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REQUESTED BY
Sunterra
IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

2004 DEC -2 AM 9:41

WERNER CHRISTEN
RECORDER
\$19⁰⁰ PAID KP DEPUTY

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

APN#-1319-30-712-001 (ptn)

SUBSTITUTION OF TRUSTEE AND FULL RECONVEYANCE

SUNTERRA MORTGAGE HOLDINGS, LLC, a Delaware limited liability company ("Sunterra Mortgage Holdings, LLC"), 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 SUNTERRA MORTGAGE HOLDINGS, LLC, 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 5 DEED(S) OF TRUST

Beneficiary hereby substitutes SUNTERRA MORTGAGE HOLDINGS, LLC, as Trustee in Lieu of the above named Trustee under said Deed of Trust. SUNTERRA MORTGAGE HOLDINGS, LLC, 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: November 18 2004

BENEFICIARY AND SUBSTITUTED TRUSTEE,
SUNTERRA SALES AND DEVELOPER HOLDING COMPANY,
The member and sole manager of

Sunterra Mortgage Holdings, LLC

By: Sunterra Developer and Sales Holding Company
Its: Sole Manager

By: [Signature]
Geoff Michlik
Title: Authorized Representative

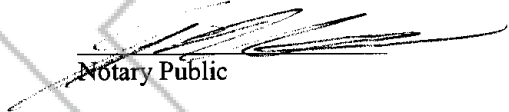
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BK1204PG00601

ACKNOWLEDGEMENT

State of Nevada)
County of Clark)

This instrument was acknowledged before me, Josh Carpenter, on *November 18*, 2004 by Geoff Michlik who acknowledged to me to be the Authorized Representative of Sunterra Sales and Developer Holding Company, which is the sole manager of SUNTERRA MORTGAGE HOLDINGS, LLC, a Delaware limited liability company, and that as such representative, being authorized to do so, signed He name as such Authorized Representative.

See next page for attached "Exhibit A"


Notary Public



0630818

BK1204PG00602

Ridge Pointe Limited
A Portion of the APN#
1319-30-712-001

Deed of Release
Exhibit A

Account	Owner Name(s)	Date of Purchase	Date DOT Recorded	OR Book	OR Page	Doc #
307259	Randall B. Freeman	11/26/1999	12/17/1999	1299	3207	482872
354680	Dennis Bodine and Rebecca Judson	12/23/1998	12/23/1998	1298	5600	457162
355166	Michele R. Bellon and Thomas A. Zavoras	1/22/1999	1/22/1999	199	4116	459251
355097	Brenda Twomey and Donald Twomey	10/15/1999	10/15/1999	1099	2748	478830
354438	Michael H. Gaskin and Jennifer A. Hartgrave	7/4/1998	7/17/1998	798	3419	444642

BK 1204 PG 00603

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