

Official Record

Recording requested By
CHICAGO TITLE AGENCY OF NEVADA

Lincoln County - NV

Leslie Boucher - Recorder

Fee: \$54.00

Page 1 of 16

RPTT:

Recorded By: LB

Book- 248 Page- 0121

Parcel No. : 8-201-28 et al

**RECORDING REQUESTED BY
AND WHEN RECORDED MAIL TO:**

Wells Fargo Bank, National Association
Real Estate Group (AU #02961)
MAC #AO344-22
2033 N. Main Street, Suite 400
Walnut Creek, CA 94596-3722

Attn: Lynette K. Ikeda
Loan No. 101452-001

08007205



**MEMORANDUM OF SEVENTH MODIFICATION AGREEMENT
AMENDING DEED OF TRUST
(Short Form)**

Lincoln County

The undersigned declare that they have entered into a seventh modification agreement dated of even date herewith ("Agreement"), wherein provisions are made for (a) amendment of that certain deed of trust dated September 8, 2005 and executed by Coyote Springs Investment LLC, a Nevada limited liability company, Coyote Springs Land Development Corporation, a Nevada corporation, Coyote Springs Land Company LLC, a Nevada limited liability company, Coyote Springs Nursery LLC, a Nevada limited liability company, and Coyote Springs Golf Operations I, LLC, a Nevada limited liability company, collectively as Trustor, to American Securities Company of Nevada, a Nevada corporation, as Trustee in favor of WELLS FARGO BANK, NATIONAL ASSOCIATION, as Administrative Agent, as Beneficiary, which was recorded on September 27, 2005, in the Official Records of the County of Lincoln, State of Nevada, as Instrument No. 125286, in Book 206, Page 467 ("Deed of Trust"), and/or (b) amendment of certain obligations secured by that deed of trust. The "Total Commitment Amount", as defined in said Agreement, and the aggregate principal amount of the Notes (as referred to in the Deed of Trust, as amended), which is secured by the Deed of Trust is reduced to ONE HUNDRED MILLION DOLLARS (\$100,000,000). Capitalized terms used in this Memorandum shall have the same meaning ascribed to them in the Agreement. This instrument is a Memorandum of the seventh modification agreement, and the same is incorporated herein by this reference with the same effect as though set forth herein in its entirety.


[Signatures Follow on Next Page]



Dated as of: April 2, 2009

"BENEFICIARY/ADMINISTRATIVE AGENT"

WELLS FARGO BANK, NATIONAL ASSOCIATION,
as Beneficiary/Administrative Agent, on behalf of itself and
Lenders

By: 
Chinar Mithani
Vice President

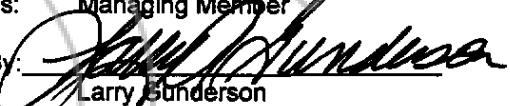
"BORROWER/TRUSTOR"

COYOTE SPRINGS INVESTMENT LLC,
a Nevada limited liability company

By: SIGNED IN COUNTERPART
Harvey Whittemore
Its: Manager

By: 
Thomas A. Seerle
Its: Manager

By: SIGNED IN COUNTERPART
Brad Mamer
Its: Managing Member

By: 
Larry Sunderson
Its: Managing Member

COYOTE SPRINGS LAND DEVELOPMENT
CORPORATION, a Nevada corporation

By: SIGNED IN COUNTERPART
Harvey Whittemore, President

[SIGNATURES CONTINUE ON NEXT PAGE]



Dated as of: April 2, 2009

"BENEFICIARY/ADMINISTRATIVE AGENT"

WELLS FARGO BANK, NATIONAL ASSOCIATION,
as Beneficiary/Administrative Agent, on behalf of itself and
Lenders

By: SIGNED in Counterpart
Chinar Mithani
Vice President

"BORROWER/TRUSTOR"

COYOTE SPRINGS INVESTMENT LLC,
a Nevada limited liability company

By: Harvey Whitemore
Harvey Whitemore
Its: Manager

By: SIGNED in Counterpart
Thomas A. Seeno
Its: Manager

By: SIGNED in Counterpart
Brad Mamer
Its: Managing Member

By: SIGNED in Counterpart
Larry Gunderson
Its: Managing Member

COYOTE SPRINGS LAND DEVELOPMENT
CORPORATION, a Nevada corporation

By: Harvey Whitemore
Harvey Whitemore, President

[SIGNATURES CONTINUE ON NEXT PAGE]



