

To Whom It May Concern:

December 30, 1982-

I, with my fiance, B. Williams, purchased Crystal Springs Resort for \$350,000 (land and cash).

April 5, 1984-

I sold Crystal Springs Resort to Hughes because of personal problems between myself and Ms. Williams. I carried back a Second Trust Deed, a wrap of existing Valley Bank loan. This was a \$500,000 sale and included a note and apartments.

July, 1984-

Hughes in the first six weeks stole \$6,000 in slot monies from the slot vendor, and as per sale agreement was to apply for liquor license. He did not apply as it was learned he was a felon, and was also dealing in drugs, selling to minors, so we pulled the license. Because of the way the second trust deed I carried was a part of the Valley Bank loan, I had to wait until three payments were delinquent. I then started foreclosure.

On December 17, 1984, a friend of mine (in my behalf) bought Hughes's interest in the property. She wanted the building for herself and family. For the next four months she tried to obtain financing for herself, but was unable to because of overencumbrances and liabilities on other real estate. On April 5, 1985 she turned the property back to me. For the next six weeks I, with a crew of men, cleaned and repaired the building.

Valley Bank was less than 30 days behind me on their foreclosure of the note with the full balance due. I had no choice, as time had run out, in gaining title again. I, therefore, placed the complex under Chapter 11, reorganization.

Mr. Lippincot has the financial means, and the ambitions and belief in the future of the complex, and completion to it's full potential. I have turned the corporation over to him and wish him success as his success would mean a mental and hopefully financial reward to me. He has stated, as a friend, that when he is successful he will in some means compensate me in the future, for my trust in him. I believe in the project so strongly that I have offered my physical assistance to him in the construction to it's full potential, including,

1. Gas station capable of pumping 70,000 gallons per month at a net of 8¢ per gallon.
2. Full convenience store.
3. New western type facade and exterior exposure with lighting.

4. Grade and gravel front and RV area.
5. Landscaping, lighting in front.
6. 25 RV hook ups, Water/ electricity(50 amp).
7. 20 Unit 2 story motel with Jaccuzi's.
8. Laundromat attached to motel.
9. Western Union truck permits.
10. Las Vegas room reservation service.
11. 2 highway billboards (North and South).
12. Small remodeling of kitchen, dining and bar area.

David S. Holland

David S. Holland
August 6, 1985

Form No. 1000-4
All Policy Forms

SCHEDULE C

The land referred to in this policy is situated in the State of
County of **LINCOLN**

NEVADA

and is described as follows:

The East One-half (E-1/2) of the Northwest Quarter (NW-1/4) of the Northwest Quarter (NW-1/4) of the Southeast Quarter (SE-1/4) of Section 11, Township 5 South, Range 60 East, M.D.M., according to the Official Plat of said land on file in the Office of the Bureau of Land Management.

EXCEPTING AND RESERVING also to the United States all oil, gas, and other mineral deposits in the land, together with the right to prospect for, mine and remove the same according to the provisions of the Act of June 1, 1938, as reserved in the Patent recorded May 11, 1967, in Book "N-1", page 197, of Real Estate Deeds, Lincoln County, Nevada records.

I, Gene Lippincot do hereby offer to purchase World Wide
G.I.P.T.S. Inc. with all it's assets and liabilities for the
sum of \$1.00.

