

Lincoln County

SHORT FORM DEED OF TRUST AND ASSIGNMENT OF RENTS

This Deed of Trust, made this 11th day of November, 1991, between
 SOUTHWEST CAPITAL CORPORATION, a Utah Corporation, herein called GRANTOR or TRUSTOR
 whose address is P.O. Box 700, Hildale, Utah 84784

NEVADA TITLE COMPANY, a Nevada Corporation, herein called TRUSTEE, and
 CHARLES L. MCKINNEY AND MARILYNN M. MCKINNEY, Husband and Wife as Joint
 Tenants, herein called BENEFICIARY,

Witnesseth: That Trustor IRREVOCABLY GRANTS, TRANSFERS AND ASSIGNS TO Trustee in Trust, with Power of
 S.A.E. that property LINCOLN County, Nevada, described as:

SEE ATTACHED EXHIBIT "A"
 for the Legal Description.

Together with all and singular the tenements, hereditaments and appurtenances thereunto belonging or in anywise appertaining,
 TOGETHER WITH the rents, issues and profits thereof, reserving the right to collect and use the same except during continuance of some default hereunder and
 the continuance of such default authorizing Beneficiary to collect and enforce the same by any lawful means in the name of any party hereto,
 for the Purpose of Securing: 1. Performance of each agreement of Trustor incorporated by reference or contained herein; 2. Payment of the indebtedness
 evidenced by one promissory note of even date herewith, and any extension or renewal thereof, in the principal sum of \$ 160,000.00 executed by
 Trustor in favor of Beneficiary or order; 3. Payment of such additional sums as may hereafter be advanced for the account of Trustor or Assigns by Beneficiary with
 interest thereon.

To Extend the Security of This Deed of Trust, Trustor Agrees: By the execution and delivery of this Deed of Trust and the note secured hereby, that
 provisions (1) to (16) inclusive of the Deed of Trust recorded in the Book and at the page, or document No. of Official Records in the Office of the
 County Recorder of the county where said property is located, noted below opposite the name of such county, viz:

COUNTY	DOCUMENT No.	BOOK	PAGE	COUNTY	DOCUMENT No.	BOOK	PAGE	COUNTY	DOCUMENT No.	BOOK	PAGE
Carson	412987	814		Muskegon	19988			Mtn	47187	87	888
Church	198132	34 mgs.	881	Lander	41172	3	80	Onyeby	72837	78	182
Douglas	24485	82	818	Lincoln	81288	0 mgs.	487	Purshing	57888	88	88
Elko	14831	43	343	Washoe	487200	734	221	Stevy	28573	8 mgs.	148
Esmeralda	28281	24 mgs.	128-181	Lyon	88488	21 mgs.	204-837	White Pine	138128	281	281-888
Eureka	28802	3	282	Blaine	78848	18 mgs.	204-837				

If said provisions, identical in all counties, are printed on the reverse hereof hereby are adopted and incorporated herein and made a part hereof as fully as though
 set forth herein in length; that he will observe and perform said provisions, and that the references to property, obligations, and parties in said provisions shall be
 construed to refer to the property, obligations, and parties set forth in the Deed of Trust.

The parties agree that with respect to provision 16, the amount of fire insurance required by covenant 2 shall be \$160,000.00 and with respect to
 attorney's fees provided for by covenant 7 the percentage shall be reasonable as determined by a court with jurisdiction.
 The undersigned Trustor requests that a copy of any Notice of Default and of any Notice of Sale hereunder be mailed to him at his address hereinabove set forth.

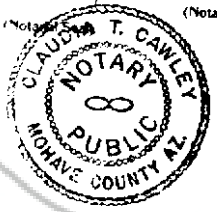
STATE OF NEVADA }
 COUNTY OF Mohave }

On November 11, 1991
 Before me, a Notary Public, personally appeared
 Arthur R. Blackmore
 Paul M. Jessop
 F. Merrill Jessop

SOUTHWEST CAPITAL CORPORATION, a Utah
 Corporation
 By Arthur R. Blackmore, Pres.
 Paul M. Jessop
 F. Merrill Jessop

personally known to me (or proved to me on the basis of satisfactory
 evidence) to be the person whose name is subscribed to this instrument
 and acknowledged that executed it.

