

WHEN RECORDED MAIL TO

✓ BENEFICIAL MORTGAGE CORPORATION
5000 HOPYARD RD., SUITE #125
PLEASANTON, CA 94588

SPACE ABOVE FOR RECORDER'S USE ONLY

SUBSTITUTION OF TRUSTEE

WHEREAS, FEDERICO S. CLAVERIA, AN UNMARRIED MAN

was the original Trustor,

WESTERN TITLE

was the original Trustee, and

GOODRICH & PENNINGTON MORTGAGE FUND, INC., A DELAWARE CORPORATION

was the original Beneficiary under that certain Deed of Trust dated 6/11 19 98 and recorded
on 6/19 19 98, as instrument no. 442406 in book 698
page 4518 of Official Records of DOUGLAS County, State of NEVADA

WHEREAS, the undersigned is the present Beneficiary under said Deed of Trust, and

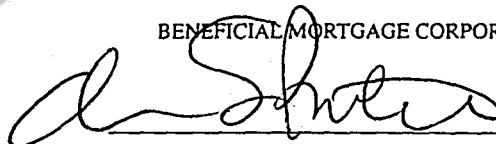
WHEREAS, the undersigned desires to substitute a new Trustee under said Deed of Trust in the place and stead of said original Trustee thereunder,

NOW, THEREFORE, the undersigned hereby substitutes Beneficial Management Corporation of America, a Delaware Corporation, whose address is 4900 Hopyard Road, Suite 200, Pleasanton, CA 94588, as Trustee under said Deed of Trust.

Whenever the context hereof so requires, the masculine gender includes the feminine and/or neuter, and the singular number includes the plural.

Dated 7/14, 19 98.

BENEFICIAL MORTGAGE CORPORATION



DENISE S. BUTCHER; ASSISTANT VICE PRESIDENT

0445263

BK0798PG5211

CALIFORNIA ALL-PURPOSE ACKNOWLEDGEMENT

No. 5507

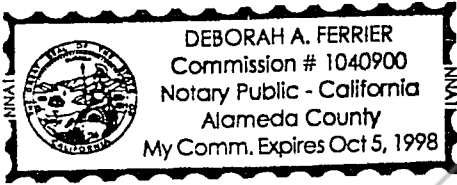
State of CALIFORNIA

County of ALAMEDA

On 7/14/98 before me, DEBORAH FERRIER, NAME, TITLE OF OFFICER - E.G., "JANE DOE, NOTARY PUBLIC"

personally appeared DENISE S. BUTCHER, ASSISTANT VICE PRESIDENT, NAME(S) OF SIGNER(S)

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 he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal. [Signature] SIGNATURE OF NOTARY

OPTIONAL

Though the data below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent reattachment of this form.

CAPACITY CLAIMED BY SIGNER

DESCRIPTION OF ATTACHED DOCUMENT

- INDIVIDUAL
CORPORATE OFFICER ASSISTANT VICE PRESIDENT TITLE(S)
PARTNER(S) LIMITED GENERAL
ATTORNEY-IN-FACT
TRUSTEE(S)
GUARDIAN/CONSERVATOR
OTHER

SUBSTITUTION OF TRUSTEE TITLE OR TYPE OF DOCUMENT

(1) NUMBER OF PAGES

7/14/98 DATE OF DOCUMENT

SIGNER IS REPRESENTING: NAME OF PERSON(S) OR ENTITY(IES)

NONE SIGNER(S) OTHER THAN NAMED ABOVE

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COPY

REQUESTED BY
Beneficial
IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA Mtg. Corp.

'98 JUL 24 P1:46

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LINDA SLATER
RECORDER
\$ 9.00 PAID MS DEPUTY