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REQUESTED BY
Santa Barbara Bank & Trust
IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

2004 SEP -3 PM 2: 33

WERNER CHRISTEN
RECORDER

\$17.00 PAID CF DEPUTY

WHEN RECORDED MAIL TO:
Pacific Capital Bank, N.A., a national banking
association, doing business as
✓ Santa Barbara Bank and Trust
c/o Loan Services
P.O. Box 60734
Santa Barbara, CA 93160-0734

Loan No.: 22006-21053

FOR RECORDER'S USE ONLY

MODIFICATION OF DEED OF TRUST

THIS MODIFICATION OF DEED OF TRUST dated August 4, 2004, is made and executed between Syncon Homes, a Nevada Corporation, whose address is 2221 Meridian Blvd., Suite A, Minden, NV 89423 ("Trustor") and Pacific Capital Bank, N.A., a national banking association, doing business as Santa Barbara Bank and Trust; c/o Loan Services; P.O. Box 60654; Santa Barbara, CA 93160-0654 ("Bank").

DEED OF TRUST. Bank and Trustor have entered into a Deed of Trust dated **December 1, 1999** (the "Deed of Trust"), which has been recorded in Douglas County, State of California, as follows:

Recorded on December 29, 1999, Record No. 0483521, Book 1299, Page 5254

REAL PROPERTY DESCRIPTION. The Deed of Trust covers the following described real property located in Douglas County, State of California:

See the exhibit or other description document which is attached to this Modification and made a part of this Modification as if fully set forth herein.

The Real Property or its address is commonly known as **103 lots (Sundridge Subdivision III), Minden, NV 89423**. The Assessor's Parcel Number for the Real Property is **1420-08-216-005**.


MODIFICATION. Bank and Trustor hereby modify the Deed of Trust as follows:

The Note secured by a Deed of Trust is increased from \$5,660,000.00 to \$6,250,000.00. The word Note now means the Amended and Restated Revolving Term Note dated August 4, 2004, and the Term Note - Line of Credit dated August 4, 2004 with a combined credit Limit in the amount of \$6,250,000.00 between Trustor and Lender, together with all renewals, extensions, modifications, refinancings and substitutions for the Promissory Note

CONTINUING VALIDITY. Except as expressly modified above, the terms of the original Deed of Trust shall remain unchanged and in full force and effect. Consent by Bank to this Modification does not waive Bank's right to require strict performance of the Deed of Trust as changed above nor obligate Bank to make any future modifications. Nothing in this Modification shall constitute a satisfaction of the promissory note or other credit agreement secured by the Deed of Trust (the "Note"). It is the intention of Bank to retain as liable all parties to the Deed of Trust and all parties, makers and endorsers to the Note, including accommodation parties, unless a party is expressly released by Bank in writing. Any maker or endorser, including accommodation makers, shall not be released by virtue of this Modification. If any person who signed the original Deed of Trust does not sign this Modification, then all persons signing below acknowledge that this Modification is given conditionally, based on the representation to Bank that the non-signing person consents to the changes and provisions of this Modification or otherwise will not be released by it. This waiver applies not only to any initial extension or modification, but also to all such subsequent actions.

TRUSTOR ACKNOWLEDGES HAVING READ ALL THE PROVISIONS OF THIS MODIFICATION OF DEED OF TRUST AND TRUSTOR AGREES TO ITS TERMS. THIS MODIFICATION OF DEED OF TRUST IS DATED August 4, 2004.

