

## CERTIFICATION OF DIRECTORS

**OF** 

## WALLEY'S PROPERTY OWNERS ASSOCIATION, CERTIFICATION OF DECLARANT

We, being all the directors of WALLEY'S PROPERTY OWNERS ASSOCIATION, a Nevada nonprofit corporation ("Association"), and the Declarant, WALLEY'S PARTNERS LIMITED PARTNERSHIP, a Nevada limited partnership ("Declarant"), hereby certify that the Second Amended and Restated Declaration of Timeshare Covenants, Conditions and Restrictions for DAVID WALLEY'S RESORT as set forth in the document herewith recorded is being amended by the Declarant pursuant to 9.1(b) of the First Amended and Restated Declaration of Timeshare Covenants, Conditions and Restrictions with the consent of the Association.

DATED: January 25, 2000.

WALLEY'S PARTNERS LIMITED PARTNERSHIP, a Nevada limited partnership

By: QUINTUS RESORTS, LLC, Manager

By: SIERRA RESORTS GROUP, L.L.C., Manager

By: DUNBAR Manager

WALLEY'S PROPERTY OWNERS

ASSOCIATION, a Nevada

nonprofit corporation

C. ROBERT SEWELL, Director

By:

By:

ROBERT W. DUNBAR, Director

By:

DAN GARRISON, Director

| STATE OF NEVADA  | <b>A</b> )                         | terres             |   | <b></b><br>   |  |
|--|------------------------------------|--------------------|---|---|--|
| COUNTY OF Dou  | : SS.<br>GUAS)                     |                    |   | ^   |  |
| on public, ROBERT W. name is subscribed to executed the foregoing    | DUNBAR, perso<br>the foregoing Cer | tification of Dir  | personally apper proved) to me ectors, who ack        | ared before me to be the pernowledged to                          | ne, a notary<br>rson whose<br>me that he |
|  |                                    | NOTARY             |   |   |  |
| STATE OF NEVADA  | A )<br>: ss.                       |                    |   | THERESA A. D. Notary Public - State (                             | of Nevada                                |
| COUNTY OF Dougle   |                                    |                    | 98-3581-5   | pointment Recorded in Cou<br>My Appointment Expires Ju            | nty of Douglas                           |
| on public, C. ROBERT S is subscribed to the for the foregoing docume | regoing Certification              | lly known (or pr   | personally appe<br>oved) to me to b<br>who acknowledg | e the person v  | whose name                               |
|  |                                    | NOTARY I           | PUBLIC  | J RAC!  |  |
| STATE OF NEVADA  | A ()<br>: ss.                      |                    |   | CHERI B. JOHNSO<br>NOTARY PUBLIC - NEV/<br>pt. Recorded in DOUGL/ | DA G<br>LDA G<br>LS CO G                 |
| COUNTY OF Doub   | LAS)                               | \                  | Mo. 97-3529-5   | My Appt. Exp. Sept. 9, 2<br>20000000000000                        | 001 6<br>16563                           |
| public, ROBERT W. name is subscribed to executed the foregoing       | the foregoing Cer                  | rtification of Dir | rectors, who ack                                      | to be the pernowledged to   | ne, a notary rson whose me that he       |
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STEWART TITLE of DOUGLAS COUNTY

IN OFFICIAL RECORDS OF DOUGLAS CO. MEYADA

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LINDA SLATER RECORDER PAID KY DEPUTY