

19-
DOC # 0635468
01/28/2005 11:36 AM Deputy: KLJ
OFFICIAL RECORD
Requested By:
SUNTERRA

Douglas County - NV
Werner Christen - Recorder
Page: 1 Of 3 Fee: 19.00
BK-0105 PG- 9961 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 8 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: 4/23 , 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

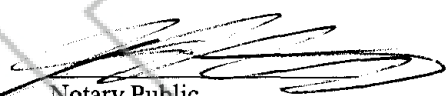
By: 
DELINDA SARGENT
Title: Authorized Representative

ACKNOWLEDGEMENT

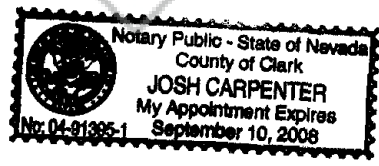
State of Nevada)
County of Clark)

This instrument was acknowledged before me, JOSH CARPENTER, on 23rd of Nov, 2004 by DELINDA SARGENT who acknowledged to me to be the Authorized Representative of SUNTERRA SALES AND DEVELOPER HOLDING COMPANY which is the Sole Manager of SUNTERRA RIDGE POINTE DEVELOPMENT, LLC, a Delaware limited liability company, and that as such representative, being authorized to do so, signed she name as such Authorized Representative.

See next page for attached "Exhibit A"



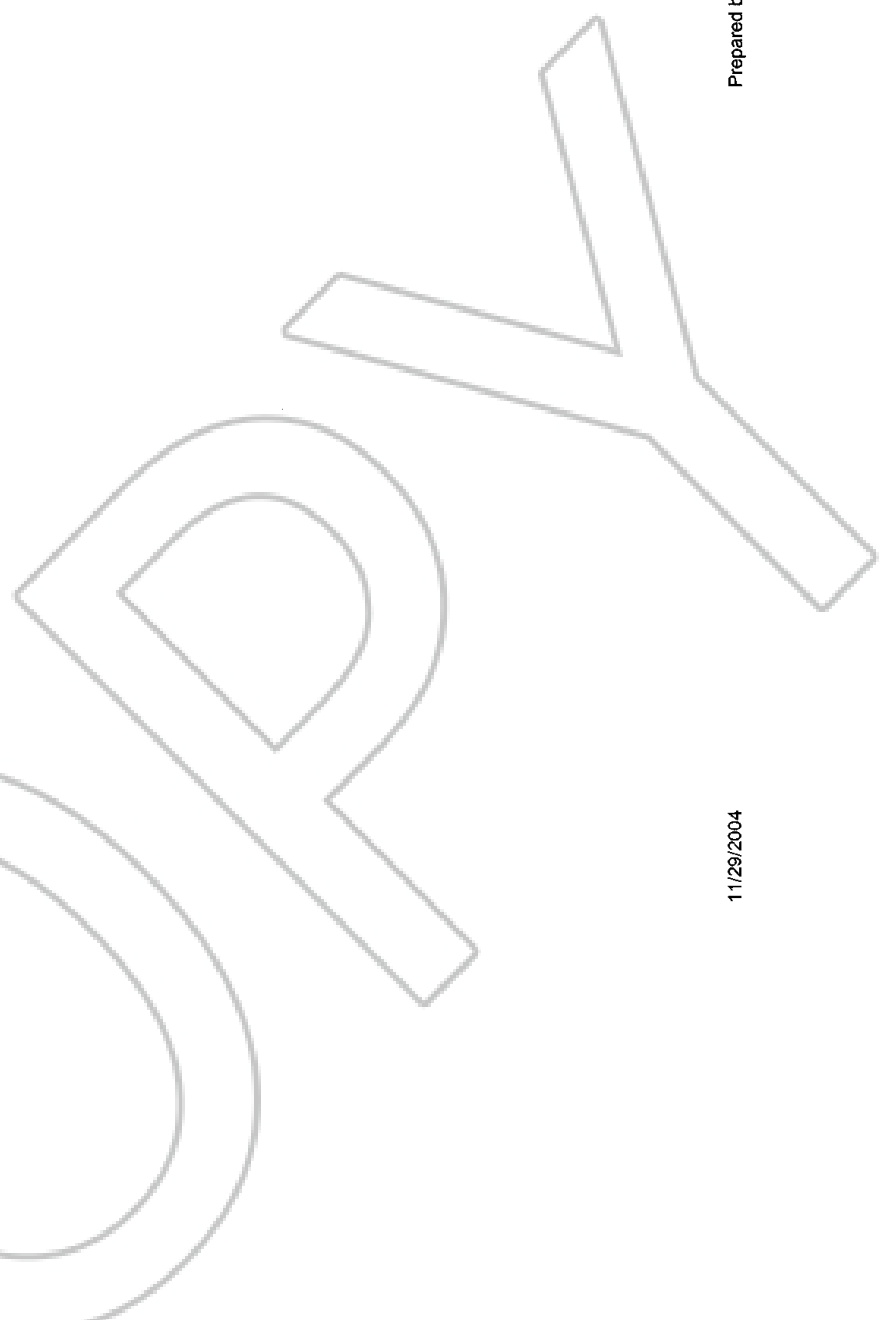
Notary Public



RPT

Exhibit A

Loan ID	Atlas#	Owner Name(s)	Secondary owner(s)	Unit	Week	O, E, B	Date of Purchase	Date Mortgage Recorded	O. R. Book	O. R. Page	Inst.#
421449	RPT0807	ADAMS, ELIZABETH J.	ADAMS JR, ROBER R	16	15	O	03/22/03	06/05/03	0603	02041	578934
354680	RPT1602608C	BODINE, DENNIS	JUDSON, REBECCA	26	8	E	12/23/98	12/23/98	1298	5600	457162
307259	1601030A	FREEMAN, RANDALL		10	30	B	11/14/99	12/13/99	1299	3207	482872
354438	RPT1600103B	HARTGRAVE, JENNIFER A.	GASKIN, MICHAEL H.	1	3	O	07/17/98	07/17/98	798	3419	444642
537182	RPT1016	HERTZ, JOEL R.	HERTZ, D. ANN	23	48	O	03/25/04	04/19/04	0404	08296	0610526
445653	RPT0957	NOLAN, DONALD J.	NOLAN, DELORIS K.	5	26	E	09/17/03	09/30/03	903	16997	0591833
355097	RPT1601029C	TWOMEY, DONALD	TWOMEY, BRENDA	10	29	E	08/15/99	10/15/99	1099	2748	478830
355166	RPT1602204C	ZAVORAS, THOMAS A.	BELLON, MICHELE R.	22	4	E	01/22/99	01/22/99	199	4116	459251



OCT. PIF REPORT

11/29/2004

Prepared by: KJE

