

APN: 1420-06-701-005 (per)
Escrow No. 2333587-CD

WHEN RECORDED, MAIL TO:

Max Baer Productions, Ltd.
10433 Wilshire Blvd, #104
Los Angeles, CA 90024

DOC # 0712006
10/29/2007 03:54 PM Deputy: DW
OFFICIAL RECORD
Requested By:
FIRST AMERICAN TITLE COMPANY

Douglas County - NV
Werner Christen - Recorder
Page: 1 of 7 Fee: 20.00
BK-1007 PG- 7881 RPTT: 0.00



MEMORANDUM OF LEASE AGREEMENT

This Memorandum of Lease Agreement (the "Memorandum") is made this 29 day of October, 2007, by and between **RIVERWOOD PARTNERS, LLC**, a Nevada limited liability company ("Landlord"), and **MAX BAER PRODUCTIONS, LTD.**, a California corporation ("Tenant").

1. This Memorandum is prepared for the purpose of affording notice that Landlord and Tenant have entered into a Lease Agreement (the "Agreement"), effective as of October 29, 2007, all of which terms and provisions are specifically made a part of this Memorandum as fully and completely as if set out in full herein. This Memorandum in no way modifies the express and particular provisions of the Agreement.

2. Under the Agreement, Landlord leases to Tenant, and Tenant rents from Landlord, upon the terms and conditions set forth therein, that certain real property situate in Douglas County, Nevada, described more particularly in **Exhibit "A"** attached hereto and incorporated herein by this reference.

[Signatures and notaries appear on following pages.]

IN WITNESS WHEREOF, the parties have executed this Memorandum the day and year first above written.

RIVERWOOD PARTNERS, LLC,
a Nevada limited liability company,

MAX BAER PRODUCTIONS, LTD.,
a California corporation

By: RIVERWOOD DOUGLAS MANAGER,
LLC, a Nevada limited liability company
Its: Manager

By: _____
MAX A. BAER
Its: President

By: _____
JAY TIMON
Its: Manager

By: _____
ROGER CAMRAS
Its: Secretary/Treasurer

STATE OF NEVADA)
) ss.
COUNTY OF _____)

This instrument was acknowledged before me on _____, 2007, by JAY TIMON, Manager of RIVERWOOD DOUGLAS MANAGER, LLC, a Nevada limited liability company; Manager of RIVERWOOD PARTNERS, LLC, a Nevada limited liability company.

Notary Public
My Commission Expires: _____

STATE OF NEVADA)
) ss.
COUNTY OF _____)

This instrument was acknowledged before me on _____, 2007, by MAX A. BAER, President of MAX BAER PRODUCTIONS, LTD., a California corporation.

Notary Public
My Commission Expires: _____

STATE OF CALIFORNIA
COUNTY OF Los Angeles

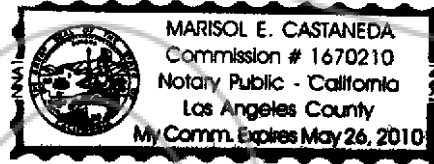
ss.

On this 16th day of October, 2007, before me, Marisol E. Castaneda
a Notary Public in and for the State of California, personally appeared Roger Camras
~~personally known to me~~ (or proved on the basis of satisfactory evidence) to be the person(s)
whose name(s) is/are subscribed to the within instrument and acknowledged to me that
he/~~she/they~~ executed the same in his/~~her/their~~ authorized capacity(ies), and that by his/~~her/their~~
signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s)
acted, executed the instrument.

WITNESS my hand and official seal.

Signature Marisol E. Castaneda

My commission expires May 26, 2010



COOPER



EXHIBIT "A"

Legal Description

[To Be Attached]

COPY

4.

Exhibit "A-7"

DESCRIPTION OF LANDMARK SIGN TRACT

All that certain real property situate within the east 1/2 of Section 6, Township 14 North, Range 20 East, MDM, Douglas County, Nevada, more particularly described as follows;

COMMENCING at the BLM Brass Cap, located at the west ¼ corner of said Section 5 as shown on that certain Record of Survey to Support a Boundary Line Adjustment for Carson Auto Mall LLC and Project LM LLC, Recorded as Document No. 703021, Official Records of Douglas County, Nevada;

THENCE N 25°35'39" W, a distance of 1279.39 feet to the **TRUE POINT OF BEGINNING**;

