4228645A

SUBSTITUTION OF TRUSTEE

WHEREAS, on June 29, 1996, James T. Saunders and Swanzi Sheriff-Saunders, husband and wife as joint tenants with right of survivorship executed that certain deed of trust dated June 29, 1996 to Stewart Title of Douglas County, A Nevada Corporation as trustee ("Initial Trustee") for the benefit of Harich Tahoe Developments, a Nevada general partnership, beneficiary, encumbering real property situated in Douglas County, Nevada, which deed of trust was recorded in the Official Records of said County on November 26, 1996 in Book 1196 at Page 4543 as Document Number 401811 (the "Deed of Trust"); and

WHEREAS, Harich Tahoe Developments, as beneficiary of the Deed of Trust and holder of the promissory note which the Deed of Trust secures, substituted Resorts Financial Services, a Nevada general partnership as the named trustee to succeed and replace the aforementioned trustee, desires to substitute Stewart Title of Douglas County, a Nevada corporation as the named trustee therein to succeed and replace Resorts Financial Services.

NOW, THEREFORE, NOTICE IS HEREBY GIVEN that, effective the date hereof, Harich Tahoe Developments does hereby substitute and replace as trustee Stewart Title of Douglas County, a Nevada Corporation, having an address of 1702 County Road, Suite B, Minden, Nevada, and Stewart Title of Douglas County 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 2nd day of April, 1998.

Harich Tahoe Developments,
a Nevada general partnership

by Lakewood Development Inc.
a Nevada Corporation, Managing
General Partner

By:_____
Brian R. Walkerley
Assistant Treasurer

STATE OF NEVADA)
) SS
COUNTY OF DOUGLAS)

On this 2nd day of April, 1998, before me a notary public, in and for said county and state, personally appeared Brian R. Walkerley, who is the Assistant Treasurer of Lakewood Development Inc., a Nevada Corporation, managing general partner of Harich Tahoe Developments, a Nevada general partnership, personally known to me to be the person who executed the above instrument on behalf of the said partnership, and acknowledged to me that he executed the same for the purposes therein stated.

JAMES T C HORAN
Notary Public - State of Nevada
Appointment Recorded in Douglas County
No: 96-5782-5 - Expires December 30, 2000

James T C Horan
Notary Public

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

'98 APR -3 A9:53

LINDA SLATER
RECORDER
$ 7.00 PAID DEPUTY

0436501

BK0498PG0417

COPY