

A.P.N. # 07-295-030
ESCROW NO. 010202925

RECORDING REQUESTED BY:
STEWART TITLE COMPANY
WHEN RECORDED MAIL TO:

SOUTHERN PACIFIC EQUITIES
2241 PARK PLACE STE. A2
MINDEN, NV 89423

SUBSTITUTION OF TRUSTEE AND DEED OF RECONVEYANCE

SOUTH SHORE CAPITAL, L.L.C., are the Owners and Holders of the Note secured by the Deed of Trust, dated AUGUST 23, 2001, made by SOUTHERN PACIFIC EQUITIES, LLC, A DELAWARE LIMITED LIABILITY COMPANY, BY WEST CAPITAL, LLC, A NEVADA LIMITED LIABILITY COMPANY, MANAGING MEMBER, Trustors to STEWART TITLE OF DOUGLAS COUNTY, Trustee, for the benefit of SOUTH SHORE CAPITAL, L.L.C., Beneficiary which Deed of Trust was recorded in the office of the County Recorder of DOUGLAS County, Nevada, on AUGUST 24, 2001 in Book 801, at Page 6531, File No. 0521313, hereby substitutes SOUTH SHORE CAPITAL, L.L.C. as Trustee in lieu of the above named Trustee under said Deed of Trust.

THE UNDERSIGNED 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.

SOUTH SHORE CAPITAL, L.L.C.

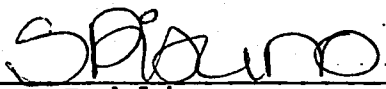

BY: ROBERT MURRAY MECAY
TITLE: MANAGING MEMBER

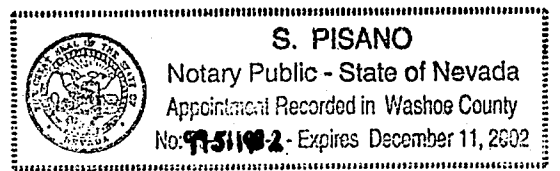
INTERNATIONAL PRODUCTION COMPANY,
A MINNESOTA CORPORATION, ON BEHALF
OF KBM ENTERPRISES, A MINNESOTA
LIMITED PARTNERSHIP


BY: ROBERT MURRAY MECAY
TITLE: MANAGING MEMBER

STATE OF NEVADA
COUNTY OF ~~DOUGLAS~~ WASHOE

This instrument was acknowledged
before me on JANUARY 7, 2002
by ROBERT MURRAY MECAY


Notary Public



99-51198-2 Exp Dec 11, 2002

0531924

BK0102PG2289

COPY

REQUESTED BY
STEWART TITLE & DOUGLAS COUNTY
IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

2002 JAN -9 PM 4: 04

LINDA SLATER
RECORDER

\$ 18⁰⁰ PAID BC DEPUTY

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BK 0102PG2290