

Quitclaim Deed

Christopher Burden, as Trustee of the Trusts listed in Exhibit B annexed hereto, in consideration of and pursuant to the Order dated June 15, 1998 of the United States Bankruptcy Court for the District of Massachusetts confirming the Fourth Amended Plan of Reorganization of New Seabury Company Limited Partnership sponsored by New Seabury Properties, LLC (Case No. 97-12964-WCH), hereby grants and conveys to New Seabury Properties, LLC, a Delaware limited liability company, with a principal place of business at 155 Rock Landing Road, P.O. Box 549, New Seabury, MA 02649

with QUITCLAIM COVENANTS the following parcel of land:

See Exhibit A annexed hereto and made a part hereof.

Executed as a sealed instrument this 21st day of July, 1998.


By: Christopher Burden, as Trustee of the
Trusts listed in Exhibit B

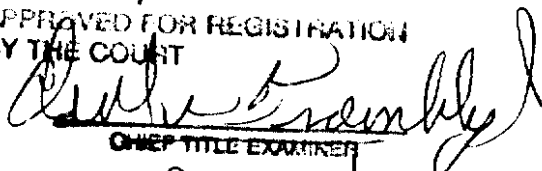
Commonwealth of Massachusetts

Barnstable, ss

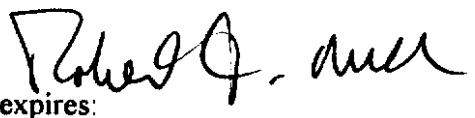
July 21st, 1998

Then personally appeared Christopher Burden, Trustee, as aforesaid, and acknowledged the foregoing instrument to be his free act and deed in his capacity as Trustee as aforesaid and the free act and deed of said Trust.

7-22-98
APPROVED FOR REGISTRATION
BY THE COURT


CHIEF TITLE EXAMINER
RECORDED

Notary Public
My commission expires:



ROBERT F. MILLS
NOTARY PUBLIC
COMMONWEALTH OF MASSACHUSETTS
COMMISSION EXPIRES AUGUST 25, 2000

EXHIBIT A

All of the right, title and interest held by said trusts in all of the unregistered land, buildings and all other improvements thereon situated in Mashpee Barnstable County, Massachusetts, including, but not limited to all of the property contained in the following Deeds recorded with Barnstable County Registry of Deeds:

Book 6539, Pages 26, 28, 30, 32, 35 and 40.

Book 6761, Page 261.

Excepted and excluded from this conveyance is that certain parcel of land located in Mashpee, at Mashpee Rotary and shown on Assessor's Map 74, Parcel 15.

Exhibit B

New Seabury Units Nominee Trust under Declaration of Trust dated November 2, 1988, recorded with the Registry District of Barnstable County of the Land Court as Document No. 472527.

New Seabury Green Nominee Trust under Declaration of Trust dated November 2, 1988, recorded with the Registry District of Barnstable County of the Land Court as Document No. 472729.

New Seabury Golf Course Nominee Trust under Declaration of Trust dated November 2, 1988, recorded with the Registry District of Barnstable County of the Land Court as Document No. 472,720.

New Seabury Entrance Nominee Trust under Declaration of Trust dated November 2, 1988, recorded with the Registry District of Barnstable County of the Land Court as Document No. 473307.

New Seabury Operations Nominee Trust under Declaration of Trust dated November 2, 1988, recorded with the Registry District of Barnstable County of the Land Court as Document No. 472741.

New Seabury Fish Hook Nominee Trust under Declaration of Trust dated November 2, 1988, recorded with the Registry District of Barnstable County of the Land Court as Document No. 472755.

New Seabury Sandalwood Nominee Trust under Declaration of Trust dated November 2, 1988, recorded with the Registry District of Barnstable County of the Land Court as Document No. 472769.

Trustee's Certificate

I, Christopher Burden of New Seabury, Massachusetts, as I am the sole Trustee of the following Declarations of Trust recorded with the Registry District of Barnstable County of the Land Court:

New Seabury Units Nominee Trust under Declaration of Trust dated November 2, 1988, recorded with the Registry District of Barnstable County of the Land Court as Document No. 472527.

New Seabury Green Nominee Trust under Declaration of Trust dated November 2, 1988, recorded with the Registry District of Barnstable County of the Land Court as Document No. 472729.

New Seabury Golf Course Nominee Trust under Declaration of Trust dated November 2, 1988, recorded with the Registry District of Barnstable County of the Land Court as Document No. 472,720.

New Seabury Entrance Nominee Trust under Declaration of Trust dated November 2, 1988, recorded with the Registry District of Barnstable County of the Land Court as Document No. 473307.

New Seabury Operations Nominee Trust under Declaration of Trust dated November 2, 1988, recorded with the Registry District of Barnstable County of the Land Court as Document No. 472741.

New Seabury Fish Hook Nominee Trust under Declaration of Trust dated November 2, 1988, recorded with the Registry District of Barnstable County of the Land Court as Document No. 472755.

New Seabury Sandalwood Nominee Trust under Declaration of Trust dated November 2, 1988, recorded with the Registry District of Barnstable County of the Land Court as Document No. 472769.

Having personal knowledge of the facts herein stated, under oath depose and say:

1. I am the sole Trustee of the Trusts.
2. The Trusts have not been altered, amended, terminated or revoked, except as appears of record.
3. I am not the sole beneficiary of the Trusts.

4. I have been duly authorized and empowered by all of the beneficiaries, as Trustee, to execute and deliver this deed, with consideration as stated in the Order of the United States Bankruptcy Court for the District of Massachusetts confirming the Forth Amended Plan of Reorganization in Case No. 97-12964-WCH.
5. No beneficiaries of the Trusts are minors or under any disability, a corporation selling all or substantially all of its Massachusetts assets, or a personal representative of an estate subject to federal and/or Massachusetts estate tax liens.

Signed and sealed under the pains and penalties of perjury this 21st day of July, 1998.

By: 

Christopher Burden, Trustee

COMMONWEALTH OF MASSACHUSETTS

Barnstable, ss

July 21st, 1998

Then personally appeared the above named Christopher Burden and made oath that the foregoing statement is true and acknowledged the foregoing to be his free act and deed, before me



Notary Public

My Comm. Exp:

ROBERT F. MILLS
NOTARY PUBLIC
COMMONWEALTH OF MASSACHUSETTS
COMMISSION EXPIRES AUGUST 25, 2000

BARNSTABLE REGISTRY OF DEEDS