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✓ When Recorded Mail To:
Sunterra Financial Services, Inc.
Gretchen Brown
9921 Covington Cross Drive, Suite 105
Las Vegas, NV 89144

A Portion of APN per Attached "Exhibit A"

SUBSTITUTION OF TRUSTEE AND FULL RECONVEYANCE

HARICH TAHOE DEVELOPMENTS, a Nevada General Partnership, is the Owner and Holder of the Note secured by the original Deed of Trust, made by Trustor(s) to STEWART TITLE of Douglas County, Nevada, a Nevada Corporation, Trustee, for the benefit of HARICH TAHOE DEVELOPMENTS, a Nevada General Partnership, Beneficiary, which Deed of Trust was recorded in the office of the County Recorder of Douglas County, Nevada, all as shown on "Exhibit A", attached hereto and made a part hereof.

"EXHIBIT A" CONSISTS OF 67 DEEDS OF TRUST

Beneficiary hereby substitutes HARICH TAHOE DEVELOPMENTS, A Nevada General Partnership, as Trustee in Lieu of the above named Trustee under said Deed of Trust. HARICH TAHOE DEVELOPMENTS, a Nevada General Partnership, 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 said 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.

Dated: May 31, 2001

BENEFICIARY AND SUBSTITUTED TRUSTEE,
HARICH TAHOE DEVELOPMENTS, a Nevada
General Partnership,



By: Lakewood Development, Inc.,
A Nevada Corporation
Title: Managing General Partner

By: Cory Fleming
Title: Authorized Representative

State of Nevada)
County of Clark)

This instrument was acknowledged before me, _____, on May 31, 2001 by Cory Fleming who acknowledged to me to be the Authorized Representative of Lakewood Development, Inc., a Nevada Corporation, and that as such representative, being authorized to do so, signed her name as such Authorized Representative.

Betty S deGrat-Flon
Notary Public

My commission expires: 4/26/03

See next page for attached "Exhibit A".

	APN No.	Date DOT Rec	OR Book	OR Page	Instrument No.	Trustee
HARRICH TAHOE						
NOVEMBER - 1999						
4920428B	40-370-13	11/10/98	1198	2000	0453688	Stewart Title
3715913A	42-286-01	1/10/90	190	1872	217993	Stewart Title
3402811A	42-261-28	8/21/91	991	946	259769	Stewart Title
3400541A	42-261-05	11/15/89	1189	2035	214817	Stewart Title
3403743A	42-261-37	11/13/89	1189	1626	214577	Stewart Title
3714212A	42-284-16	11/8/89	1189	2210	214899	Stewart Title
3715112A	42-285-09	11/21/89	1189	2741	215166	Stewart Title
3715015A	42-285-08	4/13/90	490	1809	223889	Stewart Title
3716412A	42-286-06	12/26/89	1289	2715	217055	Stewart Title
3720125B	42-288-11	9/6/91	991	679	259678	Stewart Title
3704914A	42-282-03	1/22/90	190	3175	218617	Stewart Title
2802611A	42-254-26	4/16/89	499	3319	0465891	Stewart Title
3707422A	42-284-08	10/10/90	1090	1684	236414	Stewart Title
3704416C	42-281-06	6/11/99	699	2493	470086	Stewart Title
3704527B	42-281-07	6/29/90	690	4676	229330	Stewart Title
HARRICH TAHOE						
JANUARY - 2000						
3706414A	42-283-10	1/24/90	190	3549	218797	Stewart Title