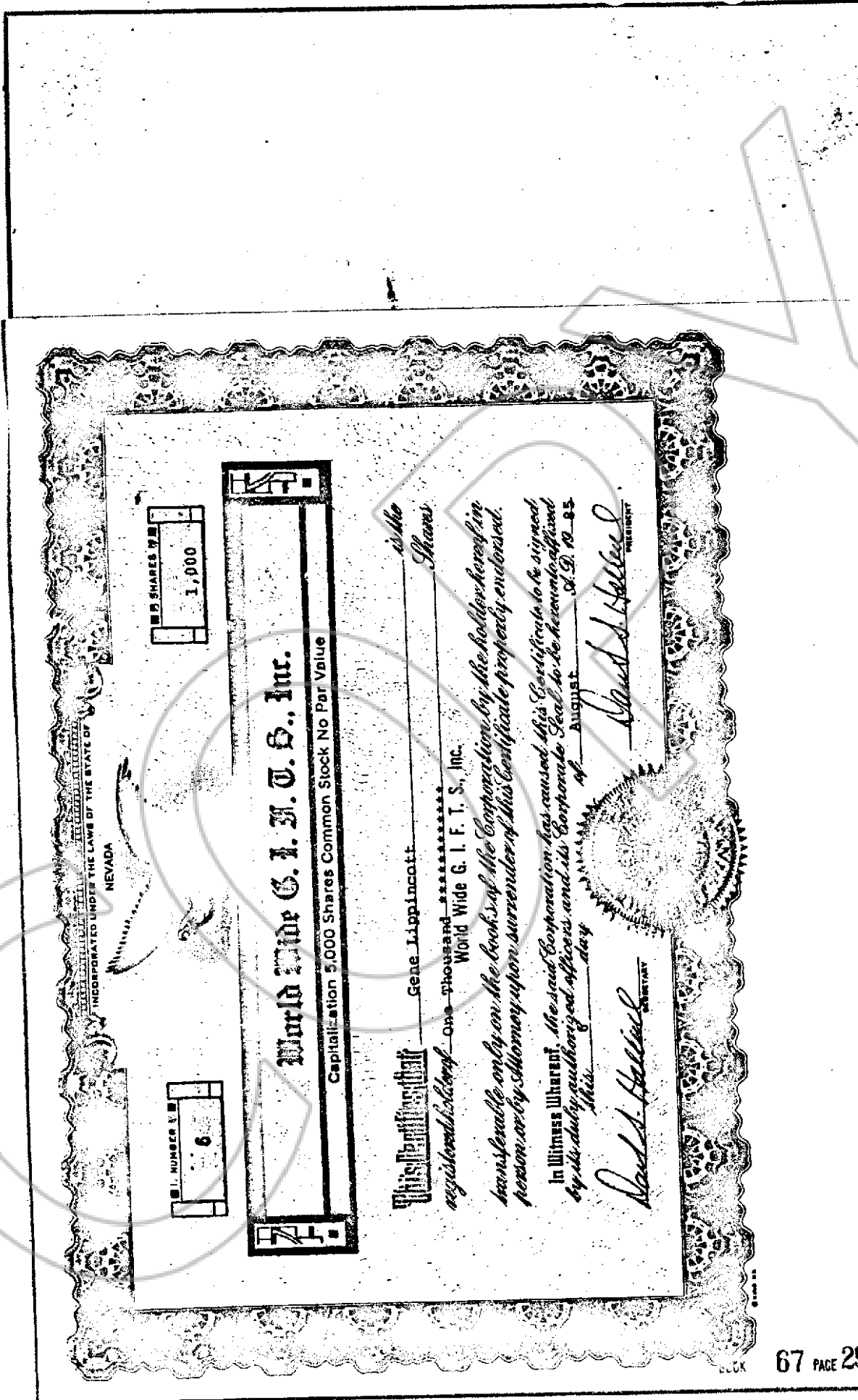
August 6, 1985

Gene Lippincot
702-3676681

I, David S. Holland, do hereby accept the offer stated above.

August 6, 1985

David S. Holland



INCORPORATED UNDER THE LAWS OF THE STATE OF NEVADA

S. I. NUMBER 6

NO. OF SHARES 1,000

World Wide G. I. T. S., Inc.

