

GRANT BARGAIN AND SALE DEED

This indenture witnesseth, that Capri Resorts, Inc., in consideration of \$10.00 and other valuable consideration, the receipt of which is hereby acknowledged, does hereby grant, bargain and sell to BILL B. SMITH AND SANDRA J. SMITH husband and wife as joint tenants with right of survivorship

the following real property in the County of Douglas, State of Nevada:

An undivided one-three thousand two hundred and thirteenth (1/3213) interest as a tenant-in-common in the following described real property (The Real Property):

A portion of the North one-half of the Northwest one-quarter of Section 26, Township 13 North, Range 18 East, MDB&M, described as follows: Parcel 3, as shown on that amended Parcel Map for John E. Michelsen and Walter Cox recorded February 3, 1981, in Book 281 of Official Records at page 172, Douglas County, Nevada, as Document No. 53178, said map being an amended map of Parcels 3 and 4 as shown on that certain map for John E. Michelsen and Walter Cox, recorded February 10, 1978, in Book 278, of Official Records at page 591, Douglas County, Nevada, as Document No. 17578.

Excepting from the real property the exclusive right to use and occupy all of the Dwelling Units as defined in the "Declaration of Timeshare Use" as amended.

Also excepting from the real property and reserving to grantor, its successors and assigns, all those certain easements referred to in paragraphs 2.5, 2.6 and 2.7 of said Declaration of Timeshare Use and amendments thereto together with the right to grant said easements to others.

Together with the exclusive right to use and occupy a "Unit" as defined in the Declaration of Timeshare Use recorded February 16, 1983, in Book 283 at page 1341, as Document No. 76233 of Official Records of the County of Douglas, State of Nevada, and amendment to Declaration of Timeshare Use recorded April 20, 1983 in Book 483 at page 1021, Official Records of Douglas County, Nevada as Document No. 78917, second amendment to Declaration of Timeshare Use recorded July 20, 1983 in Book 783 of Official Records at page 1688, Douglas County, Nevada as Document No. 84425, and third amendment to Declaration of Timeshare Use recorded October 14, 1983 in Book 1083 at page 2572, Official Records of Douglas County, Nevada, as Document No. 89535, ("Declaration"), during a "Use Period", within the HIGH Season within the "Owner's Use", as defined in the Declaration, together with a nonexclusive right to use the common areas as defined in the Declaration.

Subject to all covenants, conditions, restrictions, limitations, easements, and easements-of-way of record.

This deed is made and accepted upon all of the covenants, conditions, restrictions, assessments, liens, easements and other matters set forth in said Declaration of Timeshare Use and amendments thereto all of which are incorporated herein by reference.

Dated: DECEMBER 28, 1988

Capri Resorts, Inc.,
A Nevada Corporation

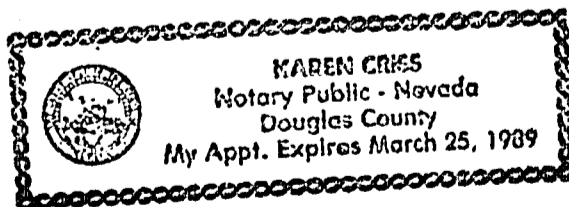
By: Carl A. Morrison
CARL A MORRISON

Title: PRESIDENT

ACKNOWLEDGEMENT

STATE OF NEVADA
COUNTY OF DOUGLAS

} ss.



On DECEMBER 28, 1988 personally appeared before me, a notary public, (Date)

CARL A MORRISON PRESIDENT, an officer of

Capri Resorts, Inc., who acknowledged that he executed the above instrument.

193787

BOOK 189 PAGE 300

Karen Cries-Chaton
Notary Public

SEAL

COPY

REQUESTED BY
STEWART TITLE OF DOUGLAS COUNTY
IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

'89 JAN -4 P3:09

SUZANNE BEAUDREAU
RECORDER

193787

\$ 6.00 PAID *[Signature]* DEPUTY
BOOK 189 PAGE 301