ORDER NO: 09002157/AH

GRANT, BARGAIN, AND SALE DEED

THIS INDENTURE WITNESSETH: That

JOSEPH DESENS, Trustee of the JOSEPH DESENS TRUST OF 1989

in consideration of the sum of TEN DOLLARS (\$10.00) lawful money of the United States, and other good and valuable consideration, the receipt of which is hereby acknowledged, does hereby Grant, Bargain, Sell and Convey to

TAHOE VILLAGE CONDOMINIUM TIME SHARE OWNERS ASSOCIATION, a non profit Nevada Corporation

and to the heirs and assigns of such Grantee forever, all that real property situated in the County of Douglas, State of Nevada, bounded and described as follows:

Tahoe Village Condomiums, Two Timeshare Weeks, Unit 64-C, Use Group III - Summer and Unit 67-D, Use Group I - Winter, Stateline, NV 89449

See Exhibits 'A-1' (Unit 64-C) and 'A-2' (Unit 67-D) attached hereto and by this reference made a part hereof.

Together with all and singular the tenements, hereditaments and appurtenances thereunto belonging or in anywise appertaining, and any reversions, remainders, rents, issues or profits thereof.

Witness my hand this 8th day of November , 1996.

Witness my hand this 8th day of November , 1996.

MARGARITA RAMIREZ

COMM. #1045369

COMM. #1045369

LOS ANGELES COUNTY

My Comm. Expires Nov. 27, 1998

STATE OF California

On November 8, 1996

November 8, 1996

November 8, 1996

Notary Public, Margarita Ramirez

personally known or proved to me to be the persons whose names are subscribed to the above instrument who acknowledged that they executed the same for the purposes therein stated.

Notary Public

WHEN RECORDED, MAIL TO:

Tahoe Village Condominium Time Share Owners Assocation P.O. Box 5397 Stateline, NV 89449

The Grantor(s) declare(s):
Document Transfer Tax is \$9.10
(X) computed on full value of property conveyed

MAIL TAX STATEMENTS TO: Tahoe Village Condominium Time Share Owners Assocation P.O. Box 5397 Stateline, NV 89449 Order No.: 09002157B

EXHIBIT 'A-1'

LEGAL DESCRIPTION

The land referred to herein is situated in the State of Nevada, County of Douglas,, described as follows:

An undivided 1/50th interest as a tenant in common in and to the condominium hereafter described in two parcels:

PARCEL 1:

Unit C, of Lot 64 as shown on the Map entitled "TAHOE VILLAGE CONDOMINIUM 64", being all of Lot 64, located in "TAHOE VILLAGE SUBDIVISION, UNIT NO. 1" filed for record in the Office of the County Recorder of Douglas County, Nevada, on November 12, 1974, in Book 1174 of Maps Page 260, as File No. 76343.

PARCEL 2:

TOGETHER WITH an undivided 1/4th interest in and to the common area of Lot 64 as shown on the Map entitled "TAHOE VILLAGE CONDOMINIUM 64", being all of Lot 64, located in "TAHOE VILLAGE SUBDIVISION UNIT NO. 1", filed for record in the Office of the County Recorder of Douglas County, Nevada, on November 12, 1974, in Book 1174 of Maps, at Page 260, as File No. 76343.

EXCEPTING FROM PARCEL A and RESERVING UNTO GRANTOR, its successors and assigns [including all other "Owners" as defined in that certain Declaration of Covenants, Conditions and Restrictions for Time Sharing Ownership Within Tahoe Village Condominiums, a Condominium Project (the "Time Sharing Declaration"), recorded September 27, 1979, as Instrument No. 37103, in Book 979, Pages 2040 to 2073 of Official Records in the Office of the County Recorder of Douglas County, State of Nevada] an exclusive right to use and occupy said Parcel A during all "Use Periods", including all "Holiday Week Use Periods", "Service Periods" and "Bonus Time" (as these terms are defined in the Time Sharing Declaration) other than the Use Period hereby conveyed to Grantee(s) herein pursuant to the provisions of Parcels B and C hereinafter described, and any Bonus Time used by Grantee(s).

