records, page 1730, Douglas County, Nevada, as Document No. 123619.

ALSO EXCEPTING THEREFROM that portion conveyed to George W. Gillemot, Trustee under Declaration of Trust for the George W. Gillemot Family dated December 14, 1984 by Grant Deed recorded May 28, 1987 in Book 587 of Official Records at Page 2881, Douglas County, Nevada as Document No. 155471.

Reference is made to Record of Survey recorded May 28, 1987 in Book 587 of Official Records at Page 2880, Douglas County, Nevada as Document No. 155470

**299176**

BOOK **293** PAGE **1432**

**245700**

BOOK **291** PAGE **3675**

**PARCEL 2:**

Those portions of lots 1, 2, 32, 33, 34, 35, 36 and 37, Block C, as shown on the map of GLENBROOK UNIT NO. 3, filed in the office of the County Recorder of Douglas County, Nevada on June 13, 1980, File No. 45299, Official Records, described in Deed recorded December 28, 1983 in Book 1283, official Records as Document Nos. 93496, 93497, 93498, 93499, 93500, 93501, 93502 and 93503.

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**PARCEL 3:**

TOGETHER WITH the following described parcel as set forth in the Deed recorded December 2, 1988 in Book 1288, Page 375 as Document No. 191945 of Official Records.

All that portion of parcel 1 as shown on Record Survey recorded December 6, 1983 as Document No. 91967, more particularly described as follows:

BEGINNING at the Northwest corner of said parcel 1; thence North 49°05'08" East 220.00 Feet; thence East 53.30 feet; thence South 04°45'16" West 39.17 feet; thence South 29°27'42" West 76.86 feet; thence South 17°28'40" West 59.95 feet; thence South 48°11'40" West 92.54 feet; thence South 68°14'31" West 99.82 feet; thence North 00°34'41" East 117.75 feet to the POINT OF BEGINNING.

Reference is hereby made to Record of Survey/Lot Line Adjustment recorded December 2, 1988 in Book 1288, Page 378 as document No. 191946 of Official Records.

Assessor's parcel No. 01-090-28

Parcel C Additional Property:

ALL THAT CERTAIN LOT, PIECE OR PARCEL OF LAND SITUATE IN THE COUNTY OF DOUGLAS, STATE OF NEVADA, DESCRIBED AS FOLLOWS:

All that certain parcel of land located in the Southeast one-quarter (1/4) of Section 10, Township 14 North, Range 18 East, M.D.M., in the County of Douglas, State of Nevada; and being more particularly described as follows:

That parcel designated "New Parcel 3, Amended" as set forth on Record of Survey/Lot Line Adjustment, filed for record in the Office of the Douglas County Recorder on January 18, 1991, 1991 in Book 191, Page 2289 as Document No. 243204 of Official Records.

A portion of Assessor's Parcel No. 01-190-08

REQUESTED BY  
**WESTERN TITLE COMPANY, INC.**  
IN OFFICIAL RECORDS OF  
DOUGLAS CO., NEVADA

93 FEB -9 P12:03

SUZANNE BEAUDREAU  
RECORDER  
\$19.00 PAID *SO* 299176  
DEPUTY  
BOOK 293 PAGE 1433

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

91 FEB 28 P12:39

SUZANNE BEAUDREAU  
RECORDER  
\$19.00 PAID *KL* 245700  
DEPUTY  
BOOK 291 PAGE 3676