

When Recorded Mail To:
Sunterra Financial Services, Inc.
Reconveyance Department
3865 W. Cheyenne Ave.
Las Vegas, NV 89032

APN#-1319-30-712-011

SUBSTITUTION OF TRUSTEE AND FULL RECONVEYANCE

RIDGE POINTE LIMITED PARTNERSHIP, a Nevada Limited 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 RIDGE POINTE LIMITED PARTNERSHIP, a Nevada Limited 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 1 DEED(S) OF TRUST

Beneficiary hereby substitutes RIDGE POINTE PARTNERSHIP, a Nevada Limited Partnership, as Trustee in Lieu of the above named Trustee under said Deed of Trust. RIDGE POINTE PARTNERSHIP, a Nevada Limited 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: 1-20 - 2003

BENEFICIARY AND SUBSTITUTED TRUSTEE,
RIDGE POINTE LIMITED PARTNERSHIP,
a Nevada limited partnership

By: Pointe Partners, LP,
A Nevada limited partnership
Its: Managing General Partner

By: Harich Tahoe Developments,
A Nevada general partnership
Its: General Partner

By: Lakewood Developments,
A Nevada corporation
Its: General Partner

By: [Signature]
Delinda Sargent
Title: Authorized Representative

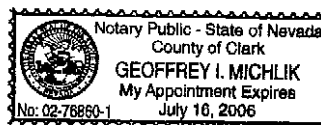
State of Nevada)
County of Clark)

This instrument was acknowledged before me, January, on 20, 2003 by Delinda Sargent who acknowledged to me to be the Authorized Representative of Lakewood Developments, a Nevada corporation, and that as such representative, being authorized to do so, signed her name as such Authorized Representative.

[Signature]
Notary Public

My commission expires: 7-16-06

See next page for attached "Exhibit A"



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