

A portion of
APN 1319-30-724-002
#34-002-34-04
When Recommended Mail to:
David R. Connell &
Lillian G. Coonley-Connell

14631 South 25th Way
Phoenix, AZ 85048

SPECIAL POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS: That the undersigned, DAVID R. CONNELL
& LILLIAN G. COONLEY-CONNELL, of Maricopa, Arizona, does hereby appoint Resort Realty
(County) (State)

LLC., a Nevada Limited Liability Company of Douglas County, Stateline, Nevada, our true and lawful attorney-in-fact for the sale of our timeshare interest in Douglas County, Nevada at THE RIDGE TAHOE, more particularly described as follows:

See Exhibit "A" attached hereto and incorporated herein by this reference. (The "Timeshares").

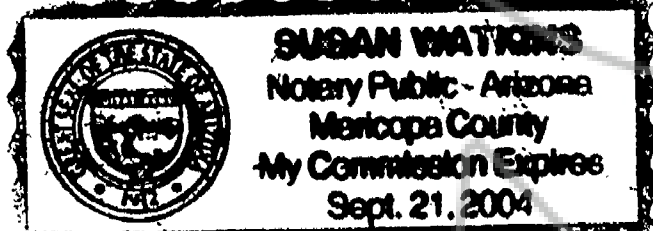
Giving and granting to our said attorney-in-fact full power to execute in our names, a Purchase Agreement and Deposit Receipt, Grant Bargain and Sales Deed and any other customary or required documents, binding us to transfer of the Timeshare, as fully to all intents and purposes as the undersigned might or could do if they were personally present, hereby ratifying and confirming all that our said attorney-in-fact shall lawfully do, or cause to be done, by virtue of these presents. Said attorney-in-fact is authorized to execute a deed on our behalf.

WITNESS OUR HANDS this 27th day of February, 2003.

[Signature]
DAVID R. CONNELL
[Signature]
LILLIAN G. COONLEY-CONNELL

STATE OF Arizona
COUNTY OF Maricopa : ss.

On February 27, 2003, personally appeared before me, a notary public, David & Lillian Connell, personally known (or proved) to me to be the person whose name is subscribed to the foregoing instrument, and who acknowledged to me that (s)he executed the foregoing instrument.



[Signature]
SUSAN WATKINS

0569252

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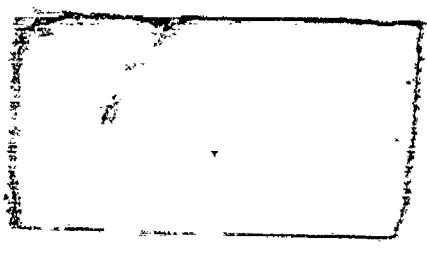


EXHIBIT "A"

(34)

An undivided 1/51st interest as tenants in common in and to that certain real property and improvements as follows: (A) An undivided 1/38th interest in and to Lot 34 as shown on Tahoe Village Unit No. 3 - 13th Amended Map, recorded December 31, 1991, as Document No. 268097, re-recorded as Document No. 269053, Official Records of Douglas County, State of Nevada, excepting therefrom Units 001 through 038 (inclusive) as shown on that certain Condominium Plan recorded June 22, 1987, as Document No. 156903; and (B) Unit No. 002 as shown and defined on said Condominium Plan; 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 recorded August 21, 1984, as Document No. 097150, as amended, by Documents recorded October 15, 1990, June 22, 1987 and November 10, 1987 as Document Nos. 236691, 156904 and 166130, and as described in the Recitation of Easements Affecting the Ridge Tahoe recorded February 24, 1992, as Document No. 271619, and subject to said Declarations; with the exclusive right to use said interest in the same unit type conveyed, in Lot 34 only, for one week each year in the Prime "Season" as defined in and in accordance with said Declarations.

A Portion of APN: 1319-30-724- 002

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

2003 MAR -7 AM 10: 15

WERNER CHRISTEN
RECORDER

* 15⁰⁰ PAID K2 DEPUTY

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