RECORDING REQUESTED BY Litchfield Financial Corporaiton 13701 W. Jewell Ave., Suite 200 Lakewood, CO 80228

AND WHEN RECORDED MAIL TO ✓Timeshare Specialists, Inc.. 1833 E. 17th St., Suite 111 Santa Ana, CA 92701

ATTN: SHARON

Space above line for recorder's use

FILE NO: 8827722

12262

SUBSTITUTION OF TRUSTEE

NOTICE IS HEREBY GIVEN; That the undersigned, as beneficiary, desires to substitute a new Trustee under the Deed of Trust hereinafter referred to in the place and stead of the present Trustee thereunder, in the manner in said Deed of Trust provided and does hereby substitute: Timeshare Specialists, Inc. Whose address is: 1833 E. 17th St., Suite 111, Santa Ana, CA 92701

Leisure Time Escrow Corporation was the original Trustee in the Deed of Trust hereinafter described

TRUSTOR: JULIE M. WIERBACH

BENEFICIARY: Capri Resorts, Inc.

Dated 10/17/94

Recorded 11/4/94

as Instrument No. 350057

Book

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0833

of Official Records in the office of the Recorder of

Douglas County, Nevada;

Whenever the context hereof so requires, the masculine gender includes the

feminine and/or neuter, and the singular number includes the plural.

The Chase Manhattan Bank (successor in interest to The Chase Manhattan Bank, (N.A.)), as trustee of the Litchfield Timeshare Trust 1995-1

(SEAL)

State of New York County of New York

Williams, Asst. Vice President

on 2/23/98

before me, personally appeared Bruce E. Williams and SYLVIA GOSHA personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) are subscribed to the within instrument and acknowledged to me that they executed the same in their authorized capacity, and that their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted,

executed the instrument.

(Seal)

Signature_ Notary Public g:\cls\olympalm

My Commission expires:

Notary Public, State of New York No. 01P04920649 Qualified in New York County Commission Expires Feb. 28,

KATHLEEN M. POLLOCK

0443020 BK0698PG6356

RECORDING REQUESTED BY:

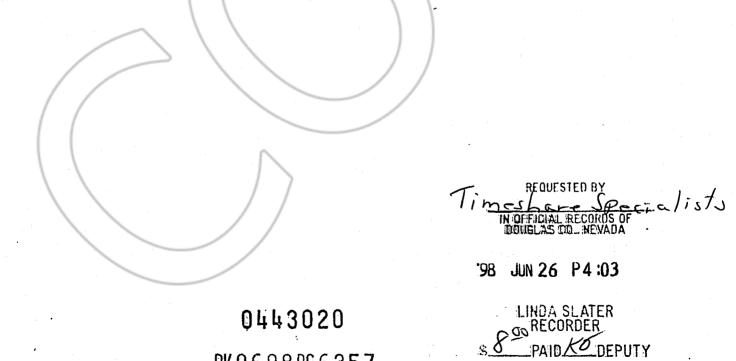
TIMESHARE SPECIALISTS, INC.

WHEN RECORDED MAIL TO:

TIMESHARE SPECIALISTS, INC. 1833 E. 17TH ST., STE. 111 SANTA ANA, CA. 92795 ATTN: SHARON

RECON# /2262

THIS PAGE ADDED TO PROVIDE ADEQUATE SPACE FOR RECORDING INFORMATION (ADDITIONAL FEE APPLIES)



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