PARCEL B: An exclusive right and easement ("Use Right Easement") to use and occupy a "Unit" within the "Project" and any "Condominium(s)" (as these terms are defined in the Time Sharing Declaration) that may be annexed into the Project pursuant to Article VIII of the Time Sharing Declaration Continued on next page

-1-

containing

- (i) Two Bedrooms ()
- (i) Two Bedrooms with a Loft (X)

during the Use Period of seven (7) days and seven (7) nights (as defined in the Time Sharing Declaration) within

USE GROUP III hereby conveyed to Grantee(s), and during any Bonus Time used by Grantee(s). Grantee(s) use of the Use Period is subject to the limitations and conditions set out in the Time Sharing Declaration.

Pursuant to the provisions of paragraph 2.2 of Article II of the Time Sharing Declaration, this Time Sharing interest is conveyed subject to a reservation of an exclusive Use Right Easement for the benefit of all other Time Sharing Interests during all Use Periods and Service Periods and Bonus Time as may be used other than the Use Period conveyed to Grantee(s) and any Bonus Time used by Grantee(s).

PARCEL C: A non-exclusive right to use and occupy the common area of Parcel A during the Use Period conveyed to Grantee(s) and during any Bonus Time used by Grantee(s).

RESERVING UNTO GRANTOR, its successors and assigns, an exclusive right to use and occupy Units and the common areas in the Project for sales, administration purposes and development and improvement purposes pursuant to the provisions of paragraph 3.6 of Article III of the Time Sharing Declaration.

GRANTOR hereby intends to convey to Grantee(s) a Time Sharing Interest. Grantor shall have the right to convey the remaining undivided interests and reserved used and occupancy rights as Time Sharing Interest.

The Time Sharing Interest herein is conveyed subject to that certain Declaration of Covenants, Conditions and Restrictions for Tahoe Village Unit No. 1 recorded August 31, 1971, as Instrument No. 54193 in Book 90, Pages 473 to 484; modified by Instrument No. 54194, recorded August 31, 1971, in Book 90, Pages 485 and 486; Instrument No. 63681, recorded January 11, 1973, in Book 173, Pages 229 to 239; Instrument No. 69063 recorded September 28, 1973, in book 973, Page 812; and Instrument No. 01472 recorded July 2, 1976, in Book 776, Pages 087 and 088, of Continued on next page

Official Records in the Office of the County Recorder of Douglas County, State of Nevada, as the same are or hereafter may be amended (the "Master Declaration").

All of the easements, terms, limitations, covenants, conditions, reservations and restrictions contained in the Time Sharing Declaration and the Master Declaration are incorporated herein by reference with the same effect as if fully set forth herein. All of the easements, terms, limitations, covenants, conditions, reservations and restrictions of the Time Sharing Declaration shall bind the Time Sharing Interest granted hereunder and inure to the benefit of the remaining Time Sharing Interests and the Owners thereof; and all such easements, terms, limitations, covenants, conditions, reservations and restrictions of the Time Sharing Declaration shall bind the remaining Time Sharing Interests and the Owners thereof and inure to the benefit of the Time Sharing Interest granted hereunto and the successive Owners thereof.

SUBJECT to real property taxes and assessments of the current fiscal year and all later years, covenants, conditions, uses easements, rights, rights of way and other matters of record on the date hereof.

APN: 40-120-04

0409361 RK0397PG4534

EXHIBIT 'A-2'

LEGAL DESCRIPTION

The land referred to herein is situated in the State of Nevada, County of Douglas,, described as follows:

An undivided 1/50th interest as a tenant in common in and to the condominium hereafter described in two parcels:

PARCEL 1:

Unit D, of Lot 67 as shown on the Map entitled "TAHOE VILLAGE CONDOMINIUM 67", being all of Lot 67, located in "TAHOE VILLAGE SUBDIVISION, UNIT NO. 1" filed for record in the Office of the County Recorder of Douglas County, Nevada, on November 12, 1974, in Book 1174 of Maps Page 262, as File No. 76345.

PARCEL 2:

TOGETHER WITH an undivided 1/4th interest in and to the common area of Lot 67 as shown on the Map entitled "TAHOE VILLAGE CONDOMINIUM 67", being all of Lot 67, located in "TAHOE VILLAGE SUBDIVISION UNIT NO. 1", filed for record in the Office of the County Recorder of Douglas County, Nevada, on November 12, 1974, in Book 1174 of Maps, at Page 262, as File No. 76345.

