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01/28/2005 11:35 AM Deputy: KLJ  
OFFICIAL RECORD  
Requested By:  
SUNTERRA

Douglas County - NV  
Werner Christen - Recorder  
Page: 1 Of 3 Fee: 19.00  
BK-0105 PG- 9956 RPTT: 0.00



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 RIDGE POINTE DEVELOPMENT, LLC, a Delaware limited liability company as successor in interest by merger to Ridge Pointe Limited Partnership, a Nevada Limited Partnership ("Sunterra Ridge Pointe Development, 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 RIDGE POINTE DEVELOPMENT, 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  3  DEED(S) OF TRUST

Beneficiary hereby substitutes SUNTERRA RIDGE POINTE DEVELOPMENT, LLC, as Trustee in Lieu of the above named Trustee under said Deed of Trust. SUNTERRA RIDGE POINTE DEVELOPMENT, 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:  Jan 28  2004

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

Sunterra Ridge Pointe Development, LLC


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

By:  [Signature]   
Delinda Sargent  
Title: Authorized Representative

**ACKNOWLEDGEMENT**

State of Nevada)  
County of Clark)

This instrument was acknowledged before me, Ross A. Hilder, on Jan 9, 2004 by Delinda Sargent who acknowledged to me to be the Authorized Representative of SUNTERRA RIDGE POINTE DEVELOPMENT, LLC, a Delaware limited liability company, and that as such representative, being authorized to do so, signed her name as such Authorized Representative.

  
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Notary Public

See next page for attached "Exhibit A"


 **ROSS A. HILDER**  
Notary Public State of Nevada  
No. 03-79583-1  
My appt. exp. Jan. 10, 2007



Exhibit A

Ridge Point

Contract #	Owner Name(s)	Date of Purchase	Date DOT Recorded	OR Book	OR Page	Doc #
2710600223	BERRY, TOMMIE AND TERRY BERRY	5/29/1999	06/11/99	699	2508	470092
2710011226	FISCHER, LARRY D. AND GARDA A. FISCHER	01/05/00	04/14/00	100	2203	484482
2710007451	BARROW JONES, EDUARDO AND ALBERTA MCGEEDE BARROW	04/25/00	05/05/00	500	1188	491349
TOTAL = 3						

