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WHEN RECORDED, RETURN TO:

✓
Stephen C. Mollath, Esq.
PREZANT MOLLATH & COSTELLO
100 W. Liberty St., Suite 750
Reno, NV 89501

ASSIGNMENT OF PARTNERSHIP INTEREST

ASSIGNMENT made this 28 day of February, 1994, between ROY F. HEISE and DOROTHY H. HEISE, and MARILYN DRENDEL, hereinafter referred to Assignors, and FREDERICK C. "FRITZ" HEISE and MARY D. HEISE, hereinafter referred to as Assignees.

RECITALS

Assignors are partners in BLUE MEADOWS ASSOCIATION, a Nevada General Partnership (BLUE MEADOWS). Said partnership owns a residential vacation property located in Glenbrook, Douglas County, Nevada, as more fully set forth in Exhibit "A" attached hereto.

BLUE MEADOWS is owned 33.333% by ROY F. HEISE and DOROTHY H. HEISE, 33.333% by MARILYN DRENDEL and 33.333% by BRUNO ROMERO and GLORIA A. ROMERO. Said partners, subsequent to the formation of the partnership, acquired 13.333% each from a former partner, KATRINA DANGBERG GLIDE (GLIDE) who owned 40% of said partnership.

The Partnership Agreement dated October 19, 1979 contemplated and provided, under Paragraph 8.01, that FREDERICK C. "FRITZ" HEISE and MARY D. HEISE may acquire from the partners portions of GLIDE's partnership interest which the partners may desire to convey to FREDERICK C. "FRITZ" HEISE and MARY D.

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HEISE.

ROY F. HEISE and DOROTHY H. HEISE, and MARILYN DRENDEL now desire to convey to FREDERICK C. "FRITZ" HEISE and MARY D. HEISE 13.333% each of their respective partnership interest which they acquired from GLIDE.

NOW THEREFORE, the parties agree as follows:

As of January 1, 1994, ROY F. HEISE and DOROTHY H. HEISE, and MARILYN DRENDEL, for valuable consideration, do hereby convey, transfer and assign to FREDERICK C. "FRITZ" HEISE and MARY D. HEISE a 13.333% ownership each in BLUE MEADOWS. Upon this conveyance, the ownership of BLUE MEADOWS shall be as follows:

BRUNO ROMERO and GLORIA A. ROMERO	33.333%
ROY F. HEISE and DOROTHY H. HEISE	20.000%
MARILYN DRENDEL	20.000%
FREDERICK C. "FRITZ" HEISE and MARY HEISE	26.666%

FREDERICK C. "FRITZ" HEISE and MARY D. HEISE hereby agree to be bound by the terms and provisions of the Blue Meadows Association General Partnership Agreement dated October 19, 1979 and by virtue of their acceptance of this Assignment, shall be deemed to have executed said Agreement.

The capital contribution of FREDERICK C. "FRITZ" HEISE and MARY D. HEISE shall be deemed to be a sum equal to 26.666% of the capital contribution of ROY F. HEISE and DOROTHY H. HEISE, and MARILYN DRENDEL as to the acquisition of the interest of GLIDE.

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IN WITNESS WHEREOF, the above parties have executed this Assignment the day and year first above written.

Roy F. Heise
ROY F. HEISE

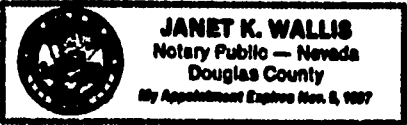
Marilyn Drendel
MARILYN DRENDEL

Dorothy H. Heise
DOROTHY H. HEISE

Frederick C. Heise aka Frederick C. "Fritz" Heise
FREDERICK C. "FRITZ" HEISE

Mary D. Heise
MARY D. HEISE

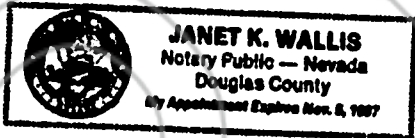
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STATE OF NEVADA)
COUNTY OF Douglas) SS.

