

SUBSTITUTION OF TRUSTEE

WHEREAS, on August 4, 1992, J. Scott Smith and Deborah Lee Smith, husband and wife as joint tenants with right of survivorship executed that certain deed of trust dated August 4, 1992 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 September 30, 1992 in Book 992 at Page 5558 as Document Number 289604 (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 9th day of July, 1998.

Harich Tahoe Developments,
a Nevada general partnership

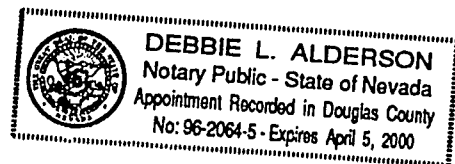
by Lakewood Development Inc.
a Nevada Corporation, Managing
General Partner

By: Tom Skraby
Vice President

STATE OF NEVADA)
) SS
COUNTY OF DOUGLAS)

On this 9th day of July, 1998, before me a notary public, in and for said county and state, personally appeared Tom Skraby, who is the Vice President 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.

Debbie L. Alderson
Notary Public



WHEN RECORDED MAIL TO:

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████████████████████
████████████████████

STEWART TITLE OF DOUGLAS COUNTY
1702 County Road, Suite "B"
Minden, NV 89423

REQUESTED BY
STEWART TITLE OF DOUGLAS COUNTY
IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

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LINDA SLATER
RECORDER
\$ 7.00 PAID KY DEPUTY