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When Recorded Return to:
Sunterra Corporation
3865 W. Cheyenne Blvd. Bldg. #5
N. Las Vegas, Nevada 89032

A portion of APN: 1319-30-645-003
Transfer Tax: 9.75
Contract No.

Deed in Lieu of Foreclosure

THIS DEED is made this 15 day of October, 2002, between **ART VASCONCELLOS AND PATTI VASCONCELLOS, Husband And Wife As Joint Tenants With Right Of Survivorship Grantor (s)** having the address of **113 ENGLISH DRIVE, SANTA CRUZ, CA 95065** and, a Nevada Partnership, Grantee, having a mailing address of **Post Office Box 5790, Stateline, Nevada 89449**.

Grantor, in consideration of the sum of Ten Dollars (\$10.00) or other good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, does by these presents grant, bargain, and sell unto Grantee, Grantee's heirs, personal representatives, successors and assigns, forever, all that certain property situated in the County of Douglas State of Nevada, described as follows:

See Exhibit A attached hereto and incorporated herein by this reference;

Together with the tenements, hereditaments and appurtenances thereunto belonging or appertaining, and the reversion and reversions, remainder and remainders, rents, issues and profits thereof, and all personal property of Grantor, if any, therein (all of the foregoing shall hereinafter be referred to as the "Property");

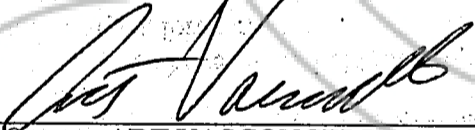
To have and to hold the Property unto the said Grantee, Grantee's heirs, personal representatives, successors and assigns, forever.

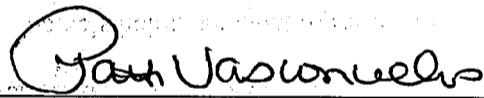
This Deed is an absolute conveyance of title to the Property to Grantee and is not intended as a mortgage, trust conveyance, or security of any kind, Grantor having transferred said Property to Grantee for a fair and adequate consideration including full satisfaction and discharge of all obligations secured by that Deed of Trust executed by **ART VASCONCELLOS AND PATTI VASCONCELLOS, Husband And Wife As Joint Tenants With Right Of Survivorship** as trustor therein to Stewart Title of Douglas County as trustee in favor of Grantee as beneficiary and recorded on 4/11/1996 in Book 496 as Page Number 3882 as Document Number 385922 in the Official Records of Douglas County, Nevada.

Grantor declares and warrants to Grantee and any title insurance company subsequently insuring title to the Property that this conveyance is freely and voluntarily made and not under coercion or duress; except for easements and restrictions of record and above Deed of Trust, title to the Property is free and clear of all liens and encumbrances; Grantor is the sole owner of the Property and has not previously assigned, alienated, or transferred all or any part of the Property; the granting of this Deed is not being done with the intent to defraud creditors; and Grantor is not a party to any bankruptcy or other insolvency proceeding.

IN WITNESS WHERE OF, Grantor has executed this Deed as of the day and year first here in above written.

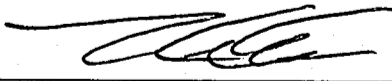
Dated: 10-15-02


Grantor **ART VASCONCELLOS**


Grantor **PATTI VASCONCELLOS**

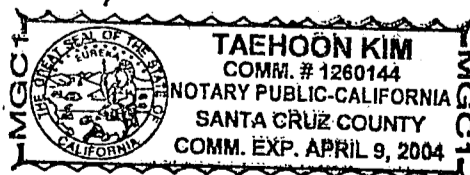
STATE OF California
COUNTY OF Santa Cruz

On this 15 day of Oct, 2002, before me, a notary public, in and for said county and state, personally appeared **ART VASCONCELLOS AND PATTI VASCONCELLOS, Husband And Wife As Joint Tenants With Right Of Survivorship** personally known to me to be the person who executed the above instrument, who acknowledged to me that he or she executed the same freely and voluntarily for the purposes therein stated.


NOTARY PUBLIC

MY COMMISSION EXPIRES:

04/09/2004



0558471

BK 1102PG08411

An undivided 1/51st interest as tenants in common in and to that certain real property and improvements as follows: (A) An undivided 1/48ths interest in and to Lot 42 as shown on Tahoe Village Unit No. 3-14th Amended Map, recorded April 1, 1994, as Document No. 333985, Official Records of Douglas County, State of Nevada, excepting therefrom Units 255 through 302 (inclusive) as shown on said map; and (B) Unit No. 272 as shown and defined on said map; together with those easements appurtenant thereto and such easements described in the Fourth Amended and Restated Declaration of Time Share Covenants, Conditions and Restrictions for The Ridge Tahoe recorded February 14, 1984, as Document No. 096758, as amended, and in the Declaration of Annexation of The Ridge Tahoe Phase Seven recorded April 26, 1995, as Document No. 360927, as amended by Amended and Restated Declaration of Annexation of The Ridge Tahoe Phase Seven, recorded May 4, 1995, as Document No. 361461, and as further amended by the Second Amendment to Declaration of Annexation of The Ridge Tahoe Phase Seven recorded on October 17, 1995 as Document No. 372905, and as described in the First Amended Recitation of Easements Affecting The Ridge Tahoe recorded June 9, 1995 as Document No. 363815, and subject to said Declarations; with the exclusive right to use said interest, in Lot 42 only, for one week each year in accordance with said Declarations.

Together with a 13-foot wide easement located within a portion of Section 30, Township 13 North, Range 19 East, MDB&M, Douglas County, Nevada, being more particularly described as follows:

BEGINNING at the Northwest corner of this easement said point bears S. 43°19'06" E., 472.67 feet from Control Point "C" as shown on the Tahoe Village Unit No. 3, 13th Amended Map, Document No. 269053 of the Douglas County Recorder's Office;

thence S. 52°20'29" E., 24.92 feet to a point on the Northerly line of Lot 36 as shown on said 13th Amended Map;
 thence S. 14°00'00" W., along said Northerly line, 14.19 feet;
 thence N. 52°20'29" W., 30.59 feet;
 thence N. 37°33'12" E., 13.00 feet to the POINT OF BEGINNING.

REQUESTED BY

*Santerra*IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

2002 NOV 20 PM 2:06

LINDA SLATER
RECORDER\$15⁰⁰ PAID *LD* DEPUTY

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BK 1102 PG 08412