TRUSTOR:
Syncon Homes, a Nevada Corporation

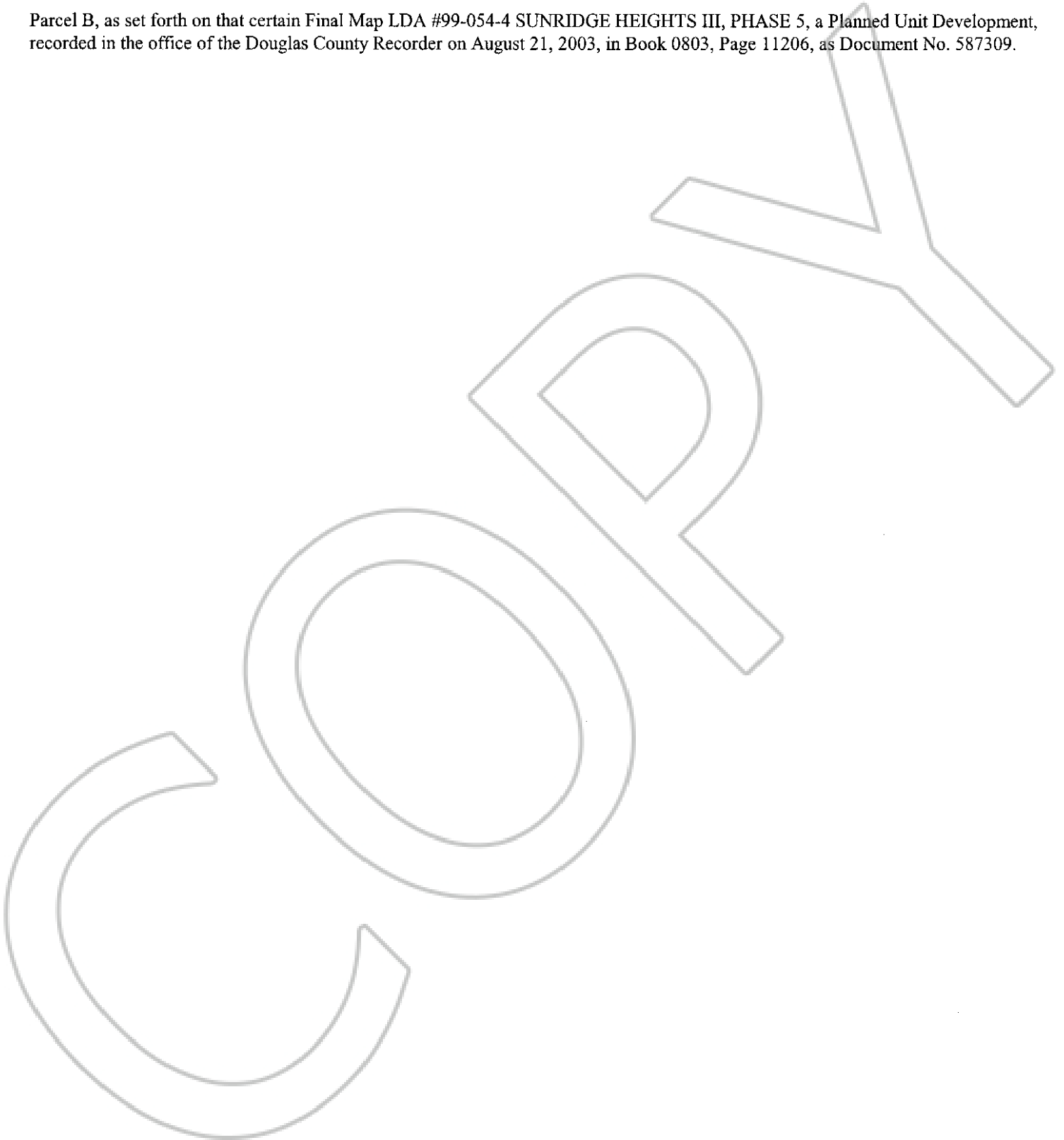

Leo A. Hanly, Chief Executive Officer of
Syncon Homes, a Nevada Corporation

0623421

BK0904PG01447

EXHIBIT "A"

Parcel B, as set forth on that certain Final Map LDA #99-054-4 SUNRIDGE HEIGHTS III, PHASE 5, a Planned Unit Development, recorded in the office of the Douglas County Recorder on August 21, 2003, in Book 0803, Page 11206, as Document No. 587309.



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BANK:

Smith

Authorized Officer

CERTIFICATE OF ACKNOWLEDGMENT

STATE OF Nevada

COUNTY OF Douglas

On August 23, 2004 before me, Judith A Lyons

personally appeared **Leo A. Hanly**, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Judith A Lyons
Signature



(Seal)

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CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

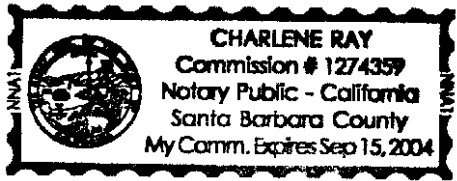
State of California

County of Santa Barbara

On Sept 2, 2004 before me, Charlene Ray, Notary Public
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared Steve Michalic
Name(s) of Signer(s)

personally known to me - OR - proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

Charlene Ray
Signature of Notary Public

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Modification of Deed of Trust

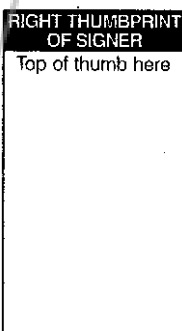
Document Date: Aug 4, 2004 Number of Pages: 2

Signer(s) Other Than Named Above: Syncentamer - Leo Hanley

Capacity(ies) Claimed by Signer(s)

Signer's Name: Steve Michalic

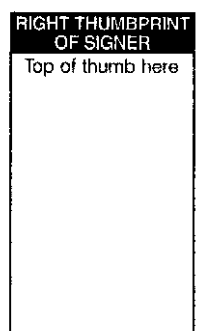
- Individual
- Corporate Officer
- Title(s): _____
- Partner — Limited General
- Attorney-in-Fact
- Trustee
- Guardian or Conservator
- Other: Sen. VP



Signer Is Representing: SBBT

Signer's Name: _____

- Individual
- Corporate Officer
- Title(s): _____
- Partner — Limited General
- Attorney-in-Fact
- Trustee
- Guardian or Conservator
- Other: _____



Signer Is Representing: _____

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0623421

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