On this 28 day of February, 1994, before me, the undersigned, a Notary Public in and for the County of Douglas, State of Nevada, duly commissioned and sworn, personally appeared ROY F. HEISE, known to me to be the person whose name is subscribed to the within instrument, and who acknowledged to me that he executed the same freely and voluntarily and for the uses and purposes therein mentioned.

Janet K. Wallis
NOTARY PUBLIC



STATE OF NEVADA)
COUNTY OF Douglas) SS.

On this 28 day of February, 1994, before me, the undersigned, a Notary Public in and for the County of Douglas, State of Nevada, duly commissioned and sworn, personally appeared DOROTHY H. HEISE, known to me to be the person whose name is subscribed to the within instrument, and who acknowledged to me that she executed the same freely and voluntarily and for the uses and purposes therein mentioned.

Janet K. Wallis
NOTARY PUBLIC

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STATE OF ^{California} ~~NEVADA~~)
COUNTY OF Sacramento) SS.

On this 1 day of March, 1994,
before me, the undersigned, a Notary Public in and for the County
of SACRAMENTO, State of ^{California} ~~Nevada~~, duly commissioned
and sworn, personally appeared FREDERICK C. "FRITZ" HEISE, known
to me to be the person whose name is subscribed to the within
instrument, and who acknowledged to me that he executed the same
freely and voluntarily and for the uses and purposes therein
mentioned.

Robert A Swenson
NOTARY PUBLIC



STATE OF ^{California} ~~NEVADA~~)
COUNTY OF Sacramento) SS.

On this 1 day of March, 1994,
before me, the undersigned, a Notary Public in and for the County
of Sacramento, State of ^{California} ~~Nevada~~, duly commissioned
and sworn, personally appeared MARY D. HEISE, known to me to be
the person whose name is subscribed to the within instrument, and
who acknowledged to me that she executed the same freely and vol-
untarily and for the uses and purposes therein mentioned.

Robert A Swenson
NOTARY PUBLIC



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STATE OF NEVADA)

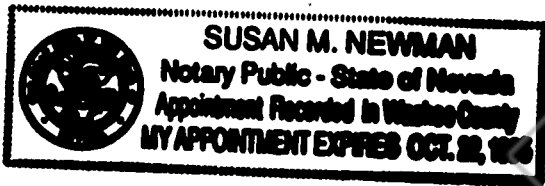
COUNTY OF Washoe)

SS.

On this 25th day of February, 1994, before me, the undersigned, a Notary Public in and for the County of Washoe, State of Nevada, duly commissioned and sworn, personally appeared MARILYN DRENDEL, known to me to be the person whose name is subscribed to the within instrument, and who acknowledged to me that she executed the same freely and voluntarily and for the uses and purposes therein mentioned.



NOTARY PUBLIC



1 Exhibit A

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5 All that certain piece of parcel of land lying and being in the
6 County of Douglas, State of Nevada, and more particularly described
7 as follows:

8
9 Begin at a point from which the meander corner between Sect. 3
10 and 10, Township 14 North, Range 18 East, M.D.M., bears North
11 81°01' West a distance of 1300.52 feet; thence North 49°38'
12 East a distance of 204.78 feet; thence South 54° East a distance
13 of 333.98 feet; thence South 72°16' West a distance of 225.88 feet;
14 thence South 61°02' West a distance of 98.08 feet; thence
15 North 34°50' West a distance of 219.27 feet to the point of
16 beginning, containing 1.501 acres in northeast 14 of the northeast
17 1/4 of Section 10, Township 14 North, Range 18 East, M.D.M.
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WM. PATTERSON CASHILL, ATTORNEY AND COUNSELLOR AT LAW, RENO, NEVADA

REQUESTED BY
Stephen C. Mollath
IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

94 MAR -3 P3:47

SUZANNE BEAUDREAU
RECORDER

\$ 13⁰⁰ PAID *Bh* DEPUTY

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