

OFFICIAL RECORD

Requested By:
SUNTERRA

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

Douglas County - NV
Werner Christen - Recorder
Page: 1 of 3 Fee: 19.00
BK-1005 PG- 9496 RPTT: 0.00



SUBSTITUTION OF TRUSTEE AND FULL RECONVEYANCE

HARICH TAHOE DEVELOPMENTS, a Nevada General Partnership, 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 HARICH TAHOE DEVELOPMENTS, a Nevada General Partnership, 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.

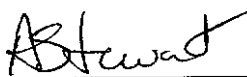
"EXHIBIT A" CONSISTS OF 7 DEED(S) OF TRUST

Beneficiary hereby substitutes HARICH TAHOE DEVELOPMENTS, A Nevada General Partnership, as Trustee in Lieu of the above named Trustee under said Deed of Trust. HARICH TAHOE DEVELOPMENTS, a Nevada General Partnership, 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: October 12, 2005

BENEFICIARY AND SUBSTITUTED TRUSTEE,
HARICH TAHOE DEVELOPMENTS, a Nevada
General Partnership,

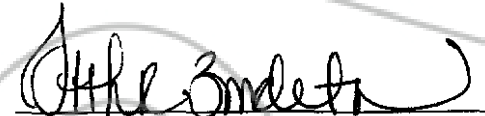
By: Lakewood Development, Inc.,
A Nevada Corporation
Title: Managing General Partner

By: 
Anne Stewart
Title: Authorized Representative

ACKNOWLEDGEMENT

State of Nevada)
County of Clark)

This instrument was acknowledged before me, Heather Middleton, on October 12, 2005 by Anne Stewart who acknowledged to me to be the Authorized Representative of Lakewood Development, Inc., a Nevada Corporation, and that as such representative, being authorized to do so, signed her name as such Authorized Representative.


Notary Public



See next page for attached "Exhibit A".

LOAN ID	CONTRACT NUMBER	NAME 1	NAME 2	UNIT	WEEK	O-E-B	MORTGAGE RECORDING INFORMATION			
							RECORD DATE	BOOK	PAGE	INSTRUMENT #
462781	2739108492	Mastel, Virginia	Mastel, Anthony F.	49108	49	Odd	9/21/1998	998	3944	449819
462833	2739304232	Welcer, David C	Welcer, Alicia L.	49304	23	Odd	11/5/1998	1198	979	453354
462558	2722278172	Senter, Edgar D.	Senter, Norma Jean	42278	17	Odd	11/12/1998	1198	1198	453796
462650	2727078032	Sweitzer, Clarence F	Sweitzer, Josephine	42260	11	Odd	6/28/1996	0696	5030	391058
462507	2720717639	Brown, Krista J		37176	39	Both	4/16/1999	0499	3304	465885
462510	2720718649	Haight, Frank K	Haight, Suzanne M	37186	49	Even	8/6/1999	0899	1157	473959
462632	2727049121	Lindblom, Craig	Lindblom, Glenda	37049	12	Both	9/19/1991	0991	3098	260700

