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DEED UPON LIEN FORECLOSURE
(The Ridge Sierra)

THIS DEED UPON LIEN FORECLOSURE, is made this 29th day of JULY, 1999, by STROSER ASSETS, INC., a Nevada corporation, as Agent for Q. M. CORPORATION, a Nevada corporation, successor in interest to the RIDGE SIERRA PROPERTY OWNERS ASSOCIATION, a Nevada corporation, by Assignment recorded June 17, 1999 as Document No. 470490, Douglas County, Nevada, records, herein Grantor, and Q. M. CORPORATION, a Nevada corporation, herein Grantee.

Grantor, pursuant to its powers and authority provided by law and as set forth in the First Amended Restated Declaration of Time Share Restrictions recorded May 14, 1986, as Document No. 134786, and the Second Amended and Restated Declaration of Time Share Covenants, Conditions and Restrictions for THE RIDGE SIERRA, made by HARLESK MANAGEMENT, INC., a Nevada corporation, recorded August 5, 1988, in Official Records of Douglas County, Nevada, as Document No. 183661, and any modifications or amendments thereto, thereby establishing a lien against the herein described Time Share vested of record in JAMES A. HENLEY and MARY F. HENLEY, which property is legally described on the EXHIBIT "A" attached hereto.

Grantor, or its predecessor in interest, caused a Notice of Default and Election to Sell under Assessment Lien to be recorded on March 18, 1999, as Document No. 463559 in the Official Records of Douglas County, Nevada, and a Notice of Sale of the property was published in the Record-Courier, a newspaper of general circulation in Douglas County, Nevada, once a week for three consecutive weeks commencing June 30, 1999, and a copy of said Notice of Lien Sale was posted for not less than twenty (20) days in three or more places in the County where said sale was to be held and where said property is located.

Grantor did sell the property at public auction at the time and place noticed for such sale on July 27, 1999, to Grantee, the highest bidder, for U.S. \$934,000, in cash, in full or partial satisfaction of the indebtedness secured by the Notice of Claim of Lien.

Grantor, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, does by these presents, remise, release, sell, convey and quitclaim, without covenant or warranty, express or implied, to Grantee, all right, title, interest, claim and demand of Grantor in and to the property.

IN WITNESS WHEREOF, Grantor has caused this Deed to be executed in its name as of the day and year first above written.

Q. M. CORPORATION, INC.,
a Nevada corporation, by
STROSER ASSETS, INC.,
a Nevada corporation, its Agent



M. T. HARSTON, President

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BK0799PG5001

STATE OF NEVADA)
)ss:
COUNTY OF WASHOE)

This instrument was acknowledged before me on JULY 29th, 1999,
by M. T. HARSTON, President of STROSER ASSETS, INC., a Nevada
corporation, as Agent for Q. M. CORPORATION, a Nevada corporation.

Josephine Leverett

NOTARY PUBLIC



COPY

EXHIBIT "A"

Time Interest No.02-01126

A timeshare estate comprised of:

PARCEL 1:

An undivided 1/51st 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 3 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. A3, 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 "use week" within the PRIME "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 "CC&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 CC&R's.

PARCEL 4:

A non-exclusive easement for encroachment, together with the right of ingress and egress for maintenance purposes as created by that certain easement agreement recorded as Document No. 93659, Official Records of Douglas County, State of Nevada.

Ptn. APN 42-230-11

Lot 3

RETURN TO:

Q. M. CORP.
515 NICHOLS BLVD.
SPARKS, NV 89431

0473380

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REQUESTED BY
Q.M. CORP.

IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

'99 JUL 29 P12:00

LINDA SLATER
RECORDER

\$ 9.00 PAID Sh DEPUTY