THENCE along a curve to the left having a radius of 244.00 feet, arc length of 65.71 feet, delta angle of 15°25'47", chord bearing of S 57°05'07" W, and a chord length of 65.51 feet;

THENCE N 36°28'06" W, a distance of 51.77 feet;

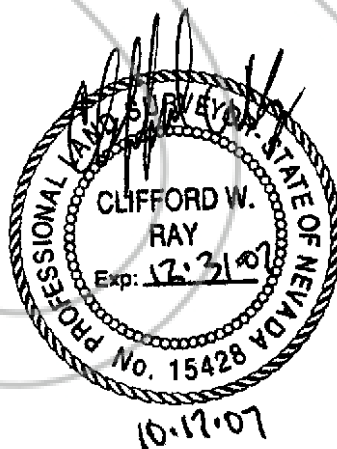
THENCE N 52°02'16" E, a distance of 66.40 feet;

THENCE S 81°28'06" E, a distance of 40.00 feet;

THENCE S 08°31'54" W, a distance of 41.40 feet to the **TRUE POINT OF BEGINNING**.

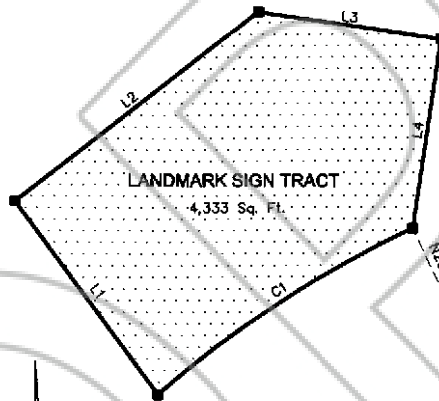
CONTAINING: 4,333 sq. ft. of land, more or less.

PREPARED BY: Manhard Consulting, Ltd.
3476 Executive Point Way, Suite 12
P.O. Box 3750
Carson City, Nv. 89702

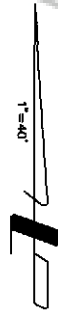


U.S. HIGHWAY 395

TOPSY LANE
(PER DOC NO. 631478)



LANDMARK SIGN TRACT
4,333 Sq. Ft.



LINE TABLE		
LINE	BEARING	LENGTH
L1	N36°28'06\"W	51.77
L2	N52°02'16\"E	66.40
L3	S81°28'06\"E	40.00
L4	S08°31'54\"W	41.40

CURVE TABLE			
CURVE	DELTA	RADIUS	LENGTH
C1	15°25'47\"	244.00	65.71



Manhard
CONSULTING LTD

2008 2007 2006 2005 2004 2003 2002 2001 2000 1999 1998 1997 1996 1995 1994 1993 1992 1991 1990 1989 1988 1987 1986 1985 1984 1983 1982 1981 1980 1979 1978 1977 1976 1975 1974 1973 1972 1971 1970 1969 1968 1967 1966 1965 1964 1963 1962 1961 1960 1959 1958 1957 1956 1955 1954 1953 1952 1951 1950 1949 1948 1947 1946 1945 1944 1943 1942 1941 1940 1939 1938 1937 1936 1935 1934 1933 1932 1931 1930 1929 1928 1927 1926 1925 1924 1923 1922 1921 1920 1919 1918 1917 1916 1915 1914 1913 1912 1911 1910 1909 1908 1907 1906 1905 1904 1903 1902 1901 1900 1899 1898 1897 1896 1895 1894 1893 1892 1891 1890 1889 1888 1887 1886 1885 1884 1883 1882 1881 1880 1879 1878 1877 1876 1875 1874 1873 1872 1871 1870 1869 1868 1867 1866 1865 1864 1863 1862 1861 1860 1859 1858 1857 1856 1855 1854 1853 1852 1851 1850 1849 1848 1847 1846 1845 1844 1843 1842 1841 1840 1839 1838 1837 1836 1835 1834 1833 1832 1831 1830 1829 1828 1827 1826 1825 1824 1823 1822 1821 1820 1819 1818 1817 1816 1815 1814 1813 1812 1811 1810 1809 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EXHIBIT "B-7"
MAP TO ACCOMPANY
LEGAL DESCRIPTION
LANDMARK SIGN TRACT

SEPTEMBER 2007

DWG. NO. 301/SURVEY/LANDMARK SIGN TRACT EXHIBIT.DWG