

SUBSTITUTION OF TRUSTEE

WHEREAS, on January 28, 1994, Victor I. Flores and Juanita Flores, husband and wife as joint tenants with right of survivorship executed that certain deed of trust dated January 28, 1994 to Stewart Title of Douglas County, A Nevada Corporation as trustee ("Initial Trustee") for the benefit of Ridge View Joint Venture, a Nevada joint venture, beneficiary, encumbering real property situated in Douglas County, Nevada, which deed of trust was recorded in the Official Records of said County on February 9, 1994 in Book 294 at Page 1642 as Document Number 329703 (the "Deed of Trust"); and

WHEREAS, Ridge View Joint Venture, a Nevada joint venture, as beneficiary under the Deed of Trust and holder of the promissory note which the Deed of Trust secures, desires to substitute Resorts Financial Services, a Nevada general partnership, as the named trustee therein to succeed and replace the aforementioned trustee.

NOW, THEREFORE, NOTICE IS HEREBY GIVEN that, effective the date hereof, Ridge View Joint Venture does hereby substitute and replace the Initial Trustee as trustee under the Deed of Trust with Resorts Financial Services, a Nevada general partnership, having an office at 1702 County Road, Suite A, Minden, Nevada, and a mailing address of Post Office Box 4222, Stateline, Nevada 89449, and Resorts Financial Services shall succeed to all the rights, powers, authorities, duties and obligations granted to the Initial Trustee in said Deed of Trust and by law.

IN WITNESS WHEREOF, this Substitution of Trustee is executed this 23rd day of January, 1997.

Ridge View Joint Venture,
a Nevada joint venture

By: [Signature]
Brian R. Walkerley, Agent

By the execution hereof, Resorts Financial Services hereby accepts the appointment and designation as successor trustee under the foregoing Deed of Trust.

Resorts Financial Services
a Nevada general partnership

by Resorts Financial Services, Inc.
a Nevada Corporation,
Managing General Partnership

By: [Signature]
Jan S. Martin, Vice President

STATE OF NEVADA)
) SS
COUNTY OF DOUGLAS)

On this 23rd day of January, 1997, before me a notary public, in and for said county and state, personally appeared Brian R. Walkerley, who is the Agent of Ridge View Joint Venture, a Nevada joint venture, personally known to me to be the person who executed the above instrument on behalf of the said joint venture, and acknowledged to me that he executed the same for the purposes therein stated.

[Signature]
Notary Public

DEBBIE L. LINDSTROM
Notary Public - State of Nevada
Appointment Recorded in Douglas County
No: 96-2064-5 - EXPIRES APRIL 5, 2000

STATE OF NEVADA)
) SS
COUNTY OF DOUGLAS)

On this 23rd day of January, 1997, before me, a notary public, in and for said county and state, personally appeared Jan S. Martin, Vice President of Resorts Financial Services, Inc., a Nevada Corporation, personally known to me to be the person who executed the above instrument on behalf of Resorts Financial Services and acknowledged to me that she executed the same for the purposes therein stated.

[Signature]
Notary Public

DEBBIE L. LINDSTROM
Notary Public - State of Nevada
Appointment Recorded in Douglas County
No: 96-2064-5 - EXPIRES APRIL 5, 2000

WHEN RECORDED MAIL TO:
Resorts Financial Services
Post Office Box 4222
Stateline, Nevada 89449

REQUESTED BY
Stewart Title of Douglas County
IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

'97 JAN 28 A10 :18

405549

BK 0197 PG 3782

LINDA SLATER
RECORDER
\$2.50 PAID [initials] DEPUTY