

**STATE OF NEVADA
UNIFORM COMMERCIAL CODE-FINANCING STATEMENT CHANGE-FORM UCC-2**

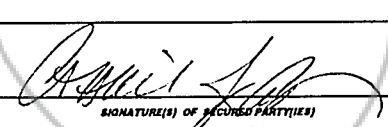
#203052 KP

This STATEMENT is presented for filing pursuant to the Nevada Uniform Commercial Code

1. FILE NO. OF ORIG. FINANCING STATEMENT 08293 0417761 bk0797pg3716	1A. DATE OF FILING OF ORIG. FINANCING STATEMENT 07/22/97	1B. DATE OF ORIG. FINANCING STATEMENT 07/2/97	1C. PLACE OF FILING ORIG. FINANCING STATEMENT Douglas County, Nevada
2. DEBTOR (LAST NAME FIRST) ROUND HILL SQUARE, LLC			2A. SOCIAL SECURITY OR FEDERAL TAX NO. 86-0873939
2B. MAILING ADDRESS P.O. Box 487		2C. CITY, STATE Glenbrook, Nevada	2D. ZIP CODE 89413
3. ADDITIONAL DEBTOR(IF ANY) (LAST NAME FIRST)			
3B. MAILING ADDRESS		3C. CITY, STATE	3D. ZIP CODE
4. SECURED PARTY NAME BANK ONE, ARIZONA, NA MAILING ADDRESS 201 N. Central, 14th Floor CITY Phoenix STATE AZ ZIP CODE 85004			4A. SOCIAL SECURITY NO., FEDERAL TAX NO. OR BANK TRANSIT AND A.B.A. NO. 1221-0002-4
5. ASSIGNEE OF SECURED PARTY (IF ANY) NAME MAILING ADDRESS CITY STATE ZIP CODE			5A. SOCIAL SECURITY NO., FEDERAL TAX NO. OR BANK TRANSIT AND A.B.A. NO.

6. A. CONTINUATION- The original Financing Statement between the foregoing Debtor and Secured Party Bearing the file number and date shown above is continued. If collateral is crops or timber, check here and insert description of real property on which growing or to be grown in Item 7 below.
- B. RELEASE- From the collateral described in the Financing Statement bearing the file number shown above, the Secured Party releases the collateral described in Item 7 below.
- C. ASSIGNMENT- The Secured Party certifies that the Secured Party has assigned to the assignee above named, all the Secured Party's rights under the Financing Statement bearing the file number shown above in the collateral described in Item 7 below.
- D. TERMINATION- The Secured Party certifies that the Secured Party no longer claims a security interest under the Financing Statement bearing the file number shown above.
- E. AMENDMENT- The Financing Statement bearing the file number shown above is amended as set forth in Item 7 below. (Signature of Debtor required on all amendments.)
- F. OTHER

7. _____

<p>8. _____</p> <p align="center">6-Jan-99</p> <p>By: _____</p> <p align="center"><small>SIGNATURE(S) OF DEBTOR(S) (TITLE)</small></p> <p>By: </p> <p align="center"><small>SIGNATURE(S) OF SECURED PARTY(IES) (TITLE)</small></p> <p>Connie J. Colman, Vice President</p>	<p>C</p> <p>O</p> <p>D</p> <p>E</p> <p>1</p> <p>2</p> <p>3</p> <p>4</p> <p>5</p> <p>6</p> <p>7</p> <p>8</p> <p>9</p>	<p>9. This Space for Use of Filing Officer (Date, Time, Filing Office)</p> <p align="center">REQUESTED BY FIRST AMERICAN TITLE CO.</p> <p align="center">IN OFFICIAL RECORDS OF DOUGLAS CO., NEVADA</p> <p align="center">'99 FEB -1 A11:12</p> <p align="center">LINDA SLATER RECORDER \$15.00 PAID BY DEPUTY</p>
---	--	---

10. Return Copy to

NAME BANK ONE, ARIZONA, NA	
ADDRESS DEPT. AZ1-1328	
CITY AND STATE PO BOX 29542	
PHOENIX, AZ 85038-9542	
Attn: Nancy L. Graham	

0460015
BK0299PG0069