Dated as of: April 2, 2009

"BENEFICIARY/ADMINISTRATIVE AGENT"

WELLS FARGO BANK, NATIONAL ASSOCIATION,
as Beneficiary/Administrative Agent, on behalf of itself and
Lenders

By: SIGNED IN COUNTERPART
Chinar Mithani
Vice President

"BORROWER/TRUSTOR"

COYOTE SPRINGS INVESTMENT LLC,
a Nevada limited liability company

By: SIGNED IN COUNTERPART
Harvey Whittemore
Its: Manager

By: SIGNED IN COUNTERPART
Thomas A. Seeno
Its: Manager

By: [Signature]
Brad Mamer
Its: Managing Member

By: SIGNED IN COUNTERPART
Larry Gunderson
Its: Managing Member

COYOTE SPRINGS LAND DEVELOPMENT
CORPORATION, a Nevada corporation

By: SIGNED IN COUNTERPART
Harvey Whittemore, President

[SIGNATURES CONTINUE ON NEXT PAGE]

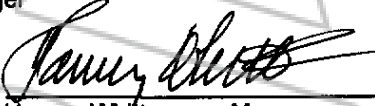
WNG/Coyote Springs
Reviewed for Content
By: 4-3-09
Emilia K. Cargill



BORROWER/TRUSTOR (continued):

COYOTE SPRINGS LAND COMPANY LLC,
a Nevada limited liability company


By: Wingfield Nevada Group Management Company, LLC, a
Nevada limited liability company
Its: Manager

By: 
Harvey Whittemore, Manager

COYOTE SPRINGS NURSERY LLC,
a Nevada limited liability company

By: 
Harvey Whittemore, Manager

COYOTE SPRINGS GOLF OPERATIONS I, LLC,
a Nevada limited liability company

By: 
Brad Mamer, President, Director/Manager

[SIGNATURES CONTINUE ON NEXT PAGE]



BORROWER/TRUSTOR (continued):

COYOTE SPRINGS LAND COMPANY LLC,
a Nevada limited liability company

By: Wingfield Nevada Group Management Company, LLC, a
Nevada limited liability company
Its: Manager

By: SIGNED in Company
Harvey Whittemore, Manager

COYOTE SPRINGS NURSERY LLC,
a Nevada limited liability company

By: SIGNED in Company
Harvey Whittemore, Manager

COYOTE SPRINGS GOLF OPERATIONS I, LLC,
a Nevada limited liability company

By: [Signature]
Brad Mamer, President, Director/Manager

WNG/Coyote Springs

Reviewed for Content

By 4-3-09

Emilia K. Cargill

[SIGNATURES CONTINUE ON NEXT PAGE]



"BORROWER"

RED HAWK LAND COMPANY, LLC
a Nevada limited liability company

By: *Harvey Whittermore*
Harvey Whittermore
Its: Manager

By: *Thomas A. Seeno*
Thomas A. Seeno
Its: Manager

By: *Brad Mamer*
Brad Mamer
Its: Manager

By: *Skylo Dangler*
Skylo Dangler
Its: Manager

THE FOOTHILLS AT WINGFIELD, LLC
a Nevada limited liability company

By: *Harvey Whittermore*
Harvey Whittermore
Its: Manager

(ALL SIGNATURES MUST BE ACKNOWLEDGED)



"BORROWER"

RED HAWK LAND COMPANY, LLC
a Nevada limited liability company

By: SIGNED IN Counterpart
Harvey Whittemore
Its: Manager

By: [Signature]
Thomas A. Seeno
Its: Manager

By: SIGNED IN Counterpart
Brad Mamer
Its: Manager

By: SIGNED IN Counterpart
Skylo Dangler
Its: Manager

THE FOOTHILLS AT WINGFIELD, LLC
a Nevada limited liability company

By: SIGNED IN Counterpart
Harvey Whittemore
Its: Manager

(ALL SIGNATURES MUST BE ACKNOWLEDGED)



