

**UNIFORM COMMERCIAL CODE — FINANCING STATEMENT CHANGE — FORM N-UCC-2**

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

**IMPORTANT:**

Read instructions on back before filling out form.

Receipt No. \_\_\_\_\_

1. File No. of Original Financing Statement <b>369467 BK0895 PG5174</b>	1A. Date of Filing of Orig. Financing Statement <b>08/30/1995</b>	1B. Date of Orig. Financing Statement	1C. Place of Orig. Financing Statement <b>DOUGLAS COUNTY, NEVADA</b>
2. DEBTOR (ONE NAME ONLY) <input checked="" type="checkbox"/> LEGAL BUSINESS NAME <input type="checkbox"/> INDIVIDUAL (LAST NAME FIRST) <b>ELTON, ROGER H., TRUSTEE OF THE RHE TRUST DATED 5-1-90</b>		2A. SOCIAL SECURITY OR FEDERAL TAX NO.	
2B. MAILING ADDRESS <b>P.O. BOX 2878</b>		2C. CITY, STATE <b>RENO, NEVADA</b>	2D. ZIP CODE <b>89505</b>
3. ADDITIONAL DEBTOR (IF ANY) (ONE NAME ONLY) <input checked="" type="checkbox"/> LEGAL BUSINESS NAME <input type="checkbox"/> INDIVIDUAL (LAST NAME FIRST) <b>TOPAZ LODGE, INC., A NEVADA CORPORATION</b>		3A. SOCIAL SECURITY OR FEDERAL TAX NO.	
3B. MAILING ADDRESS <b>P.O. BOX 187</b>		3C. CITY, STATE <b>GARDNERVILLE, NEVADA</b>	3D. ZIP CODE <b>89410</b>

4.  ADDITIONAL DEBTOR(S) ON ATTACHED SHEET

5. SECURED PARTY

NAME <b>U.S. BANK NATIONAL ASSOCIATION</b>	4A. SOCIAL SECURITY NO. FEDERAL TAX NO. OR BANK TRANSIT AND A.B.A. NO.
MAILING ADDRESS <b>555 SW OAK STREET COMMERCIAL LOAN SERVICE WEST</b>	
CITY <b>PORTLAND</b> STATE <b>OR</b> ZIP CODE <b>97204</b>	

6. ASSIGNEE OF SECURED PARTY (IF ANY)

NAME	5A. SOCIAL SECURITY NO. FEDERAL TAX NO. OR BANK TRANSIT AND A.B.A. NO.
MAILING ADDRESS	
CITY STATE ZIP CODE	

7.  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, fixtures, or oil, gas or minerals check here  and insert description of real property on which growing or to be grown or to which affixed or to be affixed or from which to be extracted in Item 8 below. If crops or fixtures, also insert name of record owner of real estate. Effective only if submitted within 6 months prior to expiration date.

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 8 below. Release does not terminate debt.

C  ASSIGNMENT--The Secured Party certifies that the Secured Party has assigned to the Assignee above named, all or part of the Secured Party's rights under the Financing Statement bearing the file number shown above in the collateral described in Item 8 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 8 below. Any changes made to Items 2 thru 6 above must be made in Item 8 below. (Signature of Debtor(s) and Secured Party(ies) required on all amendments.)

8. \_\_\_\_\_

9.

(Date) APRIL 12, 2000

By \_\_\_\_\_ (TITLE)

SIGNATURE(S) OF DEBTOR(S)

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By U.S. BANK NATIONAL ASSOCIATION (TYPE NAME(S)) COLLATERAL SPECIALIST

SIGNATURE(S) OF SECURED PARTY(IES) (TITLE)

BARBARA WISNIEWSKI (TYPE NAME(S))

10. This Space for Use of Filing Officer  
(Date, Time, Filing Office)

**0490965**  
**BK0500PG0007**

10. **Return Copy To**

NAME	<b>U.S. BANK NATIONAL ASSOCIATION</b>
ADDRESS	<b>850-7323855462 ATTN: BARBARA W</b>
CITY, STATE	<b>PO BOX 5308 PORTLAND, OR. 97228</b>

COPY

REQUESTED BY  
U.S. Bank  
IN OFFICIAL RECORDS OF  
DOUGLAS CO., NEVADA

2000 MAY -1 AM 8:59

LINDA SLATER  
RECORDER

\$<sup>00</sup>18 PAID Kg DEPUTY

0490965

BK0500PG0008