

A portion of
APN 1319-30-722-009

When Recommended Mail to:

David R. Franklin & Eleanor R. Franklin

25628 S. Buttonwood Dr.

Sun Lakes, AZ 85248

TS09004937 - #32-109-39-01

REQUESTED BY
Stewart Title of Douglas County

IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

2004 FEB 13 AM 10:13

WERNER CHRISTEN
RECORDER

s/110 PAID DEPUTY

SPECIAL POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS: That the undersigned, FRANKLIN, TRUSTEE
DAVID R. &
ELEANOR J. FRANKLIN, TRUSTEE, 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 28TH day of OCTOBER, 2003.

David R. Franklin, Trustee
DAVID R. FRANKLIN, TRUSTEE

Eleanor J. Franklin, Trustee
ELEANOR J. FRANKLIN, TRUSTEE

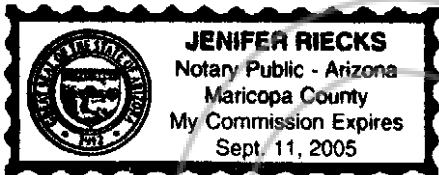
0604534
BK0204PG5296

STATE OF ARIZONA

: SS.

COUNTY OF MARICOPA

On October 28th, 2003, personally appeared before me, a notary public, DAVID R. FRANKLIN, TRUSTEE, 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.



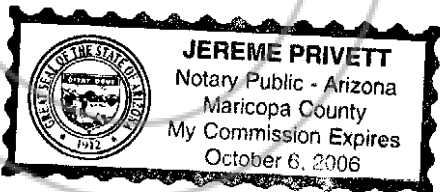
Jenifer Riecks
NOTARY PUBLIC

STATE OF ARIZONA

: SS.

COUNTY OF MARICOPA

On OCTOBER 28th, 2003, personally appeared before me, a notary public, ELEANOR J. FRANKLIN, TRUSTEE, 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.



Jereme Privett
NOTARY PUBLIC

EXHIBIT "A"

(32)

An undivided 1/51st interest as tenants in common in and to that certain real property and improvements as follows: (A) An undivided 1/20th interest in and to Lot 32 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 101 through 120 (inclusive) as shown on Tahoe Village Unit No. 3, Fifth Amended Map, recorded October 29, 1981, as Document No. 61612, as corrected by Certificate of Amendment recorded November 23, 1981, as Document No. 62661; and (B) Unit No. 109 as shown and defined on said last mentioned map as corrected by said Certificate of Amendment; 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 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 Lots 31, 32 or 33 only, for one week each year in the WINTER "Season" as defined in and in accordance with said Declarations.

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