

This instrument prepared by
and when recorded, return to:
Jeffrey J. Temple, Esq.
White & Case LLP
1155 Avenue of the Americas
New York, New York 10036

Douglas County, Nevada

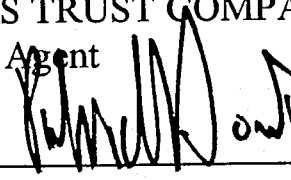
**SUBSTITUTION OF TRUSTEE AND RECONVEYANCE OF
DEED OF TRUST, SECURITY AGREEMENT, ASSIGNMENT
OF LEASES, RENTS AND PROFITS, FINANCING
STATEMENT AND FIXTURE FILING**

- (1) WHEREAS, THIS SUBSTITUTION OF TRUSTEE AND RECONVEYANCE is made this 31st day of August, 2000 by and between HCRI Nevada Properties, Inc., a Nevada corporation, having an address at c/o Health Care REIT, Inc., One SeaGate, Suite 1500, Toledo, OH 43603, as trustor (the "Trustor") to Lawyers Title of Nevada, Inc., having an address at 1210 South Valley View, Las Vegas, NV 89102, as trustee (the "Trustee") for the benefit of Bankers Trust Company, a New York banking corporation, having a place of business at 130 Liberty Street, New York, New York 10006, as beneficiary, in its capacity as Collateral Agent, as beneficiary (the "Beneficiary")
- (2) WHEREAS, the undersigned beneficiary is the owner and holder of the indebtedness secured by the security instrument identified on Schedule "A" hereto (the "Security Instrument") encumbering premises described on Exhibit "A" hereto (the "Premises");
- (3) WHEREAS, the undersigned does hereby acknowledge receipt of full and final payment of the indebtedness;
- (4) WHEREAS, the undersigned beneficiary hereby substitutes Bankers Trust Company as trustee in lieu of the trustee named in the Deed of Trust;
- (5) WHEREAS, Bankers Trust Company hereby accepts such appointment as trustee under the Deed of Trust;

NOW THEREFORE, In consideration of the above, the undersigned does hereby remise, release, quitclaim, grant and convey without warranty unto the owner the Premises encumbered by the Security instrument (and all related security instruments), certifies that the Security Instrument (and all related security instruments) are paid, cancelled, satisfied in full and of no further force and effect, releases the Premises from the lien and effect of the Security Instrument (and all related security instruments) and further directs that the Security Instruments (and all related security instruments) be forever discharged and expunged from the public records.

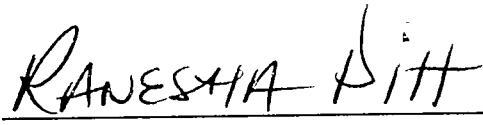
IN WITNESS WHEREOF the undersigned, by its duly elected officer(s) and pursuant to proper authority of its board of directors has duly executed, sealed, acknowledged and delivered this instrument as to the day and year first above written.

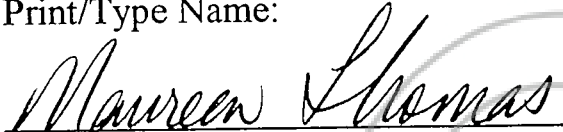
BANKERS TRUST COMPANY, as
Collateral Agent



By: _____
Name: Patrick W. Dowling
Title: V.P.

Witnesses As To All Signatures:


Print/Type Name:


Print/Type Name:



0499573

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Acknowledgement

State of New York)
)
County of New York)

On August 31, 2000, before me, the undersigned, personally appeared PATRICK W. DOWLING, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to be within instrument and acknowledged to me that he/~~she~~ executed the same in his/~~her~~ capacity, and that by his/~~her~~ signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Jayne Disalvo
Notary Public
My Commission Expires:

Apply Stamp/Seal:

SEAL

JAYNE DISALVO
Notary Public, State of New York
No. 41-4760803
Qualified in Queens County
Certificate Filed in New York County
Commission Expires NOVEMBER 30, 2000