"BORROWER"

RED HAWK LAND COMPANY, LLC
a Nevada limited liability company

By: SIGNED in Court Report
Harvey Whitemore
Its: Manager

By: Signed in Court Report
Thomas A. Seeno
Its: Manager

By: [Signature]
Brad Mamer
Its: Manager

By: SIGNED in Court Report
Skylo Dangler
Its: Manager

THE FOOTHILLS AT WINGFIELD, LLC
a Nevada limited liability company

By: SIGNED in Court Report
Harvey Whitemore
Its: Manager

WNG/Coyote Springs

Reviewed for Content

By 4-3-09

Emilia K. Cargill

(ALL SIGNATURES MUST BE ACKNOWLEDGED)



0133649

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04/13/2009
Page: 10 of 15

CALIFORNIA ALL-PURPOSE ACKNOWLEDGEMENT

STATE OF California)SS
COUNTY OF Contra Costa)

File No:
APN No:

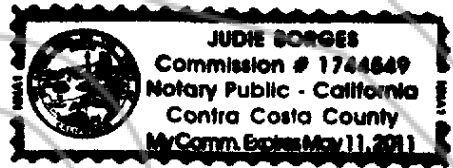
On April 3, 2009 before me, Judie Borges, Notary Public, personally appeared **Thomas A. Seeno and Larry A. Gunderson**

who proved to me on the basis of satisfactory evidence to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same in their authorized capacities, and that by their signatures on the instrument the persons, or the entity upon behalf of which the persons acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature



This area for official notarial seal.

OPTIONAL SECTION CAPACITY CLAIMED BY SIGNER

Though statute does not require the Notary to fill in the data below, doing so may prove invaluable to persons relying on the documents.

- INDIVIDUAL
- CORPORATE OFFICER(S) TITLE(S)
- PARTNER(S) LIMITED GENERAL
- ATTORNEY-IN-FACT
- TRUSTEE(S)
- GUARDIAN/CONSERVATOR
- OTHER

SIGNER IS REPRESENTING:

Name of Person or Entity

Name of Person or Entity

OPTIONAL SECTION

Though the data requested here is not required by law, it could prevent fraudulent reattachment of this form.

THIS CERTIFICATE MUST BE ATTACHED TO THE DOCUMENT DESCRIBED BELOW

TITLE OR TYPE OF DOCUMENT: Memorandum of seventh Modification Agreement Amending Deed of Trust

NUMBER OF PAGES _____ DATE OF DOCUMENT _____

SIGNER(S) OTHER THAN NAMED ABOVE _____



Loan No. 101452

STATE OF NEVADA
COUNTY OF WASHOE

ss.

This instrument was acknowledged before me on APRIL 6TH, 2009, by HARVEY WHITTEMORE
as MANAGER of

COYOTE SPRINGS INVESTMENT LLC;
COYOTE SPRINGS LAND COMPANY LLC; all NEVADA LIMITED LIABILITY COMPANIES.
COYOTE SPRINGS NURSERY LLC;
RED HAWK LAND COMPANY, LLC; AND,
THE FOOTHILLS AT WINDFIELD, LLC

Signature [Signature]
Notary Public for Nevada

My commission expires 4/20/10



STATE OF NEVADA
COUNTY OF WASHOE

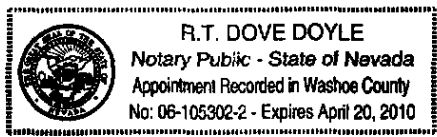
ss.

This instrument was acknowledged before me on APRIL 3RD, 2009, by SKYLO DANGLER
as MANAGER of

RED HAWK LAND COMPANY LLC a NEVADA LIMITED LIABILITY COMPANY.

Signature [Signature]
Notary Public for Nevada

My commission expires 4/20/10





STATE OF NEVADA

COUNTY OF WASHOE

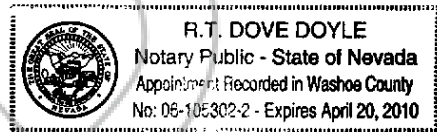
ss.

