

**KINGSBURY CROSSING OWNERS ASSOCIATION
A Nevada Non-Profit Corporation**

CORPORATE RESOLUTION

WHEREAS, *Kingsbury Crossing Owners Association*, hereinafter the "Association" is duly incorporated under the laws of the State of Nevada, and is the owner of certain timeshare interests within Kingsbury Crossing, a Condominium located in Stateline, Nevada; and,

WHEREAS, Tricom Management, Inc., a California Corporation, is the Managing Agent for the Association; and,

WHEREAS, the Association has entered into a Professional Services Agreement with Tricom Realty Services, Inc., a Nevada Real Estate Broker and into a Marketing Agreement with Tricom Realty Services, a Nevada Real Estate Broker, for the purposes of selling the timeshare interests owned by the Association and to provide other related services to the Association and its members; and,

WHEREAS, the Association wishes to appoint and empower certain officers of Tricom Management, Inc., and of Tricom Realty Services, Inc. to execute documents relating to the sale of the Association's timeshare interests for the purpose of expediting the sale and escrow thereof.

NOW, THEREFORE BE IT HEREBY RESOLVED

Kingsbury Crossing Owners Association hereby resolves to authorize and empower the following individuals to execute Purchase and Sale Agreements, Deeds, Assignments, and other related escrow documents on its behalf for the purposes stated hereinabove:

Woody G. Cary, President, Tricom Management, Inc.
Arnold Gregg, Chief Financial Officer, Tricom Management, Inc.
R. Scott MacGregor, President, Tricom Realty Services, Inc.

CERTIFICATE OF PRESIDENT

KNOW ALL MEN BY THESE PRESENTS THAT:

The undersigned President of Kingsbury Crossing Owners Association does hereby certify that the above and foregoing was duly approved by the Board of Directors on July 26, 1997.

8-4-97
Date

Hardy Vander Beek
Hardy Vander Beek, President

8-1-97
Date

Jess Centeno
Jess Centeno, Secretary

This area for Corporate Seal

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ALL-PURPOSE ACKNOWLEDGMENT

State of California

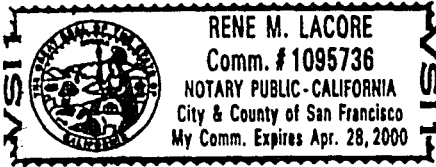
County of SAN FRANCISCO }

SS.

On AUG. 1, 1997 before me, RENE M. LACORE,
(DATE) (NOTARY)

personally appeared JESUS LAZARO CENTENO JR.
SIGNER(S)

personally known to me - OR - proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/~~are~~ subscribed to the within instrument and acknowledged to me that he/~~she/they~~ executed the same in his/~~her/their~~ authorized capacity(~~ies~~), and that by his/~~her/their~~ signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

Rene M. Lacore
NOTARY'S SIGNATURE

OPTIONAL INFORMATION

The information below is not required by law. However, it could prevent fraudulent attachment of this acknowledgment to an unauthorized document.

CAPACITY CLAIMED BY SIGNER (PRINCIPAL)

DESCRIPTION OF ATTACHED DOCUMENT

INDIVIDUAL
 CORPORATE OFFICER
SECRETARY
TITLE(S)

CORPORATE RESOLUTION
TITLE OR TYPE OF DOCUMENT

PARTNER(S)
 ATTORNEY-IN-FACT
 TRUSTEE(S)
 GUARDIAN/CONSERVATOR
 OTHER: _____

1 pg
NUMBER OF PAGES

7-26-97
DATE OF DOCUMENT

SIGNER IS REPRESENTING:
NAME OF PERSON(S) OR ENTITY(IES)

OTHER

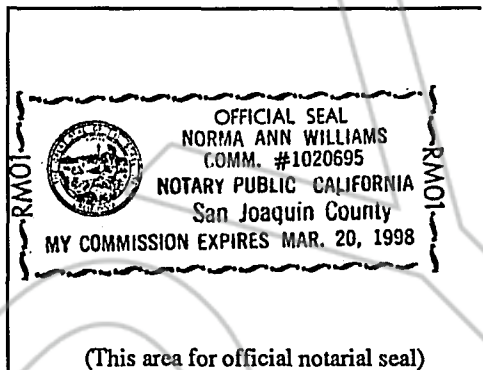
ATTACHED TO: CORPORATE RESOLUTION
SIGNED ONLY BY: Harly VanderBeek DATE Aug 4, 1997

STATE OF CALIFORNIA } SS
COUNTY OF SAN JOAQUIN

On Aug 4, 1997 before me, Norma Ann Williams
personally appeared Harly VanderBeek,
PRESIDENT.

personally known to me or proved to me on the basis of satisfactory evidence to be the person whose name subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity(ies), and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.
Signature Norma Ann Williams



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

'97 AUG 20 A9:56

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LINDA SLATER
RECORDER
\$ 9.00 PAID ko DEPUTY