

APN # 1318-22-002-003

U2140JB

Recording Requested by: and mail To:

Name Meadowbrook LLC

Address C/O PO BOX 456

City/State/Zip Zephyr Cove Nevada, 89448

REQUESTED BY  
**TSI TITLE & ESCROW**

IN OFFICIAL RECORDS OF  
DOUGLAS CO., NEVADA

2004 JUN 23 AM 9:24

WERNER CHRISTEN  
RECORDER

\$17<sup>60</sup> PAID KJ DEPUTY

( for Recorder's use only )

Irrevocable Power of Attorney  
(Title of Document)  
Regarding Transfer of Res Units

THIS INSTRUMENT IS BEING RECORDED AS AN ACCOMMODATION ONLY. NO LIABILITY, EXPRESS, OR IMPLIED, IS ASSUMED AS TO ITS REGULARITY OR SUFFICIENCY NOR AS TO ITS AFFECT, IF ANY, UPON TITLE TO ANY REAL PROPERTY DESCRIBED THEREIN.

This page added to provide additional information required by NRS 111.312 Sections 1-2.  
(Additional recording fee applies)

This cover page must be typed or printed.

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A-1020

Recording requested by  
and when recorded mail to:

*Herbert D. Bruner*

{Purchaser}

{Purchaser's Address}

*11531 E. Lusitano Pl  
Tucson, AZ 85748*

THIS INSTRUMENT IS BEING RECORDED AS AN  
ACCOMMODATION ONLY. NO LIABILITY, EXPRESS,  
OR IMPLIED, IS ASSUMED AS TO ITS REGULARITY  
OR SUFFICIENCY NOR AS TO ITS AFFECT, IF ANY,  
UPON TITLE TO ANY REAL PROPERTY DESCRIBED  
THEREIN.

IRREVOCABLE POWER-OF-ATTORNEY  
REGARDING TRANSFER OF RESIDENTIAL UNITS

THIS IRREVOCABLE POWER-OF-ATTORNEY REGARDING TRANSFER  
OF UNITS ("Power-of-Attorney") is made as of the 23 day of April, 2004  
("Effective Date"), by and between MEADOW BROOK ASSOCIATES, LP, a Nevada  
limited partnership ("Seller") and HERBERT D. + ANN E. BRUNER ("Purchaser").

WHEREAS, Seller is the owner of that certain real property located in the County  
of Douglas, State of Nevada, commonly known as Assessor's Parcel No. 1318-22-002-  
003 (the "Sending Parcel").

WHEREAS, appurtenant to the Sending Parcel are 1 Residential Units (the  
"Units"), as defined in the Tahoe Regional Planning Agency ("TRPA") Code of  
Ordinances.

WHEREAS, Seller has conveyed the Units to Purchaser pursuant to that certain  
Agreement for Purchase and Sale of Residential Units dated 23 April, 2004.

NOW, THEREFORE, for good and valuable consideration, the receipt and  
adequacy of which are hereby acknowledged, the parties hereto agree as follows:

Seller hereby appoints Purchaser as agent ("Agent") of Seller solely for the  
limited purposes of transferring the Units or any portion thereof to an appropriate  
receiving parcel(s) designated by Purchaser and approved by TRPA. Agent is authorized  
and empowered to execute on behalf of Seller, from time to time, (i) all declarations of  
covenants, conditions, and restrictions pertaining to the Units in the form required by  
TRPA and approved by both TRPA and Seller, and (ii) TRPA applications and other  
documents reasonably required by TRPA to transfer of the Units from the Sending Parcel  
to appropriate receiving parcel(s) designated by Purchaser and approved by TRPA.

Seller and Purchaser have agreed the Units may remain banked on the Sending  
Parcel until transferred to a receiving parcel(s) designated by Purchaser and approved by  
TRPA, but in no event for longer than Dec 31, 2008. Seller has agreed,  
among other things, not to encumber the Units in any manner (except in favor of  
Purchaser) and to cooperate in all reasonable ways to facilitate transfer of the Units off  
the Sending Parcel as required by Purchaser.

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The rights and restrictions set forth herein shall be deemed covenants running with the land or as equitable servitudes, as the case may be, shall constitute benefits and burdens to the Sending Parcel, and shall be binding on Seller, its assignees, and all persons acquiring or owning any interest in the Sending Parcel.

This Power-of-Attorney may be executed in one or more counterparts, each of which will be deemed an original, and all of which together will constitute one and the same agreement.

IN WITNESS WHEREOF, the parties hereto have executed this Power-of-Attorney effective as of date first set forth above.

SELLER:

MEADOW BROOK ASSOCIATES LP  
a Nevada limited partnership

By: Lake Vista Apartments, LLC  
a Nevada limited liability company  
Its: General Partner

By: *G. Randy Lane*  
G. Randy Lane  
Its: Managing Member

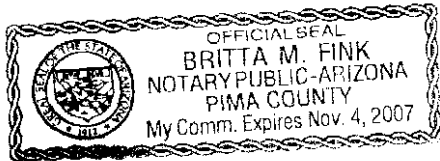
PURCHASER:

*Herbert D. Bruner*  
Herbert D. Bruner, Trustee  
*Ann E. Bruner*  
Ann E. Bruner, Trustee

State of ARIZONA }  
County of pima } SS.

On 23<sup>rd</sup> April 2004 before me,  
Britta M Fink personally  
appeared Herbert D Brunner and Ann G. Brunner,  
personally known to me (or proved to me on the basis of satisfactory evidence) to be the  
person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to  
me that he/she executed the same in his/her/their authorized capacity(ies), and that by  
his/her signature(s) on the instrument the person(s), or the entity upon behalf of which the  
person(s) acted, executed the instrument.

WITNESS my hand and official seal.

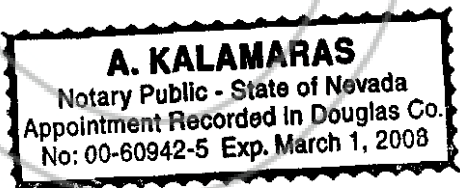


Britta M Fink  
Notary's Signature

State of Nevada }  
County of Douglas } SS.

On April 13, 2004 before me,  
A. Kalamaras personally  
appeared G. Randy Lane,  
personally known to me (or proved to me on the basis of satisfactory evidence) to be the  
person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to  
me that he/she executed the same in his/her/their authorized capacity(ies), and that by  
his/her signature(s) on the instrument the person(s), or the entity upon behalf of which the  
person(s) acted, executed the instrument.

WITNESS my hand and official seal.



A. Kal  
Notary's Signature