EXCEPTING FROM PARCEL A and RESERVING UNTO GRANTOR, its successors and assigns [including all other "Owners" as defined in that certain Declaration of Covenants, Conditions and Restrictions for Time Sharing Ownership Within Tahoe Village Condominiums, a Condominium Project (the "Time Sharing Declaration"), recorded September 27, 1979, as Instrument No. 37101, in Book 979, Pages 2040 to 2073 of Official Records in the Office of the County Recorder of Douglas County, State of Nevada] an exclusive right to use and occupy said Parcel A during all "Use Periods", including all "Holiday Week Use Periods", "Service Periods" and "Bonus Time" (as these terms are defined in the Time Sharing Declaration) other than the Use Period hereby conveyed to Grantee(s) herein pursuant to the provisions of Parcels B and C hereinafter described, and any Bonus Time used by Grantee(s).

PARCEL B: An exclusive right and easement ("Use Right Easement") to use and occupy a "Unit" within the "Project" and any "Condominium(s)" (as these terms are defined in the Time Sharing Declaration) that may be annexed into the Project pursuant to Article VIII of the Time Sharing Declaration Continued on next page

-1-

SCHEDULE A CLTA PRELIMINARY REPORT (7/88) 0409361

STEWART TITLE
Guaranty Company

BK0397PG4535

containing

- (i) Two Bedrooms ()
- (i) Two Bedrooms with a Loft (X)

during the Use Period of seven (7) days and seven (7) nights (as defined in the Time Sharing Declaration) within

USE GROUP I hereby conveyed to Grantee(s), and during any Bonus Time used by Grantee(s). Grantee(s) use of the Use Period is subject to the limitations and conditions set out in the Time Sharing Declaration.

Pursuant to the provisions of paragraph 2.2 of Article II of the Time Sharing Declaration, this Time Sharing interest is conveyed subject to a reservation of an exclusive Use Right Easement for the benefit of all other Time Sharing Interests during all Use Periods and Service Periods and Bonus Time as may be used other than the Use Period conveyed to Grantee(s) and any Bonus Time used by Grantee(s).

PARCEL C: A non-exclusive right to use and occupy the common area of Parcel A during the Use Period conveyed to Grantee(s) and during any Bonus Time used by Grantee(s).

RESERVING UNTO GRANTOR, its successors and assigns, an exclusive right to use and occupy Units and the common areas in the Project for sales, administration purposes and development and improvement purposes pursuant to the provisions of paragraph 3.6 of Article III of the Time Sharing Declaration.

GRANTOR hereby intends to convey to Grantee(s) a Time Sharing Interest. Grantor shall have the right to convey the remaining undivided interests and reserved used and occupancy rights as Time Sharing Interest.

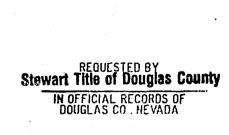
The Time Sharing Interest herein is conveyed subject to that certain Declaration of Covenants, Conditions and Restrictions for Tahoe Village Unit No. 1 recorded August 31, 1971, as Instrument No. 54193 in Book 90, Pages 473 to 484; modified by Instrument No. 54194, recorded August 31, 1971, in Book 90, Pages 485 and 486; Instrument No. 63681, recorded January 11, 1973, in Book 173, Pages 229 to 239; Instrument No. 69063 recorded September 28, 1973, Book 973, Page 812; and Instrument No. 01472 recorded July 2, 1976, in Book 776, Pages 087 and 088, Continued on next page

of Official Records in the Office of the County Recorder of Douglas County, State of Nevada, as the same are or hereafter may be amended (the "Master Declaration").

All of the easements, terms, limitations, covenants, conditions, reservations and restrictions contained in the Time Sharing Declaration and the Master Declaration are incorporated herein by reference with the same effect as if fully set forth herein. All of the easements, terms, limitations, covenants, conditions, reservations and restrictions of the Time Sharing Declaration shall bind the Time Sharing Interest granted hereunder and inure to the benefit of the remaining Time Sharing Interests and the Owners thereof; and all such easements, terms, limitations, covenants, conditions, reservations and restrictions of the Time Sharing Declaration shall bind the remaining Time Sharing Interests and the Owners thereof and inure to the benefit of the Time Sharing Interest granted hereunto and the successive Owners thereof.

SUBJECT to real property taxes and assessments of the current fiscal year and all later years, covenants, conditions, uses easements, rights, rights of way and other matters of record on the date hereof.

APN: 40-130-03



'97 MAR 28 A10:16

0409361 BK0397PG4537 LINDA SLATER
RECORDER

\$ 13 PAID K DEPUTY