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FILED FOR RECORDING
AT THE REQUEST OF

Robertson & Benevento

2005 OCT 3 PM 4 54

LINCOLN COUNTY RECORDER
FEE: \$15.00
LESLIE BOUCHER

APN: 13-140-16

WHEN RECORDED RETURN TO:

G. David Robertson, Esq.
Robertson & Benevento
Bank of America Plaza
50 West Liberty Street, Suite 600
Reno, NY 89501

Grantee's Address:

c/o Robertson & Benevento
Bank of America Plaza
50 West Liberty Street, Suite 600
Reno, NY 89501

R.P.T.T. \$ _____

GRANT, BARGAIN AND SALE DEED

THIS INDENTURE WITNESSETH: That Rainbow Land & Cattle Company, LLC, a Nevada limited liability company, GRANTOR, does this date, September 30, 2005, hereby grant, bargain, sell and convey to F. Heise Land & Live Stock Company, Inc., a Nevada corporation, GRANTEE, that certain real property situate in the County of Lincoln, State of Nevada, described as follows:

The NE¹/₄SE¹/₄, Section 26, Township 4 South, Range 66 East, M.D.M., comprising 40 +/- acres, except and reserving all appurtenant water and water rights.

RESERVING to the Grantor any and all water and water rights appurtenant to said real property described hereinabove, including, but not limited to all surface water rights,

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underground water rights, ditch and ditch rights.

TOGETHER WITH, all and singular, Grantor's interest in and to the tenements, hereditaments and appurtenances thereunto belonging or appertaining, and the reversion and reversions, remainder and remainders, rents, issues and profits thereof.

TO HAVE AND TO HOLD, the interest of the Grantor in and to said premises, together with the appurtenances, unto the said Grantee, forever.

IN WITNESS WHEREOF, the Grantor has executed this conveyance the day and year first above-written.

DATED: September 30, 2005

GRANTOR: Rainbow Land & Cattle Company, LLC

By: *John H. Huston*
John H. Huston
Managing Member

STATE OF NEVADA)
) ss
COUNTY OF WASHOE)

On this 30th day of September, 2005, personally appeared before me, a Notary Public, John H. Huston, Managing Member of the Rainbow Land & Cattle Company, LLC, known to me to be the person who executed the within document and acknowledged to me that he executed same freely, voluntarily and for the uses and purposes therein described.

Christine Braun
Notary Public



**STATE OF NEVADA
DECLARATION OF VALUE FORM**

1. Assessor Parcel Number(s)
 a) APN 13-140-16
 b) _____
 c) _____
 d) _____

2. Type of Property:
 a) Vacant Land b) Single Fam. Res.
 c) Condo/Twnhse d) 2-4 Plex
 e) Apt. Bldg f) Comm'l/Ind'l
 g) Agricultural h) Mobile Home
 Other _____

FOR RECORDER'S OPTIONAL USE ONLY
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 Date of Recording: October 3, 2005
 Notes: #125322

3. Total Value/Sales Price of Property \$ 500,000⁰⁰
 Deed in Lieu of Foreclosure Only (value of property) _____
 Transfer Tax Value: \$ 500,000⁰⁰
 Real Property Transfer Tax Due \$ 1950⁰⁰

4. **If Exemption Claimed:**
 a. Transfer Tax Exemption per NRS 375.090, Section _____
 b. Explain Reason for Exemption: _____

5. Partial Interest: Percentage being transferred: _____ %

The undersigned declares and acknowledges, under penalty of perjury, pursuant to NRS 375.060 and NRS 375.110, that the information provided is correct to the best of their information and belief, and can be supported by documentation if called upon to substantiate the information provided herein. Furthermore, the parties agree that disallowance of any claimed exemption, or other determination of additional tax due, may result in a penalty of 10% of the tax due plus interest at 1% per month. Pursuant to NRS 375.030, the Buyer and Seller shall be jointly and severally liable for any additional amount owed.

Signature [Signature] Capacity Managing member, seller/grantor
 Signature G. DeWitt Capacity General Counsel, grantee/Buyer

SELLER (GRANTOR) INFORMATION (REQUIRED)
 Print Name: Rainbow Land & Cattle Company LLC
 Address: 7321 CARDIGAN BAY STREET
 City: LAS VEGAS
 State: NV Zip: 89131

BUYER (GRANTEE) INFORMATION (REQUIRED)
 Print Name: F. Heise Land & Live Stock Co., Inc.
 Address: c/o Robertson & Benevento
 City: Reno
 State: NV Zip: 89501

COMPANY/PERSON REQUESTING RECORDING (required if not seller or buyer)
 Print Name: _____ Escrow #: _____
 Address: _____
 City: _____ State: _____ Zip: _____

AS A PUBLIC RECORD THIS FORM MAY BE RECORDED/MICROFILMED