

Lincoln County

Order No. _____

Escrow No. 424404EY

When Recorded Mail To:

Mountain View Estates, a Partnership
c/o Alan Kane
3540 Wilshire Blvd.
Los Angeles, CA. 90010

DEED OF TRUST WITH ASSIGNMENT OF RENTS

THIS DEED OF TRUST, made May 1, 1997 between
DAVID MARCUS WILLIAMS AND EARLENE WILLIAMS, TRUSTEES OF THE WILLIAMS
1985 TRUST, TRUSTOR,
whose address is 684 N. Fogg St., Las Vegas, NV. 89110
(Number and Street) (City) (State)
FIRST AMERICAN TITLE COMPANY OF NEVADA, a Nevada corporation, TRUSTEE, and
MOUNTAIN VIEW ESTATES, A PARTNERSHIP, BENEFICIARY,

WITNESSETH: That Trustor grants to Trustee in trust, with power of sale, that property in the
, County of LINCOLN, State of NEVADA described as:

SEE LEGAL DESCRIPTION ATTACHED HERETO AND MADE A PART HEREOF

Together with the rents, issues and profits thereof, subject, however, to the right, power and authority hereinafter given to and conferred upon Beneficiary to collect and apply such rents, issues and profits.

For the purpose of securing (1) payment of the sum of \$ 220,000.00 with interest thereon according to the terms of a promissory note or notes of even date herewith made by Trustor, payable to order of Beneficiary, and all extensions or renewals thereof; and (2) the performance of each agreement of Trustor incorporated herein by reference or contained herein; (3) payment of additional sums and interest thereon which may hereafter be loaned to Trustor, or to his successors or assigns, when evidenced by a promissory note or notes reciting that they are secured by this Deed of Trust.

To protect the security of this Deed of Trust, and with respect to the property above described, Trustor expressly makes each and all of the agreements, and adopts and agrees to perform and be bound by each and all of the terms and provisions set forth in subdivision A, and it is mutually agreed that each and all of the terms and provisions set forth in subdivision B of the fictitious Deed of Trust recorded in the office of each County Recorder in the State of Nevada on January 30, 1968, in the book and at the page thereof, or under the document or file number, noted below opposite the name of such county, namely:

| COUNTY | BOOK | PAGE | DOC. NO. | COUNTY | BOOK | PAGE | DOC. No. |
|-----------|---------------|------|----------|------------|-------------------|------|----------|
| Churchill | 39 Mortgages | 363 | 115384 | Lincoln | 37 Off. Rec. | 341 | 45902 |
| Clerk | 850 Off. Rec. | | 682747 | Mineral | 11 Off. Rec. | 129 | 100661 |
| Douglas | 57 Off. Rec. | 115 | 40950 | Nye | 105 Off. Rec. | 107 | 89073 |
| Elko | 92 Off. Rec. | 652 | 35747 | Ormsby | 72 Off. Rec. | 537 | 04623 |
| Esmeralda | 3-X Deeds | 195 | 35922 | Parshing | 11 Off. Rec. | 249 | 32867 |
| Eureka | 22 Off. Rec. | 138 | 45941 | Storey | "S" Mortgages | 208 | 66107 |
| Humboldt | 28 Off. Rec. | 124 | 131075 | Washoe | 300 Off. Rec. | 517 | 31506 |
| Lander | 24 Off. Rec. | 168 | 50782 | White Pine | 295 R. E. Records | 258 | 107192 |

shall inure to and bind the parties hereto, with respect to the property above described. Said agreements, terms and provisions contained in said subdivision A and B, (identical in all counties, and printed on the reverse side hereof) are by the within reference thereto, incorporated herein and made a part of this Deed of Trust for all purposes as fully as if set forth at length herein, and Beneficiary may charge for a statement regarding the obligation secured hereby, provided the charge therefor does not exceed a reasonable amount.

The undersigned Trustor requests that a copy of any notice of default and any notice of sale hereunder be mailed to him at his address above set forth.

STATE OF NEVADA)
County of Clark) ss.

On May 2 - 1997
personally appeared before me, a Notary Public,
David Marcus Williams and Earlene Williams

Signature of Trustor
David Marcus Williams
DAVID MARCUS WILLIAMS, Trustee
Earlene Williams
EARLENE WILLIAMS, Trustee

who acknowledged that he executed the above instrument.
Agnes H. Long Notary Public



DESCRIPTION

All that certain lot, piece or parcel of land situate in the County of Lincoln, State of Nevada, described as follows:

PARCEL A:

Lots 1 through 15, Block 1; and Lots 16 through 21, Block 2, of MOUNTAIN VIEW ESTATES SUBDIVISION UNIT No. 1, according to the official map thereof, filed in the office of the County Recorder of Lincoln County on September 20, 1971, as File No. 50858; formerly known as EVERGREEN FLATS UNIT No. 1 SUBDIVISION, filed in the Office of the County Recorder of Lincoln County, Nevada on August 20, 1971, as File No. 50688.

