

A portion of
APN 1319-30-643-057

When Recommended Mail to:
Alan D. Pace & Margarite A. Pace
835 El Paseo St.
Turlock, CA 95380

TS09004907 - #28-049-46-02

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

2004 FEB -6 AM 10:58

WERNER CHRISTEN
RECORDER

\$16⁰⁰ PAID ER DEPUTY

SPECIAL POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS: That the undersigned, ALAN D. & MARGARITE A. PACE, of Stanislaus, California does hereby appoint Resort Realty 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 3rd day of November, 2003.

Alan D. Pace
ALAN D. PACE

Margarite A. Pace
MARGARITE A. PACE

0603978

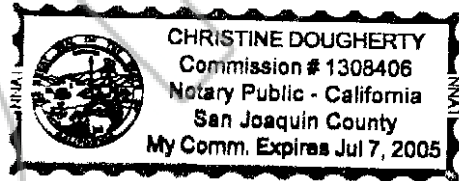
BK0204PG02503

STATE OF California
: ss.
COUNTY OF San Joaquin

On November 3, 2003, personally appeared before me, a notary public, ALAN D. PACE, 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.

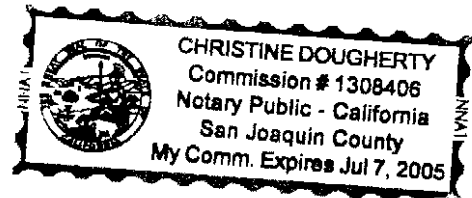
Christine Dougherty
NOTARY PUBLIC

STATE OF California
: ss.
COUNTY OF San Joaquin



On November 3, 2003, personally appeared before me, a notary public, MARGARITE A. PACE, 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.

Christine Dougherty
NOTARY PUBLIC



0603978

BK0204PG02504

EXHIBIT "A"

(28)

An undivided 1/51st interest as tenants in common in and to that certain real property and improvements as follows: (A) An undivided 1/50th interest in and to Lot 28 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 1 through 50 (inclusive) as shown on said map; and (B) Unit No. 049 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 Six, recorded December 18, 1990, as Document No. 241238, as amended by Amended Declaration of Annexation of The Ridge Tahoe Phase Six, recorded February 25, 1992, as Document No. 271727, 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 Lot 28 only, for one week each year in accordance with said Declarations.

A Portion of APN: 1319-30-643-057

0603978

BK0204PG02505