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DOC # 0651648
08/08/2005 02:39 PM Deputy: KLJ
OFFICIAL RECORD
Requested By:
SUNTERRA

Douglas County - NV
Werner Christen - Recorder
Page: 1 Of 3 Fee: 19.00
BK-0805 PG- 3706 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 6 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: August 1, 2005

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: Anne Stewart
Anne Stewart
Title: Authorized Representative

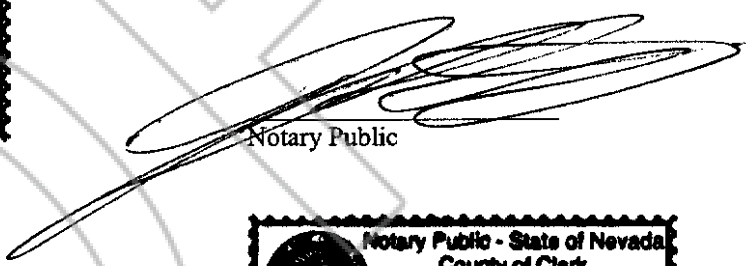
ACKNOWLEDGEMENT

State of Nevada)
County of Clark)

This instrument was acknowledged before me, Josh Carpenter, on August 1, 2005 by Anne Stewart 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



Exhibit A

Loan ID	Name 1	Name 2	Unit, Wk, Yr	Date Mortgage Recorded	O. R. Book	O. R. Page	Inst. #
309064	BECKWITH, JOSEPH G.	BECKWITH, MARY ANN	020-23-O	02/04/2000	200	758	485742
389324	EDWARDS, MAURINE A.		013-41-O	09/03/2002	0902	00073-4	551253
355174	HARVEY, MELVIN O.	HARVEY, LAURA T.	007-13-O	11/12/1998	1198	2320	453784
532012	HAVERMALE, RICHARD		015-24-E	03/02/2004	304	870	606123
355781	SIERRAS, GREGG P.	SIERRAS, MERCEDES R.	026-2-B	08/28/1998	898	5954	448086
291108	WELLS, DIANA	WELLS, DANIEL C.	003-42-B	12/27/1999	1299	4740	483328

