

FMG #: 0057345978
NAME: RICHARD E PENDLETON
P/O DATE: 10/05/1998

SUBSTITUTION OF TRUSTEE AND FULL RECONVEYANCE

WHEREAS

FLEET MORTGAGE CORP. is/are present owner(s) of a promissory note dated 02/21/1997, executed by RICHARD E. PENDLETON

secured by Deed of Trust executed by the makers of said note, wherein,

WESTWOOD ASSOCIATES, A CALIFORNIA CORPORATION is named as Trustee, recorded 03/03/1997 as Filing No. 0407635 in Book 0397, Page 0230, of Real Estate records, in the Office of the Recorder of DOUGLAS County, NEVADA, and

WHEREAS the undersigned as the present beneficiary of the Deed of Trust desire to change the Trustee therein, and

WHEREAS the undersigned further desire to have the property hereinafter mentioned reconveyed by reason of the payment of the indebtedness secured by said Deed of Trust;

NOW, THEREFORE, the undersigned does hereby appoint the undersigned as Trustee under the terms of said Deed of Trust in the place of the original Trustee above mentioned, with the power to perform the Trustee, DOES HEREBY QUITCLAIM AND RECONVEY to the person or persons legally entitled thereto, but without warranty, all of the property covered by said Deed of Trust now held by said Trustee under the terms of said Deed of Trust.

Dated this 31st day of December, 1998.



FLEET MORTGAGE CORP.

By: [Signature]
VICKIE A ROEMER
ASSISTANT SECRETARY

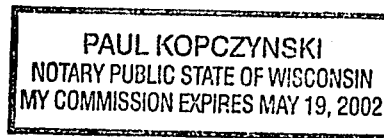
STATE OF WISCONSIN)
COUNTY OF MILWAUKEE) SS:

On 12/31/1998 before me, PAUL KOPCZYNSKI a Notary Public in and for said State, personally appeared VICKIE A ROEMER the ASSISTANT SECRETARY

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.

Signature [Signature]
PAUL KOPCZYNSKI



My Commission Expires: 05/19/2002

THIS INSTRUMENT PREPARED BY:
OLCZAK, CAROL J
FLEET MORTGAGE GROUP, INC.
11200 W PARKLAND AVE DEPT 2602
MILWAUKEE, WI 53224

REQUESTED BY
Fleet Mortgage Group
IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

After Recording Forward To:
RICHARD E PENDLETON
3910 TOPAZ RANCH DR
WELLINGTON NV 89444

'99 JAN 19 AM 11:48

NV_STFR (040)

0458929
BKO199PG3088

LINDA SLATER
RECORDER
PAID 10.00 DEPUTY