

GRANT, BARGAIN, SALE DEED

THIS INDENTURE WITNESSETH: That HARICH TAHOE DEVELOPMENTS, A General Partnership, in consideration of \$ 10.00, the receipt of which is hereby acknowledged, does hereby Grant, Bargain, Sell and Convey to MERCHANDISING ENTERPRISES, INC., a California corporation all that real property situated in the County of Douglas, State of Nevada, bounded and described as follows:

SEE ATTACHED EXHIBIT "A"

Subject To: Any and all matters of record, including taxes, assessments, easements, oil and mineral reservations and leases, if any, rights, rights of way, covenants and agreements and conditions, covenants and restrictions, including, but not limited to, that certain Declaration of Time Share Covenants, Conditions and Restrictions. Recorded January 11, 1982 as Document No. 63825 of Official Records of said County, which last mentioned instrument is incorporated by reference herein with the same force and effect as though fully set forth at length.

Together with all and singular the tenements, hereditaments and appurtenances thereunto belonging or in anywise appertaining.

HARICH TAHOE DEVELOPMENTS, A General Partnership

By: HARLESK-NEVADA, INC.
By: [Signature] AND
KIRK A. NAIRNE, Sec/Treas

By: LAKEWOOD DEVELOPMENT, INC.
By: [Signature]
HARTLEY T. RICHARDSON, V.P.

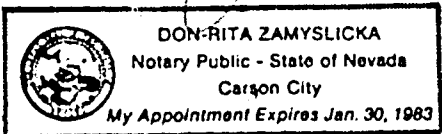
STATE OF NEVADA)
) ss.
COUNTY OF DOUGLAS)

On this 27th day of March, 1982, before me, the undersigned, a Notary Public of said State, duly commissioned and sworn, personally appeared KIRK A. NAIRNE, known to me to be the Secretary/Treasurer of HARLESK-NEVADA, INC., a Nevada corporation and HARTLEY T. RICHARDSON, known to me to be the Vice President of LAKEWOOD DEVELOPMENT, INC., a Nevada corporation, which corporations are the general partners of HARICH TAHOE DEVELOPMENTS, a Nevada general partnership, that executed the within instrument, and to be the persons who executed the within instrument on behalf of said corporations, and they acknowledged to me that they and said corporations executed the same.

#321073501

WHEN RECORDED, MAIL TO:
Merchandising Enterprises, Inc.
9250 Wilshire Blvd., Suite 412
Beverly Hills, CA. 90212
Space Below For Recorder's Use Only

[Signature]
Notary Public DON-RITA ZAMYSLICKA



A Timeshare Estate comprised of:

Parcel One:

An undivided 1/51st interest in and to that certain condominium described as follows:

- (a) An undivided 1/20th interest, as tenants-in-common, in and to Lot 32 of Tahoe Village Unit No. 3, Fifth-Amended Map, recorded October 29, 1981, as Document No. 61612 as corrected by Certificate of Amendment recorded November 23, 1981 as Document No. 62661, all of Official Records Douglas County, State of Nevada. Except therefrom units 101 to 120 Amended Map and as corrected by said Certificate of Amendment.
- (b) Unit No. 107 as shown and defined on said last mentioned map and as corrected by said Certificate of Amendment.

Parcel Two:

A non-exclusive right to use the real property known as Parcel "A" on the Official Map of Tahoe Village Unit No. 3, recorded January 22, 1973, as Document No. 63805, records of said county and state, for all those purposes provided for in the Declaration of Covenants, Conditions and Restrictions recorded January 11, 1973, as Document No. 63681, in Book 173 Page 229 of Official Records and in the modifications thereof recorded September 28, 1973 as Document No. 69063 in Book 973 Page 812 of Official Records and recorded July 2, 1976 as Document No 1472 in Book 776 Page 87 of Official Records.

Parcel Three:

A non-exclusive easement for ingress and egress and recreational purposes and for use and enjoyment and incidental purposes over, on and through Lots 29, 39, 40 and 41 as shown on said Tahoe Village Unit No. 3, Fifth Amended Map and as corrected by said Certificate of Amendment.

Parcel Four:

- (a) A non-exclusive easement for roadway and public utility purposes as granted to Harich Tahoe Developments in deed re-recorded December 8, 1981 as Document No. 63026, being over a portion of Parcel 26-A (described in Document No. 01112 recorded June 17, 1976) in Section 30, Township 13 North, Range 19 East, M.D.M., - and -
- (b) An easement for ingress, egress and public utility purposes, 32' wide, the centerline of which is shown and described on the 5th amended map of Tahoe Village No. 3, recorded October 29, 1981 as Document No. 61612 and amended by Certificate of Amendment recorded November 23, 1981 as Document No. 62661, Official Records, Douglas County, State of Nevada.

Parcel Five:

The exclusive right to use said UNIT and the non-exclusive right to use the real property referred to in subparagraph (a) of Parcel One and Parcels Two, Three and Four above during ONE "use week" within the WINTER "use season", as said quoted terms are defined in the Declaration of Restrictions, recorded January 11, 1982 as Document No. 63825 of said Official Records.

The above described exclusive and non-exclusive rights may be applied to any available unit in the project, during said use week within said season.

REQUESTED BY
STEWART TITLE OF NORTHERN NEVADA

IN OFFICIAL RECORDS OF
DOUGLAS CO. NEVADA

\$ 5.00 *excl.*

1982 JUL 26 PM 1:15

SUZANNE BEAUBREAU
RECORDER

Carol J. Eibert 69671