

DEED OF TRUST AND ASSIGNMENT OF RENTS

Escrow No M77198KK

THIS DEED OF TRUST, made this 22nd day of AUGUST 1998, between JOSEPH J. FLYNN AND ELAINE L. FLYNN, TRUSTEES OR THEIR SUCCESSOR, UNDER THE JOSEPH J. AND ELAINE L. FLYNN FAMILY TRUST DATED DECEMBER 22, 1995

herein called TRUSTOR, whose address is c/o Versafab Corp., 15919 Broadway, Gardena, CA 90248

WESTERN TITLE COMPANY, INC., a Nevada corporation herein called TRUSTEE, and SIERRA COUNTRY, INC., A NEVADA CORPORATION

herein called BENEFICIARY, WITNESSETH: That Trustor grants to Trustee in trust, with power of sale, that property in the County of DOUGLAS, State of Nevada, to wit:

SEE EXHIBIT "A" FOR LEGAL DESCRIPTION

Together with the tenements, hereditaments and appurtenances thereunto belonging or appertaining, and the reversion and reversions, remainder and remainders, rents, issues and profits thereof, subject, however, to the right of Beneficiary, during any period of default hereunder, and without waiver of such default, to collect said rents, issues and profits by any lawful means, and to apply the same, less costs and expenses of collection, to any indebtedness secured hereby.

For the purpose of securing (1) payment of the sum of \$105,000.00 with interest thereon according to the terms of a promissory note or notes of even date herewith made by Trustor, payable to order of Beneficiary, and and all extensions or renewals thereof; and (2) the performance of each agreement of Trustor incorporated herein by reference or contained herein; (3) payment of additional sums and interest thereon which may hereafter be loaned to Trustor, or to his successors or assigns, when evidenced by a Promissory Note or Notes reciting that they are secured by this Deed of Trust.

To protect the security of this Deed of Trust, Trustor agrees: By the execution and delivery of this Deed of Trust and the note secured hereby, that provisions (1) to (16) inclusive of the Deed of Trust recorded in the Book and at the Page, or Document No. of Official Records in the Office of the County Recorder of the County where said property is located, noted below opposite the name of such County, viz.:

COUNTY	DOC. No.	BOOK	PAGE	COUNTY	DOC. No.	BOOK	PAGE
Clark	413987	514		Lyon	88486	31 mtgs.	449
Churchill	104132	34 mtgs.	591	Mineral	76648	16 mtgs.	534-537
Douglas	24495	22	415	Nye	47157	67	163
Elko	14831	43	343	Ormsby	72637	19	102
Esmeralda	26291	3H deeds	138-141	Pershing	57488	28	58
Eureka	39602	3	283	Storey	28573	R mtgs.	112
Humbolt	116986	3	83	Washoe	407205	734 Tr.deed	221
Lander	41172	3	758	White Pine	128126	261	341-344
Lincoln	41292	0 mtgs.	467				

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BK 0898 PG 5670

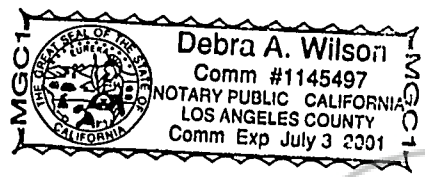
CALIFORNIA ALL-PURPOSE CERTIFICATE OF ACKNOWLEDGMENT

State of California
County of Los Angeles

On 8-26-98 before me, Debra A. Wilson, Notary Public
Date Name, title - e.g., John Doe, Notary Public
personally appeared Joseph J. Flynn and Elaine L. Flynn
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) is/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.



Seal

Debra A. Wilson
Signature of Notary
Debra A. Wilson - Los Angeles - 7/3/2001
Print Notary's Name, County in which Commissioned and Commission Expiration Date

OPTIONAL

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

SIGNATURE AUTHORITY OF SIGNER: DESCRIPTION OF ATTACHED DOCUMENT

- INDIVIDUAL
- CORPORATE OFFICER(S)

- PARTNER
 - LIMITED
 - GENERAL
- ATTORNEY-IN-FACT
- TRUSTEE(S)
- GUARDIAN/CONSERVATOR
- OTHER: _____

TITLE OR TYPE OF DOCUMENT

NUMBER OF PAGES

DATE OF DOCUMENT

SIGNER(S) OTHER THAN NAMED ABOVE:

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

Exhibit

DESCRIPTION

All that certain lot, piece or parcel of land situate in the County of Douglas, State of Nevada, described as follows:

Lot 1 of SIERRA COUNTRY ESTATES PHASE 1 recorded March 28, 1996, Book 396, Page 4735 as Document No. 384282 of Official Records of Douglas County, State of Nevada.

Together with a 24 foot Private Access Easement as set forth on map of SIERRA COUNTRY ESTATES PHASE 1.

A.P.N. 19-430-05

REQUESTED BY
WESTERN TITLE COMPANY, INC.
IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

'98 AUG 27 P3:10

PRE-123/1r

0447973

BK0898PG5673

LINDA SLATER
RECORDER

PAID ^{10.00} ₁₀ DEPUTY