

Recording Requested By)
)
)
After Recording Return:)
)
The Smiley Ltd. Ptshp.)
1760 Iris Court)
Minden, Nevada 89423)

R.P.T.T. \$ #P

QUITCLAIM DEED - NOT PURSUANT TO A SALE

The undersigned transferors declare under penalty of perjury that the following is true and correct:
THERE IS NO CONSIDERATION FOR THIS TRANSFER.

There is no Documentary transfer tax due; Transfers grantors' interest to a limited partnership - no consideration.

GRANTORS: GEORGE F. CLIFTON and MARY M. CLIFTON, Trustees of the CLIFTON FAMILY TRUST dated September 7, 1988, amended August 1, 1995, hereby quitclaim to THE SMILEY LIMITED PARTNERSHIP real property situated in the unincorporated area, County of Douglas, State of Nevada, bounded and described as follows:

Parcel 1:

Unit 333, as shown on the Final Map No. 1008-7A for WINHAVEN Unit No. 7, PHASE A, A PLANNED UNIT DEVELOPMENT, filed for record in the office of the County Recorder of Douglas County, Nevada on November 17, 1995, in Book 1195 of Official Records at Page 2675, as Document No. 374950.

Assessor's Parcel No. 25-790-90

1320-29-111-006

0457040

BK 1298 PG 5041

Parcel 2:

A non-exclusive easement for use, enjoyment, ingress and egress over the common area as set forth in Declaration of Covenants Conditions and Restrictions recorded September 28, 1990, in Book 990, Page 4348, as Document No. 235644, Official Records.

Commonly known a 1171 White Oak Loop, Minden, Nevada.

Dated: 12/11, 1998.

CLIFTON FAMILY TRUST

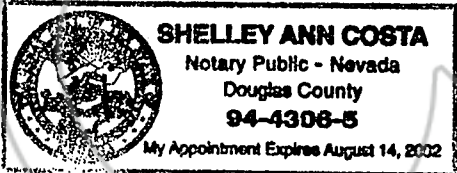
George F. Clifton
GEORGE F. CLIFTON, Trustee

Mary M. Clifton
MARY M. CLIFTON Trustee

STATE OF NEVADA)
) SS.
COUNTY OF MINDEN)
)
Douglas

On December 11, 1998, before me, the undersigned Notary Public, personally appeared GEORGE F. CLIFTON and MARY M. CLIFTON personally known to me (or proved to me on the basis of satisfactory evidence) to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same in their authorized capacity, and that by their signature on the instrument the persons or the entity upon behalf of which the persons acted, executed the instrument.

WITNESS my hand and official seal.



Shelley Ann Costa
NOTARY PUBLIC, State of Nevada

REQUESTED BY
Smiley Ltd Prtshp
IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

'98 DEC 21 P3:36

0457040

LINDA SLATER
RECORDER
PAID 2 DEPUTY

BK 1298 PG 5042