DOC 0670582 03/23/2006 11:37 AM Deputy: PK OFFICIAL RECORD Requested By: SUNTERRA

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

Loan ID: 419465

Contract # RPT0748T

Douglas County - NV Werner Christen - Recorder

Of 1 Page: 1 Fee:

17.00 PG- 8252 RPTT: BK-0306



0.00

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 DAVID C. HUGHES AND GLYNN T. HUGHES, 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, on 6/4/2003 in book 603 page 1227 as Instrument # 578780 more fully described as follows:

> Usage Years Odd Unit(s) 010 Week(s) 27

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: March 9, 2006

BENEFICIARY AND SUBSTITUTED TRUSTEE, SUNTERRA SALES AND DEVELOPER HOLDING COMPANY,

The member and sole manager of Sunterra Ridge Pointe Development, LLC

Sunterra Developer and Sales Holding Company

Its:

Sole Manager

Anne Stewart

Title: Authorized Representative

ACKNOWLEDGEMENT

State of Nevada) County of Clark)

This instrument was acknowledged before me, Russell Lackey, on March 9, 2006 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 her name as such Authorized Representative.

Notary Public - State of Nevada County of Clark RUSSELL LACKEY My Appointment Expires December 13, 2009