Signature Gardis F. Cawley
 (Notary Public)
 My Commission Expires July 8, 1994



Escrow No. 91-10-1457-EG

Charles L. McKinney
 3571 Dryden Road
 Forth Worth, Texas 76109.

Lincoln County

EXHIBIT "A"

All those certain lots, pieces or parcels of land situate, lying and being in the County of Lincoln, State of Nevada, and bounded and particularly described as follows:

PARCEL 1:

That certain parcel of land known as the CALIENTE HOT SPRINGS in the City of Caliente, Nevada, and being all that certain part of the Northeast Quarter of the Northwest quarter (NE 1/4 NW 1/4) of Section 8, Township 4 South, Range 67 East, M.D.B. & M., situate North and East of the right of way of the Caliente and Pioche Railroad.

EXCEPTING THEREFROM the interest in and to the following described real property:

Beginning at a point from which the Section corner common to section 5, 6, 7, and 8, Township 4 South, Range 67 East, M.D.B. & M., bears North 74°E' West a distance of 2634.8 feet; thence North 48°30' East a distance of 100 feet; thence North 68°04' West a distance of 223.6 feet; thence South 41°30' East a distance of 200 feet to the point of beginning, embracing an area of approximately 23 acres, more or less in the Northeast quarter of the Northwest quarter (NE 1/4 NW 1/4) of Section 8, Township 4 South, Range 67 East, M.D.B. & M., Lincoln County, Nevada, as conveyed to Lincoln County Power District No. 1 by Deed recorded August 11, 1936, in Book "E-1" of Real Estate Deeds, page 144, Lincoln County, Nevada records.

FURTHER EXCEPTING from said land the interest in and to the following described real property:

Beginning at a point in the East line thereof, South 0°0'27" West 360.31 feet from the Northeast corner thereof; thence continuing South 0°0'27" West 511.94 feet; thence North 89°39'33" West 232.79 feet to a point in the East right of way line of the U.P.R.R. Co; thence along a curve concave to the East, having a radius of 1710.43 feet a central angle of 17°21'22", an arc length of 523.64 feet to a point; thence North 56°16'29" East 247.44 feet; thence South 89°39'33" East 367.30 feet to the point of beginning, as conveyed to the State of Nevada by Deed recorded March 22, 1961, in Book "L-1" of Real Estate Deeds, page 335, Lincoln County records.

Parcel 2:

All of the East half of the Southwest quarter (E 1/2 SW 1/4) of Section 5, Township 4 South, Range 67 East M.D.B. & M. Lying East of the right of way of the Pioche Branch of the Union Pacific Railroad.

EXCEPTING THEREFROM that portion of the Northeast quarter of the Southwest quarter (NE 1/4 SW 1/4) of said Section 5, and described as follows:

(Continued)

Lincoln County

(Parcel 2 Continued)

Beginning at a point on the Quarter Section line which is the Southeast corner of this parcel from which the Southwest corner of said Section 5 bears South 53°25'27" West a distance of 3,279.75 feet more or less; thence South 89°59'57" West a distance of 306.46 feet more or less to the Southwest corner; thence along the most westerly boundary of the abandoned railroad right of way of the Pioche Spur of the U.P.R.R. Company which is a concave curve. The chord distance of 700.50 feet more or less at a bearing North 19°50'03" East to a point which is the Northwest corner; thence North 89°57'16" East a distance of 59.87 feet more or less to the Northeast corner; thence South 0°16'24" West a distance of 602.07 feet more or less to the point of beginning. Said parcel contains 2.9 acres more or less and is more particularly described as Parcel Two (2) as shown by Parcel Map recorded May 12, 1987, in Book "A" of Plats at Page 273, Official Records of Lincoln County, Nevada.

ASSESSOR'S PARCEL NUMBER FOR 1991-1992: 03-012-02
03-022-01
03-061-01

097870

3 OF
Gov County Title
December 6, 1991
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P 99
604

Y.N. A

[Handwritten Signature]

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