This instrument was acknowledged before me on APRIL 6TH, 2009 by HARVEY WHITTEMORE
as PRESIDENT of

COYOTE SPRINGS LAND DEVELOPMENT a NEVADA CORPORATION
CORPORATION

Signature [Handwritten Signature]
Notary Public for Nevada

My commission expires 4/20/10



STATE OF CALIFORNIA
COUNTY OF _____

ss.

On _____ before me, _____,
personally appeared _____, who proved to me 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.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing
paragraph is true and correct.

WITNESS my hand and official seal

Signature _____

My commission expires _____



Loan No. 101452

STATE OF NEVADA

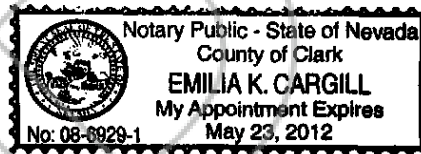
COUNTY OF CLARK

ss.

This instrument was acknowledged before me on April 3, 2009 by Brad Mamer
as Managing Member of Coyote Springs Investment
LLC, a Nevada limited liability company.

Signature Emilia Cargill
Notary Public for Nevada

My commission expires 5-23-2012



STATE OF NEVADA

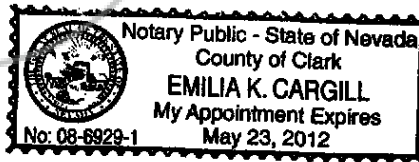
COUNTY OF CLARK

ss.

This instrument was acknowledged before me on April 3, 2009 by Brad Mamer
as President, Director/Manager of
Coyote Springs Golf Operations I, LLC, a NV limited liability Co.

Signature Emilia Cargill
Notary Public for Nevada

My commission expires 5-23-2012





0133649

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Page 134

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Page 14 of 15

CALIFORNIA ALL-PURPOSE ACKNOWLEDGEMENT

STATE OF California)
COUNTY OF Contra Costa)

File No:
APN No:

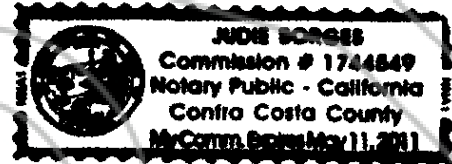
On April 3, 2009 before me, Judie Borges, Notary Public, personally appeared Thomas A. Seeno

who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature



This area for official notarial seal.

OPTIONAL SECTION CAPACITY CLAIMED BY SIGNER

Though statute does not require the Notary to fill in the data below, doing so may prove invaluable to persons relying on the documents.

- INDIVIDUAL
- CORPORATE OFFICER(S) TITLE(S)
- PARTNER(S) LIMITED GENERAL
- ATTORNEY-IN-FACT
- TRUSTEE(S)
- GUARDIAN/CONSERVATOR
- OTHER

SIGNER IS REPRESENTING:

Name of Person or Entity

Name of Person or Entity

OPTIONAL SECTION

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TITLE OR TYPE OF DOCUMENT: Memorandum of seventh Modification Agreement Amending Deed of Trust

NUMBER OF PAGES _____ DATE OF DOCUMENT _____

SIGNER(S) OTHER THAN NAMED ABOVE _____



Loan No. 101452

STATE OF NEVADA

COUNTY OF CLARK

ss.

This instrument was acknowledged before me on April 3, 2009, by Brad Mamer
as Manager of Red Hawk Land Company, LLC
a Nevada limited liability company

Signature *Emilia Kargill*
Notary Public for Nevada

My commission expires 5-23-2012



STATE OF CALIFORNIA
COUNTY OF _____

ss.

On _____ before me, _____,
personally appeared _____, who proved to me 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.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing
paragraph is true and correct.

WITNESS my hand and official seal

Signature _____

My commission expires _____



0133649

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Page 136

04/13/2009
Page 16 of 11

STATE OF CALIFORNIA
COUNTY OF Contra Costa ss.

On April 7, 2009 before me, Kathy J. Parsons, Notary Public, personally appeared Chinar Mithani, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same in her authorized capacity(ies), and that by her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal

Signature *Kathy J. Parsons*

My commission expires May 25, 2012

