

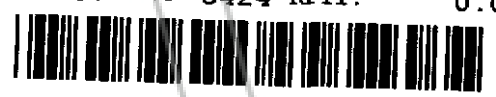
OFFICIAL RECORD
Requested By:
WESTERN TITLE COMPANY INC

APN# : 1320-33-719-001,002,023,029,030 and 031

Douglas County - NV
Werner Christen - Recorder
Page: 1 of 5 Fee: 18.00
BK-0607 PG- 8424 RPTT: 0.00

Recording Requested By:
Western Title Company, Inc.

Escrow No.: 24329-SG



When Recorded Mail To:

Colonial Bank
2330 S. Virginia Street
Reno, NV
89502

Mail Tax Statements to: (deeds only)

SAME AS ABOVE

(space above for Recorder's use only)

I the undersigned hereby affirm that the attached document, including any exhibits, hereby submitted for recording does not contain the social security number of any person or persons.
(Per NRS 239B.030)

Signature

[Handwritten Signature]
SHARON GOODWIN

ESCROW OFFICER

Modification of Deed of Trust

This page added to provide additional information required by NRS 111.312
(additional recording fee applies)

APN No. 1320-33-719-001,
002, 003, 023, 029, 030 and 031

WHEN RECORDED, MAIL TO:

Colonial Bank, N.A.
2330 S. Virginia Street
Reno, Nevada 89502

The undersigned hereby affirms that this document, including any exhibits, submitted for recording does not contain the social security number of any person or persons. (Per NRS 239B.030)

**MODIFICATION TO DEED OF TRUST AND SECURITY AGREEMENT
AND FIXTURE FILING WITH ASSIGNMENT OF RENTS**

THIS AGREEMENT is made as of the 18 day of June, 2007, by and between **CLASSIC HOMES NEVADA, INC.**, a Nevada corporation, as trustor (the "Trustor"), and **COLONIAL BANK, N.A.**, as beneficiary (the "Beneficiary").

WITNESSETH:

WHEREAS, on May 16, 2006, Trustor did make, execute and deliver to Beneficiary, that certain Deed of Trust and Security Agreement and Fixture Filing With Assignment of Rents and recorded on May 23, 2006, as Document No.675626, Official Records of Douglas County, Nevada (the "Deed of Trust"), encumbering certain real property situate in such county and state, which Deed of Trust secures, among other obligations, payment of that certain Promissory Note Secured By Deed of Trust (the "Note") dated May 16, 2006, in the original principal amount of \$1,689,000.00, made by Trustor, payable to the order of Beneficiary; and

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Hale Lane Peek Dennison and Howard
Attorneys and Counsellors at Law
Reno, Nevada
(775) 327-3000

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06/26/2007

BK- 0607
PG- 8425

WHEREAS, the parties have concurrently herewith amended the Note and desire to modify the Deed of Trust as hereinafter set forth;

NOW, THEREFORE, for a value received, the parties agree as follows:

1. Any capitalized words or terms used but not otherwise defined herein shall have the meaning given to such words or terms in the Note or the Deed of Trust.
2. The Maturity Date of the Note has been extended to November 23, 2007.
3. Any reference in the Deed of Trust to the "Note" shall mean the Note as amended by the Amendment To Promissory Note Secured By Deed of Trust of even date herewith.
4. Except as herein modified, the Deed of Trust remains in full force and effect.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the date first above written.

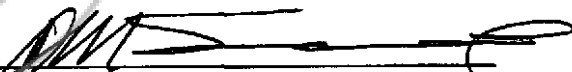
COLONIAL BANK, N.A.

By: 

DENNIS D. HARMS
Its: Senior Vice President/Manager

"Beneficiary"

CLASSIC HOMES NEVADA, INC., a Nevada corporation

By: 

DOUGLAS M. SUTHERLAND
Its: President

"Trustor"

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Hale Lane Peek Dennison and Howard
Attorneys and Counsellors at Law
Reno, Nevada
(775) 327-3000

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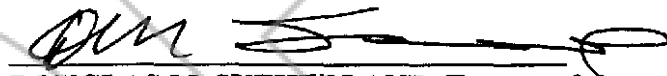
CONSENT


The undersigned hereby consent to the foregoing Modification to Deed of Trust and Security Agreement and Fixture Filing With Assignment of Rents and acknowledge and agree that their obligations under that certain Guarantee dated May 16, 2006, executed in connection with the Note remain in full force and effect.


DOUGLAS M. SUTHERLAND


PATRICIA M. SUTHERLAND


BRUCE R. SUTHERLAND


DOUGLAS M. SUTHERLAND, Trustee of the
SUTHERLAND FAMILY TRUST dated
August 14, 1998, as amended and restated


PATRICIA MANNING SUTHERLAND,
Trustee of the SUTHERLAND FAMILY TRUST
dated August 14, 1998, as amended and restated

STATE OF NEVADA)
)ss.
COUNTY OF WASHOE)

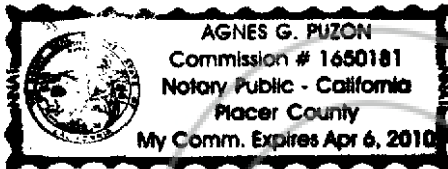
This instrument was acknowledged before me on June 25, 2007,
by Dennis D. Harms, as Senior Vice President/Manager of Colonial Bank, N.A.



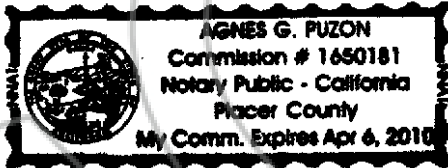
Mary E. Moore
Notary Public
My Commission Expires: Aug. 9, 2010

STATE OF CALIFORNIA)
)ss.
COUNTY OF Placer)

This instrument was acknowledged before me on June 18, 2007, by
Douglas M. Sutherland, as President of Classic Homes Nevada, Inc.



Agnes G. Puzon
Notary Public
My commission expires: APRIL



Hale Lane Peek Dennison and Howard
Attorneys and Counsellors at Law
Reno, Nevada
(775) 327-3000