Capitalization 5,000 Shares Common Stock No Par Value

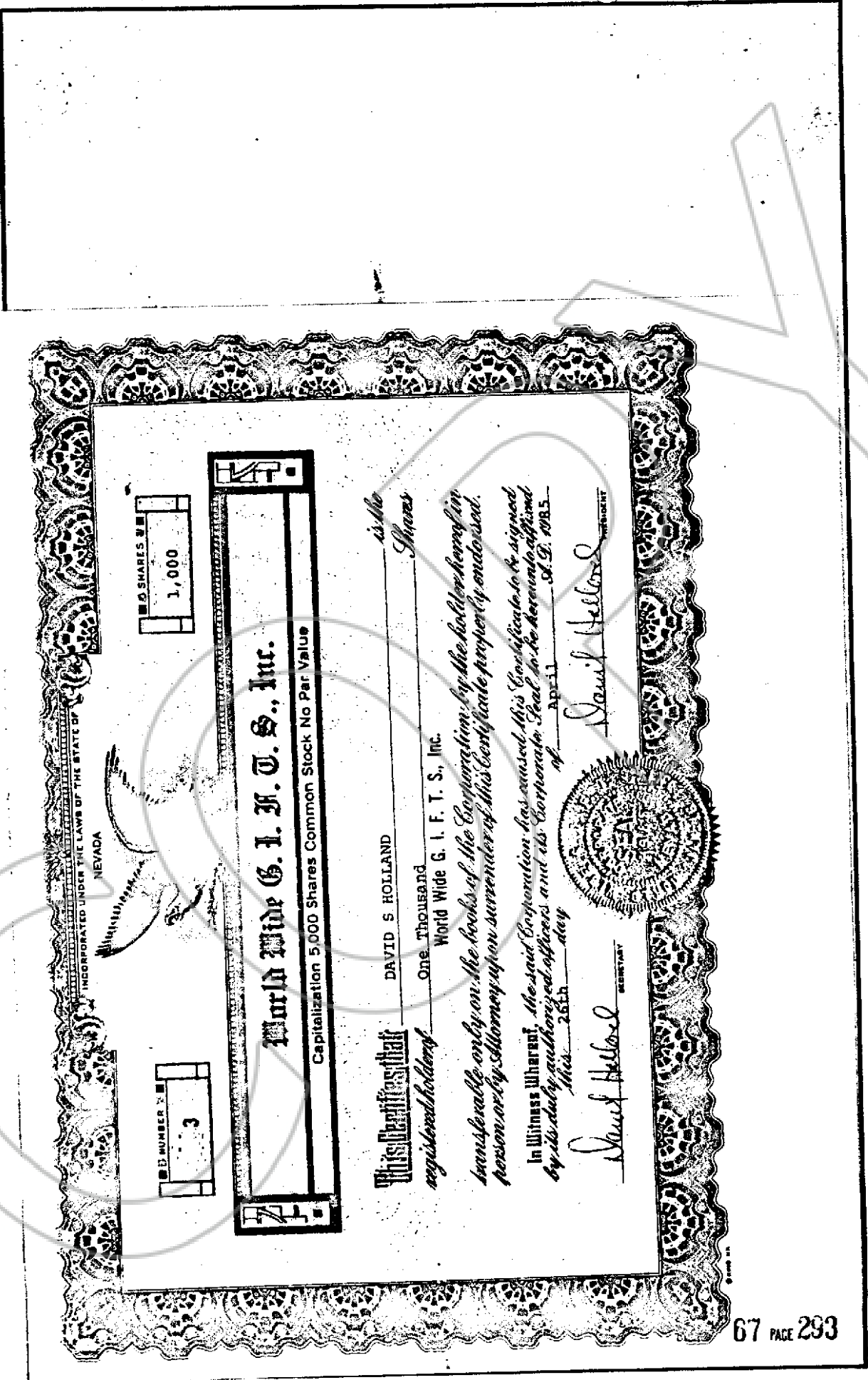
This Certificate is the registered stock of one thousand shares of World Wide G. I. T. S., Inc.

transferable only on the books of the Corporation by the holder hereof in person or by attorney upon surrender of this Certificate properly endorsed.

In Witness Whereof, the said Corporation has caused this Certificate to be signed by its duly authorized officers and its Corporate Seal to be hereunto affixed this 19th day of August, 1925

David A. Hallen
SECRETARY

David A. Hallen
PRESIDENT



INCORPORATED UNDER THE LAWS OF THE STATE OF NEVADA



BOOK NUMBER 3

SHARES 1,000

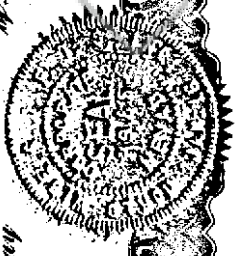
World Wide G. I. M. S., Inc.
Capitalization 5,000 Shares Common Stock No Par Value

This certifies that DAVID S HOLLAND is the registered holder of One thousand Shares of World Wide G. I. F. T. S., Inc.

transferable only on the books of the Corporation by the holder or by any person or by attorney upon surrender of this certificate properly endorsed.

In Witness Whereof, the said Corporation has caused this Certificate to be signed by its duly authorized officers and its Corporate Seal to be hereunto affixed this 26th day of APRIL A. D. 1985

David Holland
SECRETARY



David Holland
PRESIDENT

No. 83425

FILED AND RECORDED AT REQUEST OF
Gene Lippincot

Sept. 12, 1985

AT 52 MINUTES PAST 9 O'CLOCK

A.M. IN BOOK 67 OF OFFICIAL

RECORDS, PAGE 288 LINCOLN

COUNTY, NEVADA.

YURIKO SETZER
COUNTY RECORDER

By Mrs. Condie, Deputy



*For Value Received, I hereby sell, assign and transfer
unto Gene Lippincot*

*Shares
represented by the within Certificate, and do hereby
irrevocably constitute and appoint*

*Attorney
to transfer the said Shares on the books of the within named
Corporation with full power of substitution in the premises.*

Dated August 6, 1985

*In presence of
[Signature] David S. Helical*

THIS DOCUMENT IS THE PROPERTY OF THE COUNTY CLERK OF LINCOLN COUNTY, NEVADA. IT IS TO BE KEPT IN THE OFFICE OF THE COUNTY CLERK AND IS NOT TO BE REPRODUCED OR COPIED WITHOUT THE WRITTEN PERMISSION OF THE COUNTY CLERK.