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✓ **WHEN RECORDED, RETURN TO:**
STEEFEL, LEVITT & WEISS
Six Landmark Square
4th Floor
Stamford, Connecticut 06901
Attn: Richard J. Tannenbaum, Esq.

SUBSTITUTION OF TRUSTEE

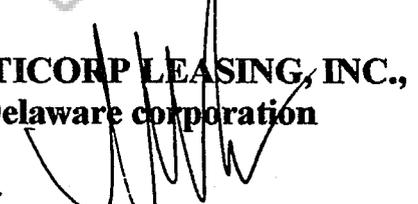
WHEREAS **CITICORP LEASING, INC.**, a Delaware corporation, is the present owner of a certain Promissory Note dated November 25, 1997, executed by Las Cal Corporation, a Nevada corporation in favor of Citicorp Leasing, Inc. in the amount of \$243,000.00, secured by, among other things, a Leasehold Deed of Trust, Assignment of Leases and Rents, Security Agreement and Financing Statement ("Deed of Trust") executed by Las Cal Corporation, a Nevada corporation, wherein Northern Nevada Title Company is named as Trustee, recorded March 26, 1998, as Document No. 0435883 (Book 398, Page 5945) in the Office of the Recorder of Douglas County, Nevada against the real property in Douglas County, Nevada as more particularly described in Exhibit A attached hereto and made a part hereof.

WHEREAS Citicorp Leasing, Inc., as present Beneficiary of the Deed of Trust, desires to change the Trustee therein;

NOW, THEREFORE, Citicorp Leasing, Inc. does hereby appoint Citicorp Leasing, Inc., a Delaware corporation, as Trustee under the terms of said Deed of Trust in the place of Northern Nevada Title Company with authority to perform the powers therein created.

DATED THIS 23rd day of March, 2001

CITICORP LEASING, INC.,
a Delaware corporation

By: 
Name: Michael D. Finn
Title: Vice President

Store#19696/Gardnerville

0511341

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STATE OF NEW YORK)
) ss.
COUNTY OF WESTCHESTER)

On this 23rd day of March, 2001, the undersigned Notary Public in and for said County and State, appeared MICHAEL FINN, known to me to be, or proven to be on the basis of satisfactory evidence, the person(s) whose name(s) is/are subscribed to the within instrument, who acknowledged to me that he/she/they executed same for the purposes therein contained.

Lisa VonLindern
Notary Public

My commission exp.: _____

LISA VONLINDERN
NOTARY PUBLIC, State of New York
No. 4793951
Qualified In Nassau County
Term Expires February 28, 2002

COPY

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EXHIBIT "A"

All that certain Real Property situate in the County of Douglas, State of Nevada and more particularly described as follows:

A parcel of land located within a portion of the Northwest 1/4 of the Northeast 1/4 (NW 1/4 NE 1/4) of Section 4, Township 12 North, Range 20 East, Mount Diablo Meridian, Douglas County, Nevada, described as follows:

Commencing at centerline Station "A" 370+44.51 of U.S. Highway 395 per found Nevada Department of Transportation Highway right-of-way Brass Cap Monuments; thence along said centerline South 51°04'00" East, per Document No. 28058, 1403.69 feet; thence North 38°56'00" East, a right angle to the preceding course a distance of 40.00 feet to a point on the Northeasterly right-of-way line of U.S. 395, said point further described as the Southwesterly most corner of the property conveyed to Wayne C. Matley et ux recorded May 19, 1971 in Book 87 of Official Records at Page 109 in Douglas County, Nevada; thence along said right-of-way line South 51°04'00" East, 216.85 feet to THE POINT OF BEGINNING; thence North 38°54'53" East, 190.00 feet; thence South 51°04'00" East, 188.62 feet to the Northwesterly right-of-way line of Waterloo Lane; thence along said right-of-way line South 44°54'36" West, 168.52 feet; thence along the arc of a curve to the right having a radius of 25.00 feet, a central angle of 84°01'24" and an arc length of 36.66 feet to a point on the Northwesterly right-of-way line of U.S. Highway 395; thence along said right-of-way line North 51°04'00" West, 146.15 feet to THE POINT OF BEGINNING.

Reference is hereby made to that certain Record of Survey for Smith's Food and Drug Centers, Inc., filed for record in the Douglas County Recorder's Office on September 1, 1994 in Book 994, Page 109 as Document No. 345326, Official Records.

More commonly known as: Taco Bell store no 19696
1331 Highway 395
Gardnerville, NV 89410

REQUESTED BY
Steele/Levit/H & Weiss
IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

2001 MAR 30 AM 9:54

LINDA SLATER
RECORDER

\$ 9⁰⁰ PAID *KJ* DEPUTY

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