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3720013A	Gerard L. Collinson and Beverly A. Collinson, husband and wife as joint tenants with right of survivorship	42-288-10	1/16/90	190	2533	218345	Stewart Title
3715212A	James W. Crowley and Cheryl J. Crowley, husband and wife as joint tenants with right of survivorship	42-285-10	11/21/89	1189	2746	215168	Stewart Title
3704513A	Maxine V. Hickman, an unmarried woman	42-281-07	12/26/89	1289	2735	217063	Stewart Title
3704342A	Brian A. Loconte, a single man	42-281-05	6/15/90	690	2122	228223	Stewart Title
3717713A	Romulo A. Mena and Sherry Enoia Mena, husband and wife as joint tenants with right of survivorship	42-287-03	3/9/90	390	1089	221607	Stewart Title
3705418B	Rudy Mesa and Marcia Mesa, husband and wife as joint tenants with right of survivorship	42-282-08	5/29/90	590	4173	226928	Stewart Title
3109014A	Sam L. Roberts and Judy A. Roberts, husband and wife as joint tenants with right of survivorship	42-180-10	9/28/90	990	4248	235602	Stewart Title
3706512A	Seaborn R. Rountree III and Patricia Rountree, husband and wife as joint tenants with right of survivorship	42-283-11	11/20/89	1189	2530	215063	Stewart Title
4920708B	Patricio H. Sagun and Linda E. Sagun, husband and wife as joint tenants with right of survivorship	40-370-16	7/2/99	799	348	0471747	Stewart Title
3719725A	Thomas G. Sawyer and Vonnie Sawyer, husband and wife as joint tenants with right of survivorship	42-288-07	7/17/91	791	2757	255447	Stewart Title
3719622A	Margaret A. Short, ar. unmarried woman	42-288-05	6/6/91	691	786	252262	Stewart Title
3705028A	Leland Smith and Kathleen Smith, husband and wife as joint tenants as community property	42-282-04	9/14/90	990	1911	234645	Stewart Title
3705914A	Anne B. Keller and Eugene L. Keller, wife and husband as joint tenants with right of survivorship	42-283-05	1/23/90	190	3392	218725	Stewart Title
3401428A	Ernest J. Bryant Jr. and Joyce M. Bryant, husband and wife as joint tenants with right of survivorship	42-261-14	7/23/99	799	3851	472999	Stewart Title
3703925A	Dale Mitchell and Lisa Mitchell, husband and wife as joint tenants with right of survivorship	42-281-01	9/11/90	990	1179	234314	Stewart Title
3704336C	Ernest J. Bryant Jr. and Joyce M. Bryant, husband and wife as joint tenants with right of survivorship	42-281-05	2/28/91	291	3794	245755	Stewart Title
3705024A	Steve R. Bullington and Roberta Alres-Bullington, husband and wife as joint tenants with right of survivorship	42-282-04	9/11/90	990	1186	234316	Stewart Title
3714436B	David Jiro Kikuchi and Karen C. Kikuchi, husband and wife as joint tenants with right of survivorship	42-285-02	2/28/92	292	4778	272123	Stewart Title
HARRICH TAHOE							
FEBRUARY - 2000							
APN No.		Date	DOT Rec	OR Book	OR Page	Instrument No.	Trustee

