

SHORT FORM DEED OF TRUST
AND ASSIGNMENT OF RENTS

This Deed of Trust is made on October 29, 1994, between Joe F. Buchanan & Sara J. Buchanan, Husband and ("trustor") whose address is 340 Auburn Way #16, San Jose, Ca. 95129 wife as Joint Tenants

Secures intervals #5659A & 5547A
Leisure Time Escrow Corporation, a Nevada Corporation, as "Trustee" and Capri Resorts, Inc. ("Beneficiary"), Trustor hereby irrevocably grants, bargains and sells to Trustee in trust, with power of sale that certain real property located in Douglas County, Nevada, described as:

An Undivided one-three thousand two hundred and thirteenth (1/3213), interest as a tenant-in-common in the following described real property (The Real Property):

A portion on the North One-half of the Northwest one-quarter of Section 26, Township 13 North, Range 18 East, MOB&M described as follows: Parcel 3, as shown on that amended parcel Map for John E. Michelsen and Walter Cox recorded February 3, 1981, in Book 281 of Official Records at page 172, Douglas County, Nevada, as Document No. 53178, said map being an amended map of Parcels 3 and 4 as shown on that certain map for John E. Michelsen and Walter Cox, recorded February 10, 1978, in Book 278, of Official Records at page 591, Douglas County, Nevada, as Document No. 17578

EXCEPTING FROM THE REAL PROPERTY the exclusive right to use and occupy all of the Dwelling Units as defined in the "Declaration of Timeshare Use" as amended.

ALSO EXCEPTING FROM THE REAL PROPERTY AND RESERVING TO GRANTOR, its successors and assigns, all those certain easements referred to in paragraphs 2.5, 2.6 and 2.7 of the Declaration of Timeshare Use together with the right to grant said easements to others.

TOGETHER WITH THE EXCLUSIVE RIGHT TO USE AND OCCUPY an "Interval Unit" as defined in the Declaration of Timeshare Use recorded February 18, 1983, in Book 283 at page 1341, as Document No. 76233, and amended by an instrument recorded April 20, 1983 in book 483 at page 1021, as Document No. 78917 and again amended by an Instrument recorded July 20, 1983 in Book 783 at page 1588 as Document No. 84425, and again amended by an instrument recorded October 14, 1983 in Book 1083 at page 2572 as Document No. 89535, and fourth amendment to Declaration of Timeshare Use recorded August 31, 1987 in Book 887 at page 3987 as Document No. 161309. Official Records of the County of Douglas, State of Nevada, ("Declaration"), during a "Use Period," within the HIGH (2 weeks) Season within the "Owner's Use Year," as defined in the Declaration, together with a nonexclusive right to use the common areas as defined in the Declaration.

SUBJECT TO all covenants, conditions, restrictions, limitations, agreements, rights and rights-of-way of record, together with the rents, issues and profits thereof, subject, however, to the right, power and authority hereafter given to and conferred upon Beneficiary to contact and apply such rents, issues and profits.

For the purpose of securing (1) payment of the sum of \$ 11,166.³¹ dollars with interest thereon according to the terms of the promissory note or notes of even date herewith made by Trustor, the terms of which are incorporated herein, payable to the order of Beneficiary, and all extensions or renewals thereof; and (2) the performance of each agreement of Trustor incorporated herein by this reference, or contained herein; (3) payment of additional sums and interest thereon which may hereafter be loaned to Trustor, or to his successors or assigns, when evidenced by a promissory note or notes reciting that they are secured by this Deed of Trust.

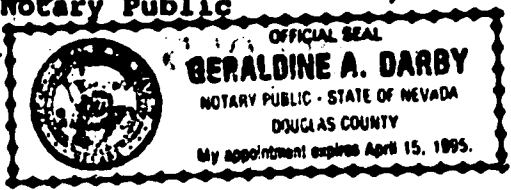
To protect the security of this Deed of Trust, and with respect to the property described above in this document, Trustor expressly makes such and all of the agreements, and adopts and agrees to perform and be bound by each and all of the terms and provisions set forth in subdivision A and the parties agree that each and all of the terms and provisions set forth in subdivision B of the Master Form Deed of Trust recorded in the office of the Douglas County Recorder in the State of Nevada on December 20, 1983 in Book 1283, page 2319, as Document No. 92939, shall inure to and bind the parties hereto, with respect to the property described above. Said agreements, terms and provisions contained in said subdivision A and B of the Master Form Deed of Trust are by the within reference incorporated herein and made a part of this Deed of Trust for all purposes as it fully set forth at length herein, and Beneficiary may charge for a statement regarding the obligation secured hereby, provided the charge therefore does not exceed a reasonable amount. The Beneficiary or the collection agent appointed by him may charge a fee not to exceed \$15.00 for each change in parties, or for each change in a party making or receiving a payment secured hereby. Seller's rights hereunder may be assigned or sold upon receipt of written notice of such sale or assignment. Buyer agrees to forward all further payments to the person or entity so designated by Seller.

The undersigned Trustor request that a copy of any notice of default and any notice of sale hereunder be mailed to him at his address set forth herein.

DATED October 29, 1994 By: X Joe F. Buchanan Joe F Buchanan
By: X Sara J Buchanan Sara J Buchanan
STATE OF NEVADA SS.
COUNTY OF DOUGLAS WITNESS: Stuart Luper

On Oct 30, 1994 personally appeared before me, a notary public, JOE & SARA BUCHANAN, who acknowledge that he/she executed the above instrument.

Beraldine A. Darby
Notary Public



Maid To:
Leisure Time Escrow
P.O. BOX 7197
STATELINE, NV 89449
1120

350055
BK 1194PG0829

COPY

REQUESTED BY
LEISURE TIME ESCROW

IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

94 NOV -4 AM 10:09

SUZANNE BEAUDREAU
RECORDER

\$ 800 PAID ka DEPUTY

VEGAN 350055
BK. 1194 PG 0830