

DEED IN LIEU OF FORECLOSURE

RPTT -0-

Interval #01-006-48-72

THIS INDENTURE, made and entered into this 8th day of January, 1997, by and between WALES H. WILSON, JR. and DEANA J. WILSON, husband and wife, Party of the First Part/Grantor, and HARLESK MANAGEMENT, INC., a Nevada corporation, Party of the Second Part/Grantee, whose address is: P.O. Box 3300 Stateline, NV 89449

WITNESSETH:

That the said Party of the First Part, in consideration of the sum of TEN DOLLARS (\$10.00), lawful money of the United States of America to him in hand paid by the said Party of the Second Part, the receipt of whereof is hereby acknowledged, does by these presents, grant, bargain and sell unto the said party of the Second Part, and to his heirs and assigns forever, all that certain real property situate in the County of Douglas, State of Nevada, described as follows:

SEE EXHIBIT 'A' ATTACHED HERETO

TOGETHER WITH the tenements, hereditaments and appurtenances thereunto belonging or appertaining, and the reversion and reversions, remainder and remainders, rents, issues and profits thereof.

TO HAVE AND TO HOLD the said premises, together with the appurtenances, unto the said Party of the Second Part, and to his heirs and assigns forever.

This Deed in Lieu of Foreclosure is an absolute conveyance, the Party of the First Part having sold said land to the Party of the Second Part for a fair and adequate consideration, such consideration, in addition to that above recited, being full satisfaction of all obligations secured by the Deed of Trust executed by WALES H. WILSON, JR. and DEANA J. WILSON, husband and wife, to STEWART TITLE of Douglas County, a Nevada Corporation, Trustee for HARLESK MANAGEMENT, INC., a Nevada Corporation, Beneficiary, recorded on the 9th day of November, 1989, in Book 1189 at Page 1451 as Document No. 214506, Official Records of Douglas County, Nevada. Party of the First Part declare(s) that this conveyance is freely and fairly made and that there are no agreements, oral or written, other than this Deed in Lieu of Foreclosure between the parties hereto with respect to the property hereby conveyed.

IN WITNESS WHEREOF, the Party of the First Part has executed this conveyance the day and year first hereinabove written.

Wales H. Wilson, Jr. (Signature)

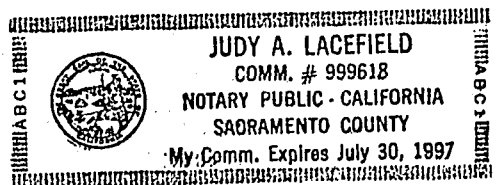
Deana J. Wilson (Signature)

STATE OF California)
: ss.
COUNTY OF Sacramento)

On this 8th day of January, 1997, before me, the undersigned, a Notary Public in and for said County and State, personally appeared Wales H. and Deana J. Wilson known to me to be the persons described in and who executed the foregoing instrument, who acknowledged to me that they executed the same freely and voluntarily and for the uses and purposes therein mentioned.

WITNESS my hand and official seal.

Judy A. Lacefield (Signature)
NOTARY PUBLIC



MAIL TAX STATEMENTS TO: Ridge Sierra P.O.A.
200 Nichols Blvd.
Sparks, NV 89431

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AFFIDAVIT

STATE OF NEVADA)
 :SS
COUNTY OF DOUGLAS)

HARLESK MANAGEMENT, INC., a Nevada Corporation, by B.E. BURKHOLDER, Vice President, Grantee(s) herein, being first duly sworn upon oath, each for himself or herself and not one for the other, deposes and says:

That he or she has read the foregoing Deed In Lieu of Foreclosure and knows the contents thereof, and that every statement contained in the terms, warranties and covenants therein set forth is true of his or her own knowledge; that the parties named as Grantees in executing this Affidavit hereby accept said Deed in Lieu of Foreclosure and agree to its terms and covenants and approve the warranties therein contained.

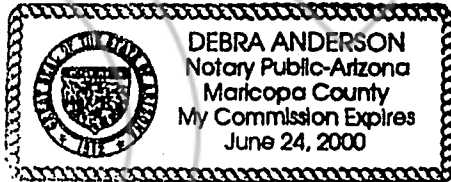
HARLESK MANAGEMENT, INC.

B.E. Burkholder

By: B.E. Burkholder,
Vice President

Subscribed, Sworn to and Acknowledged before me
this 14 day of January, 19 97.

Debra Anderson
NOTARY PUBLIC



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EXHIBIT "A"
LEGAL DESCRIPTION

All that certain lot, piece or parcel of land situate in the County Douglas, State of Nevada, described as follows:

A timeshare estate comprised of:

PARCEL 1:

An undivided 1/102nd interest in and to that certain condominium estate described as follows:

(a) An undivided 1/8th interest as tenants in common, in and to the Common Area of Lot 4 of Tahoe Village Unit No. 3, as shown on the map recorded December 27, 1983, as Document No. 93408, Official Records of Douglas County, State of Nevada, and as said Common Area is shown on the Record of Survey of boundary line adjustment map recorded April 21, 1986, as Document No. 133713, Official Records of Douglas County, State of Nevada.

(b) Unit No. B2 as shown and defined on said condominium map recorded as Document No. 93408, Official Records of Douglas County, State of Nevada.

PARCEL 2:

A non-exclusive easement for ingress and egress for use and enjoyment and incidental purposes over, on and through the Common Areas as set forth in said condominium map recorded as Document No. 93408, Official Records of Douglas County, State of Nevada, and as said Common Area is shown on the Record of Survey of Boundary line adjustment map recorded as Document No. 133713, Official Records of Douglas County, State of Nevada.

PARCEL 3:

An exclusive right to the use of a condominium unit and the non-exclusive right to use the real property referred to in subparagraph (a) of Parcel 1 and Parcel 2 above, during one "alternate use week" in ODD numbered years within the "Swing use season" as that term is defined in the First Amended Restated Declaration of Time Share Covenants, Conditions and Restrictions for The Ridge Sierra recorded as Document No. 134786, Official Records, Douglas County, State of Nevada (the "C,C & R's"). The above-described exclusive and non-exclusive rights may be applied to any available unit in The Ridge Sierra project during said "use week" in the above referenced "use season" as more fully set forth in the C,C & R's.

A Portion of APN 42-230-22

REQUESTED BY
Stewart Title of Douglas County
IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

'97 JAN 28 A10:16

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LINDA SLATER
RECORDER
\$ 9.00 PAID ka DEPUTY