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✓ WHEN RECORDED MAIL TO:

Old Republic National
Title Insurance Co.
3480 W. Market St
Suite 105
Fairlawn, OH 44383

Loan No. 085-1174828
Freddie No. 753984369

BALLOON LOAN MODIFICATION
(Pursuant to the Terms of the Balloon
Note Addendum and Balloon Rider)

**TWO ORIGINAL BALLOON MODIFICATIONS
MUST BE EXECUTED BY THE BORROWER:
ONE ORIGINAL IS TO FILED WITH THE BALLOON NOTE AND
ONE ORIGINAL IS TO BE RECORDED IN THE LAND RECORDS WHERE THE
SECURITY INSTRUMENT IS RECORDED**

This Balloon Loan Modification ("Modification"), entered into effective as of the 1ST day of DECEMBER, 1998, between ANDREW CHISARI AND ROSEMARY BARTOLO-CHISARI, HUSBAND AND WIFE AS JOINT TENANTS ("Borrower") and Crown Bank, a Federal Savings Bank ("Lender"), amends and supplements (1) the Mortgage, Deed of Trust or Deed to secure Debt (the "Security Instrument") dated NOVEMBER 12, 1993, securing the original principal sum of U.S. \$81,500.00, and recorded in Book 1193 at page 5364 and/or Instrument #323546 of the Official Records of DOUGLAS County, NEVADA; and (2) the Balloon Note bearing the same date as, and secured by, the Security Instrument (the "Note") which covers the real and personal property described in the Security Instrument and defined in the Security Instrument as the "Property", located at:

80 LAKE VILLAGE DRIVE #8, STATELINE, NEVADA 89449
the real property described being set forth as follows:

LOT 62 B, AS SHOWN ON THE MAP OF LAKE VILLAGE UNIT NO.2 D, FILED IN THE OFFICE OF THE COUNTY RECORDER ON JUNE 5, 1972, DOCUMENT NO. 59803, OFFICIAL RECORDS OF DOUGLAS COUNTY, STATE OF NEVADA PARCEL #: 07-063-16.

To evidence the election by the Borrower of the {Conditional Right to Refinance}{Conditional Modification and Extension of Loan Terms} as provided in the Balloon Note Addendum and Balloon Rider and to modify the terms of the Note and Security Instrument in accordance with such election, Borrower and Lender agree as follows (notwithstanding anything to the contrary contained in the Note or Security Instrument):

MULTISTATE BALLOON LOAN MODIFICATION-Single Family-Freddie Mac
UNIFORM INSTRUMENT FORM 3293

0454574

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1. The Borrower is the owner and occupant of the Property.
2. As of December 1, 1998, the amount payable under the Note and Security Instrument (the "Unpaid Principal Balance") is U.S. \$75,127.61.
3. The Borrower promises to pay the Unpaid Principal Balance, plus interest, to the order of the Lender. Interest will be charged on the Unpaid Principal Balance at the yearly rate of 6.875% beginning December 1, 1998. The Borrower promises to make monthly payments of principal and interest of U.S. \$525.01, beginning on the 1 day of January 1999, and continuing thereafter on the same day of each succeeding month until principal and interest are paid in full. If on December 1, 2023 (the "Modified Maturity Date"), the Borrower still owes amounts under the Note and the Security Instrument, as amended by this Modification, the Borrower will pay these amounts in full on the Modified Maturity Date.
The Borrower will make such payments at Crown Bank, 105 Live Oaks Gardens, Suite. 129, Casselberry, FL 32707 or at such other place as the Lender may require.
4. The Borrower will comply with all other covenants, agreements, and requirements of the Note and the Security Instrument, including without limitation, the Borrower's covenants and agreements to make all payments of taxes, insurance premiums, assessments, escrow items, impounds and all other payments that the Borrower is obligated to make under the Security Instrument; however, all the terms and provisions of the Balloon Note Addendum and Balloon Rider are forever cancelled, null and void, as of the maturity date of the Note.
5. Nothing in this Modification shall be understood or construed to be a satisfaction or release in whole or in part of the Note and Security Instrument. Except as otherwise specifically provided in this Modification, the Note and Security Instrument will remain unchanged and in full effect, and the Borrower and Lender will be bound by, and comply with, all of the terms and provisions thereof, as amended by this Modification.

{To be signed by all borrowers, endorsers, guarantors, sureties, and other parties signing the Balloon Note}

11/9/98
Date

Andrew Chisari
ANDREW CHISARI Borrower

11/9/98
Date

Rosemary Bartolo-Chisari
ROSEMARY BARTOLO-CHISARI Borrower

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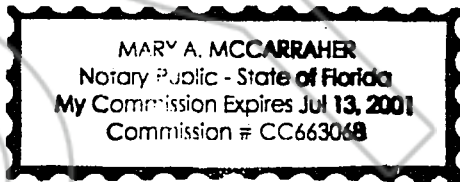
BK1198PG4527

STATE OF Florida
COUNTY OF Hillsborough

On 11/9/98 before me, ANDREW CHISARI
personally appeared _____ and
personally known to me (or
provided 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 as the person(s) or the entity upon
behalf of which the person(s) acted, executed the instrument.

Witness my hand and official seal.

Signature Mary A. McCarragher
Notary Public

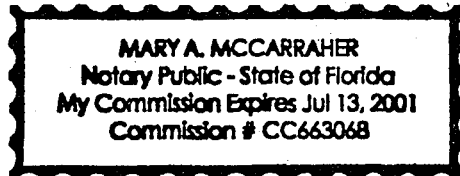


STATE OF Florida
COUNTY OF Hillsborough

On 11/9/98 before me, ROSEMARY CHISARI
personally appeared _____ and
personally known to me (or
provided 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 as the person(s) or the entity upon
behalf of which the person(s) acted, executed the instrument.

Witness my hand and official seal.

Signature Mary A. McCarragher
Notary Public



0454574

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CROWN BANK, A FEDERAL SAVINGS BANK

BY: _____

MICHAEL L. SHEA, SENIOR VICE PRESIDENT

MICHAEL L. SHEA

PRINT NAME

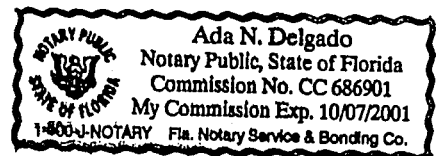
STATE OF FLORIDA
COUNTY OF SEMINOLE

On 11/12/98 before me, ADA N. DELGADO
personally appeared MICHAEL L. SHEA and
_____ personally known to me (or
provided 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 as the person(s) or the entity upon
behalf of which the person(s) acted, executed the instrument.

Witness my hand and official seal.

Signature _____

Notary Public



REQUESTED BY
Old Republic Natl Title
IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

'98 NOV 19 P1:17

0454574

BK 1198PG4529

LINDA SLATER
RECORDER
\$ 10.00 PAID BC DEPUTY