3704302A

SUBSTITUTION OF TRUSTEE

WHEREAS, on October 23, 1988, Keith B. Williams and Renee V. Williams, husband and wife as joint tenants with right of survivorship executed that certain deed of trust dated October 23, 1988 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 January 13, 1989 in Book 189 at Page 1570 as Document Number 194364 (the "Deed of Trust"); and

WHEREAS, Harich Tahoe Developments, 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, Harich Tahoe Developments 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 6th day of May, 1998.

Harich Tahoe Developments,
a Nevada general partnership

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

By:_____
Brian R. Walkerley
Assistant Treasurer

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 Partner

By: Jan S. Martin
Jan S. Martin, Vice President

STATE OF NEVADA)
) SS
COUNTY OF DOUGLAS)

On this 6th day of May, 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, 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.

DEBBIE L. ALDERSON
Notary Public - State of Nevada
Appointment Recorded in Douglas County
No: 96-2064-5 - Expires April 5, 2000

Debbie L. Alderson
Notary Public

STATE OF NEVADA)
) SS
COUNTY OF DOUGLAS)

On this 6th day of May, 1998, 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.

DEBBIE L. ALDERSON
Notary Public - State of Nevada
Appointment Recorded in Douglas County
No: 96-2064-5 - Expires April 5, 2000

Debbie L. Alderson
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 MAY 11 A10:23

0439259

LINDA SLATER
RECORDER

BK0598PG1720

$ 7.00 PAID K DEPUTY

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