

RECORDING REQUESTED BY:
STEWART TITLE COMPANY

WHEN RECORDED MAIL TO:

DNS VENTURES, LTD.
1480 Main Street
Gardnerville, NV 89410

ESCROW NO. 000700247

A.P.N.# PTN. 21-290-89

SUBSTITUTION OF TRUSTEE AND DEED OF RECONVEYANCE

DOLORES C. ARROYO, TRUSTEE OF THE SARATOGA SPRINGS REVOCABLE 1995 TRUST, DATED MAY 5, 1995, AS TO AN UNDIVIDED FIFTY PERCENT (50%) INTEREST AND INTEGRATED MARINE RESOURCES INC., A NEVADA CORPORATION AS TO AN UNDIVIDED FIFTY PERCENT (50%) INTEREST, are the Owners and Holders of the Note secured by the Deed of Trust, dated DECEMBER 2, 1999, made by DNS VENTURES, LTD., A NEVADA LLC, Trustors to STEWART TITLE OF DOUGLAS COUNTY, A NEVADA CORPORATION, Trustee, for the benefit of DOLORES C. ARROYO, TRUSTEE OF THE SARATOGA SPRINGS REVOCABLE 1995 TRUST DATED MAY 5, 1995, AS TO AN UNDIVIDED FIFTY PERCENT (50%) INTEREST AND INTEGRATED MARINE RESOURCES INC., A NEVADA CORPORATION AS TO AN UNDIVIDED FIFTY PERCENT (50%) INTEREST, Beneficiary which Deed of Trust was recorded in the office of the County Recorder of DOUGLAS County, Nevada in Book 0100, at Page 2053, File No. 0484417, hereby substitutes DOLORES C. ARROYO, TRUSTEE OF THE SARATOGA SPRINGS REVOCABLE 1995 TRUST, DATED MAY 5, 1995 AND INTEGRATED MARINE RESOURCES INC., A NEVADA CORPORATION, as Trustee in lieu of the above named Trustee under said Deed of Trust.

DOLORES C. ARROYO, TRUSTEE OF THE SARATOGA SPRINGS REVOCABLE 1995 TRUST, DATED MAY 5, 1995 AND INTEGRATED MARINE RESOURCES INC., A NEVADA CORPORATION hereby accepts said appointment as Trustee under said Deed of Trust and, as successor Trustee, pursuant to the request of said Owner and Holder and in accordance with the provisions of Deed of Trust does hereby reconvey without warranty to the person or persons legally entitled thereto, all estate now held by it under said Deed of Trust.

IN WITNESS WHEREOF, the undersigned, have caused these presents to be executed by them this 28 day of May, 2000.

BENEFICIARY AND TRUSTEE:

✓ Dolores C. Arroyo by Jeffrey E. Kelly
Successor Trustee
DOLORES C. ARROYO, TRUSTEE OF THE SARATOGA SPRINGS REVOCABLE 1995 TRUST, DATED MAY 5, 1995

INTEGRATED MARINE RESOURCES INC.,
A NEVADA CORPORATION

BY: ✓ [Signature]
PERRY M. DI LORETO

BY: ✓ _____

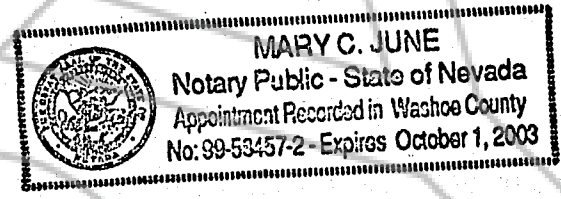
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STATE OF NEVADA
COUNTY OF WASHOE

This instrument was acknowledged before me on April 28, 2000
PERRY M. DI LORETO

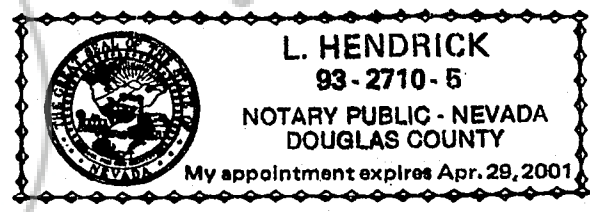
Signature Mary June
Notary Public



STATE OF NEVADA)
COUNTY OF Douglas) SS.

On this 28th day of April, 2000, personally appeared before me, a notary public, in and for Douglas County, Jeffrey E. Kirby, personally known (or proved) to me to be the person whose name is subscribed to the within instrument as the attorney in fact of Dolores C. Arroyo, and acknowledged to me that he subscribed his own name as attorney in fact.

L. Hendrick
Notary Public



REQUESTED BY
STEWART TITLE OF DOUGLAS COUNTY

IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

2000 JUN -9 AM 10: 59

LINDA SLATER
RECORDER

\$ 11.00 PAID KD DEPUTY

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