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Security Instruments

The following Security Instruments are recorded in the public records of the

County: Douglas
State: Nevada

A. Deed of Trust, Security Agreement, Assignment of Leases, Rents and Profits, Financing Statement and Fixture Filing (the "Deed of Trust")

Original Principal Amount: \$30,000,000
Mortgagor/Trustor: HCRI Nevada Properties, Inc.
Trustee (if any): Lawyers Title of Nevada, Inc.
Mortgagee/Beneficiary: Bankers Trust Company, as Collateral Agent
Dated: April 13, 2000
Recorded: April 17, 2000
Book/Volume/Reel: Book 400 p. 2902
Document/Instrument/Clerk's File Number: 0490042, Official Records

The Mortgage encumbers premises described therein or on Exhibit A hereto.

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Exhibit A

All that real property situate in the County of Douglas , State of Nevada, described as follows:

PARCEL 1

A parcel of land located within a portion of Section 10, Township 12 North, Range 20 East, M.D.M., more particularly described as follows:

COMMENCING at the Northeasterly corner of Lot 5, Block D, as shown on the Final Map for JEWEL COMMERCIAL PARK, PHASE 2, recorded July 24, 1997, in the Office of the Recorder, Douglas County, Nevada, as Document No. 417846, the Southwesterly terminus of MATHIAS PARKWAY; thence along the Southerly right-of-way of said MATHIAS PARKWAY, North 44°45'21" West, 423.56 feet to the POINT OF BEGINNING; thence South 45°14'39" West, 20.00 feet; thence South 81°33'55" West, 134.55 feet; thence North 60°24'44" West, 82.61 feet to a point on the Easterly line of VIRGINIA RANCH ROAD; thence North 29°35'16" East, 116.94 feet; thence along the arc of a curve to the right having a radius of 30.00 feet, central angle of 105°39'23", and an arc length of 55.32 feet to a point on the Southerly right-of-way of said MATHIAS PARKWAY; thence South 44°45'21" East, 161.91 feet to the POINT OF BEGINNING.

Reference is made to Record of Survey recorded September 19, 1997, in Book 997, Page 4056, as Document No. 422092.

PARCEL 2

A parcel of land located within a portion of Section 10, Township 12 North, Range 20 East, M.D.M., more particularly described as follows:

COMMENCING at the Northeasterly corner of Lot 5, Block D, as shown on the Final Map for JEWEL COMMERCIAL PARK, PHASE 2, recorded July 24, 1997, in the office of the Recorder, Douglas County, Nevada, as Document No. 417846, the Southwesterly terminus of MATHIAS PARKWAY, the POINT OF BEGINNING; thence along the boundary of said Lot 5 the following three courses; thence South 29°35'16" West, 705.21 feet; thence North 46°24'12" West, 620.29 feet to a point on the right-of-way of VIRGINIA RANCH ROAD; thence along said right-of-way North 29°35'16" East, 567.22 feet; thence along the boundary of Lot 5A as shown on the Record of Survey for JEWEL COMMERCIAL PARK recorded September 19, 1997, in the Office of the Recorder, Douglas County, Nevada, as Document No. 422092 the following three courses; thence South 60°24'44" East, 82.61 feet; thence North 81°33'55" East, 134.55 feet; thence North 45°14'39" East, 20.00 feet to a point on the right-of-way of MATHIAS PARKWAY; thence along said right-of-way South 44°45'21" East, 423.56 feet to the POINT OF BEGINNING.

The above describes Lot 5 remainder as shown on said Record of Survey for JEWEL COMMERCIAL PARK, Document No.422092.

Reference is made to Record of Survey recorded September 19, 1997, in Book 997, Page 4056, as Document No. 422092.

REQUESTED BY
WESTERN TITLE COMPANY, INC.

IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

2000 SEP 18 PM 3: 50

LINDA SLATER
RECORDER

\$1400 PAID *RL* DEPUTY

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