

WHEN RECORDED, RETURN TO:

Dwayne A. Vance
Miller Vance & Thompson
P.O. Box 682800
Park City, Utah 84068-2800

**ASSIGNMENT OF TRUST DEED, SECURITY AGREEMENT
AND PROMISSORY NOTE**

A. For good and valuable consideration, the sufficiency and receipt of which are hereby acknowledged, First Western Capital Company, L.C., a Utah limited liability company ("First Western"), hereby assigns any and all beneficial interest and/or any and all other rights in or to that certain Promissory Note dated March 20, 2008, executed by James P. Ring, individually, as the Borrower, in favor of First Western as the Lender, in the principal amount of Three Hundred Thousand Dollars (\$300,000).

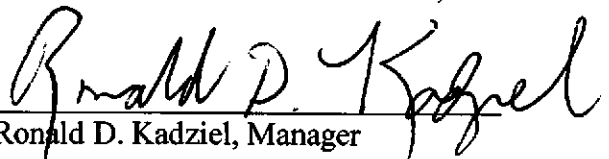
B. First Western further hereby assigns any and all beneficial interest and/or any and all other rights in or to that certain Trust Deed securing the above-referenced Promissory Note, dated March 20, 2008, executed by James P. Ring as the Trustor, naming Dwayne A. Vance as the initial Trustee, and naming First Western as the initial Beneficiary, and recorded on March 20, 2008, as Entry No. 840271 in the office of the Summit County Recorder, regarding real property located in Summit County, Utah, commonly known as 3720 N. Sundial Court, Unit C211, Park City, Utah 84098, Parcel No. SWDLC-C211, and more particularly described in Exhibit A attached hereto and incorporated herein by reference.

C. First Western further hereby assigns any and all beneficial interest and/or any and all other rights in or to that certain Security Agreement securing the above-referenced Promissory Note, date March 20, 2008, executed by James P. Ring as the Pledgor, and naming First Western as the initial beneficiary.

D. First Western hereby makes the above assignments to BLAINE GLASMANN.

Effective as of the 20th of March, 2008.

FIRST WESTERN CAPITAL COMPANY, L.C.

By: 
Ronald D. Kadziel, Manager

{Acknowledgment on Following Page}

Acknowledgement

State of Utah)
 : ss
County of Summit)

On this the 21st day of March, 2008, personally appeared before me, RONALD D. KADZIEL, whose identity is personally known to me or has been proven on the basis of satisfactory evidence, and being first duly sworn, acknowledged that he was duly authorized as the MANAGER of FIRST WESTERN CAPITAL COMPANY, L.L.C. to execute the foregoing instrument on behalf of said entity, and to bind said entity thereby, and that he executed the foregoing instrument for its statement purpose of his own voluntary act.



Tracy Mitchell
Notary Public

EXHIBIT "A "

Escrow No. **041-5016425 (LS)**

A.P.N.: **SDLC-C211**

UNIT C211, CONTAINED WITHIN THE SUNDIAL LODGE AT THE CANYONS, A UTAH CONDOMINIUM PROJECT AS THE SAME IS IDENTIFIED IN THE RECORD OF SURVEY MAP RECORDED ON DECEMBER 15, 1999, IN SUMMIT COUNTY, AS ENTRY NO. 555290 IN BOOK 1300 AT PAGE 125 (AS SAID RECORD OF SURVEY MAP MAY HAVE HERETOFORE BEEN AMENDED OR SUPPLEMENTED) AND IN THE DECLARATION RECORDED IN SUMMIT COUNTY, (AS SAID DECLARATION MAY HAVE HERETOFORE BEEN AMENDED OR SUPPLEMENTED.)

TOGETHER WITH THE APPURTENANT UNDIVIDED INTEREST IN SAID PROJECT'S COMMON AREAS AS ESTABLISHED IN SAID DECLARATION AND ALLOWING FOR PERIODIC ALTERATION BOTH IN THE MAGNITUDE OF SAID UNDIVIDED INTEREST AND IN THE COMPOSITION OF THE COMMON AREAS AND FACILITIES TO WHICH SAID INTEREST RELATES.