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4226350C	James W. Lowrie and Jenny A. Lowrie, husband and wife as joint tenants with right of survivorship	42-010-40	7/16/99	799	2642	0472553	Stewart Title
3719026C	Ruben Quilalang and Frances L. Quilalang, husband and wife as joint tenants with right of survivorship	42-287-16	7/25/91	791	4224	256092	Stewart Title
3718506A	John R. Wolfe and Stephanie C. Wolfe, husband and wife as joint tenants with right of survivorship	42-287-11	2/28/90	290	4056	220943	Stewart Title
3719613A	Peggi J. Alexander, a married woman as her sole and separate property	42-288-06	1/16/90	190	2588	218367	Stewart Title
3705945B	Richard J. Lindbloom and Diana D. Lindbloom, husband and wife as joint tenants with right of survivorship	42-283-05	10/10/90	1090	1526	236346	Stewart Title
3716621A	Jesse D. Hoch and Judy Avne Hoch, husband and wife as joint tenants with right of survivorship	42-286-08	3/22/91	391	2894	247091	Stewart Title
3716627A	Peter C. Krusi and Louise M. Krusi, husband and wife as joint tenants with right of survivorship	42-286-08	8/27/91	891	4664	258881	Stewart Title
3717416A	Ralph M. Tesca and Valerie N. Tesca, husband and wife as joint tenants with right of survivorship	42-286-16	4/20/90	490	2789	224323	Stewart Title
3718614A	Edward T. Jacobe and Cynthia L. Jacobe, husband and wife as joint tenants with right of survivorship	42-287-12	2/26/90	290	3607	220728	Stewart Title
3717722C	Matthew H. Knox and Rebecca W. Knox, husband and wife as joint tenants with right of survivorship	42-287-03	6/3/91	691	106	251993	Stewart Title
3715513A	Larry Deaton and Sandra A. Deaton, husband and wife as joint tenants with right of survivorship	42-285-13	1/3/90	190	4248	219132	Stewart Title
3715514A	Ronald Frederick and Darynn Frederick, husband and wife as joint tenants with right of survivorship	42-285-13	2/14/90	290	1906	220172	Stewart Title
3716001A	Roberta Eileen Mendonca, an unmarried woman and Jennifer Lee Cook, a single woman and Jessica Lee Cook, a single woman, as joint tenants with right of survivorship	42-286-02	2/2/90	290	280	219481	Stewart Title
3716003B	Norman Maurer and Jacqueline Maurer, husband and wife as joint tenants with right of survivorship	42-286-02	2/7/90	290	1019	219756	Stewart Title
3716139A	Patrick John Guldán and Cynthia Lee Guldán, husband and wife as joint tenants with right of survivorship	42-286-03	2/7/90	290	1012	219754	Stewart Title
3717014A	George G. Winter and Carol A. Winter, husband and wife as joint tenants with right of survivorship	42-286-12	2/20/90	290	2305	220363	Stewart Title
3716013A	Mary Frances Jimenez, a single woman and Orlando M. Delgado Jr., a single man, together as joint tenants with right of survivorship	42-287-02	2/2/90	290	295	219487	Stewart Title
37006614A	Jack Romine and Sharron Romine, husband and wife as joint tenants with right of survivorship	42-283-12	3/9/90	390	1076	221602	Stewart Title
3707120A	George C. Mitchell, an unmarried man	42-284-05	6/13/90	690	1810	228080	Stewart Title
3707215A	Monojit Dasgupta and Seema Dasgupta, husband and wife as joint tenants with right of survivorship	42-284-06	3/7/90	390	746	221444	Stewart Title
3708014A	Chris E. Conklin and Patricia A. Conklin, husband and wife as joint tenants with right of survivorship	42-284-14	1/31/90	190	4466	219244	Stewart Title
3715114A	Tse Ka Kwan and Sun Siu Po, husband and wife as joint tenants with the right of survivorship	42-285-09	2/13/90	290	1694	220076	Stewart Title

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3715314A	F. James Richardson and Arlen K. Richardson, husband and wife as joint tenants with right of survivorship	42-285-11	2/27/90	290	3842	220842	Stewart Title
3401323A	Robert E. Mayhew and Janet S. Mayhew, husband and wife as joint tenants with right of survivorship	42-261-13	2/6/90	290	672	219667	Stewart Title
3402434A	Robert Ochoa and Nanette Ochoa, husband and wife as joint tenants with right of survivorship <i>Blacked</i>	42-261-24	2/6/90	290	663	219663	Stewart Title
3704014A	Carolyn D. Seger, a widow	42-281-02	2/2/90	290	2879	220474	Stewart Title
3704614A	Mike TenKley and Cheri TenKley, husband and wife as joint tenants with right of survivorship	42-281-08	2/13/90	290	1709	220082	Stewart Title
3705321A	Douglas E. Corrwel and Melinda J. Corrwel, husband and wife as joint tenants with right of survivorship	42-282-07	12/21/90	1290	2969	241525	Stewart Title
3705713A	Johannes A.J. Cramer and Marlou S. Cramer, husband and wife as joint tenants with right of survivorship	42-283-03	1/2/90	190	114	217457	Stewart Title
3400412B	David P. Ryan and Jo Ann Ryan, husband and wife as joint tenants with right of survivorship	42-261-04	2/12/90	290	1490	219976	Stewart Title
3704126A	James D. Kraywinkel, a single man and Eugene W. Young, a single man, together as joint tenants with right of survivorship	42-281-03	11/5/90	1190	479	238137	Stewart Title
4920342A	Valerie S. Melton, a single man and Gregg C. Melton, a single man, together as joint tenants with right of survivorship	42-370-12	6/28/91	691	4914	254146	Stewart Title
3707712A	Lawrence G. Nigro, a single man	42-284-11	11/15/89	1189	2050	214822	Stewart Title
3720425C	Hershel R. Miller and Christine L. Miller, husband and wife as joint tenants with right of survivorship	42-288-14	7/7/91	718/91	791	3012	Stewart Title

REQUESTED BY
Santerra Fin
IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

2001 JUN 13 AM 9: 22

LINDA SLATER
RECORDER

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