PARCEL B:

Lots 37, 38 and 39; Lots 41 through 73; and Lots 82, 83, 84, and 85, of MOUNTAIN VIEW ESTATES UNIT No. 2 SUBDIVISION, according to the official map thereof, filed in the office of the County Recorder of Lincoln County on September 20, 1971, as File No. 50858; formerly known as EVERGREEN FLATS UNIT No. 2 SUBDIVISION, filed in Office of the County Recorder of Lincoln County, Nevada, on June 7, 1971, as File No. 50129.

EXCEPTING THEREFROM those portions of Lots 37, 38, 39, 46, 47, 58, 59, 60 and 73 of Mountain View Estates Unit No. 2, which were deeded to the City of Los Angeles, a municipal corporation, in deed recorded December 30, 1982, in Book 53, Page 226, Official Records, Lincoln County, Nevada.

PARCEL C:

Lot 1 through 7, Block 1; Lots 8 through 17, Block 2; Lots 18 through 23, Block 3, Lots 24 through 31, Block 4, Lots 32 through 41, Block 5; Lots 42 through 51, Block 6; Lots 52 through 61, Block 7; Lots 62-71, Block 8; Lots 72 through 79, Block 9; and Lots 80 through 87, Block 10, of MOUNTAIN VIEW ESTATES UNIT No. 3 SUBDIVISION, according to the official map thereof, filed in the office of the County Recorder of Lincoln County on September 20, 1971, as File No. 50858; formerly known as EVERGREEN FLATS UNIT No. 3, filed in the Office of the County Recorder of Lincoln County, Nevada on August 20, 1971, as File No. 50690.

EXCEPTING THEREFROM those portions of Lots 32, 33, 40 and 41 in Block 5; those portions of Lots 42, 43, 50 and 51 in Block 6; those portions of Lots 52, 53, 60 and 61 in Block 7; those portions of Lots 63 and 70 in Block 8 of Mountain View Estates Unit No. 3, which were deeded to the City of Los Angeles, a municipal corporation, in deed recorded December 30, 1982, in Book 53, Page 226, Official Records, Lincoln County, Nevada.

PARCEL D:

Lots 1 through 11, Block 1; Lots 12 through 16, Block 2, Lots 17 through 22, Block 3, Lots 23 through 27, Block 4; Lots 28 through 30, Block 5; Lots 31 through 36, Block 6; Lots 37 through 42, Block 7; Lots 43 through 48, Block 8; Lots 49 through 54, Block 9; Lots 55 through 64, Block 10; Lots 65 through 78, Block 11; Lots 79 through 88, Block 12; Lots 89 through 98, Block 13; Lots 99 through 106, Block 14; Lots 107 through 116, Block 15; Lots 117 through 124, Block 16; Lots 125 through 132, Block 17; Lots 133 through 138, Block 18; Lots 139 through 146, Block 19; Lots 147 through 158, Block 20; Lots 159 through 166, Block 21; Lots 167 through 178, Block 22; Lots 179 through 190, Block 23; and Lots 191 through 202, Block 24, of MOUNTAIN VIEW ESTATES UNIT No. 4 SUBDIVISION, according to the official map thereof, filed in the office of the County Recorder of Lincoln County on September 20, 1971, as File No. 50858, formerly known as EVERGREEN FLATS UNIT No. 4, filed in the Office of the County Recorder of Lincoln County, Nevada on August 20, 1971, as File Nos. 50691, 50692 and 50693.

EXCEPTING THEREFROM those portions of Lots 7, 8 and 9 in Block 1; those portions of Lots 31, 32, 34, 35 and 36 in Block 6; those portions of Lots 38, 39, 40 and 41 in Block 7; those portions of Lots 44, 45 and 47 in Block 8; those portions of Lots 50, 53 and 54 in Block 9; those portions of Lots 60, 61, 62, 63 and 64 in Block 10; those portions of Lots 65, 66, 67 and 68 in Block 11; those portions of Lots 80, 81, 86 and 87 in Block 12; and those portions of Lots 90, 91, 96 and 97 in Block 13 of Mountain View Estates Unit No. 4 which were deeded to the City of Los Angeles, a municipal corporation, in deed recorded December 30, 1982, in Book 53, Page 226, Official Records, Lincoln County, Nevada.

NO. **108906**
Filed And Recorded At Request Of
First American Title
May 6, 1997
At 43 Minutes Past 10 O'Clock
A M In Book 127 Of Official Records
Page 565 Lincoln County Nevada.

Yuriko Setzer
County Recorder
Julie Boucher, deputy