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Assessor's Parcel Number: 1319-30-720-001

Recording Requested By

✓ Name: Holiday Transfer Services

Address: 3605 Airport Way South, Suite 200

City/State/Zip: Seattle, WA 98134

Real Property Transfer Tax: \$19.50

REQUESTED BY
Holiday Transfer
IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

2004 DEC 27 PM 12: 01

WERNER CHRISTEN
RECORDER

\$17⁵⁰ PAID KJ DEPUTY

Special Power of Attorney
(Title of Document)

COPY

This page added to provide additional information required by NRS111.312 Sections 1-2

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BK1204PG12181

SPECIAL POWER OF ATTORNEY

I/We, CARLOS L. GUERRA AND YRMA GUERRA, hereby designate HOLIDAY RESALES INC., or any officer, agent, or assign of HOLIDAY RESALES INC., as my attorney-in-fact.

1. Effectiveness and Duration.

This special power of attorney is effective immediately. This special power of attorney will remain in effect until the earlier of AUGUST 2, 2005 or upon closing of the sale of my timeshare interest in RIDGE TAHOE, THE (the "Timeshare") as more particularly described in the attached Exhibit A, unless sooner revoked.

2. Revocation.

If I have given a copy of this special power of attorney to my attorney-in-fact, then I may revoke this power of attorney by written notice mailed or delivered to my attorney-in-fact. Otherwise, I may revoke this power of attorney at any time by executing a written document to that effect, but notice of such revocation need not be given to my attorney-in-fact.

3. Specific Authority.

My attorney-in-fact, as a fiduciary, shall have the authority to sell, assign, exchange, convey with or without covenants, quitclaim, or otherwise dispose of; to contract or agree for the disposal of; or in any manner deal in and with my interest in the Timeshare, and may make, endorse, accept, receive, sign, seal, execute, acknowledge, and deliver any instruments in writing of whatever kind and nature as may be necessary, convenient, or proper in furtherance of the sale of the Timeshare, upon such terms and conditions as my said attorney-in-fact shall think proper. In addition, my attorney-in-fact shall have the authority to contact the resort, management company, rental office, exchange company, or such other entity that manages the Timeshare for reservation, banking, or other information regarding the ownership status or usage of the Timeshare.

4. Ratification and Indemnity.

I hereby ratify all that my attorney-in-fact shall lawfully do or cause to be done by virtue of this document, and I shall hold harmless and indemnify my attorney-in-fact from all liability for acts done in good faith.

5. Parties Bound.

I declare that any act or thing lawfully done hereunder by my attorney-in-fact shall be binding on me, my heirs and devisees, my legal and personal representatives, and assigns.

6. Reliance on Photocopy.

Third parties shall be entitled to rely upon a photocopy of the signed original hereof as opposed to a certified copy of the same.

7. Applicable Law.

This special power of attorney and the rights and obligations herein will be interpreted and construed under the laws of the NEVADA applicable to contracts made and to be performed in the NEVADA among residents of that state.

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BK 1204 PG 12182

In witness of this, I have signed on 9-15-04.

Carlos L. Guerra
(Signature)
Carlos L. Guerra

Yrma Guerra
(Signature)
Yrma Guerra

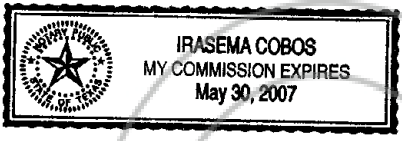
STATE OF Texas)
COUNTY OF Hidalgo) ss.

I certify that I know or have satisfactory evidence that CARLOS L. GUERRA
and YRMA GUERRA is/are the person(s) who appeared before me, and
said person(s) acknowledged that they/he/she signed this instrument and acknowledged it to be
their/his/her free and voluntary act for the uses and purposes mentioned in this instrument.

DATED: September 15, 2004

Irasema Cobos

Print Name: IRASEMA COBOS
NOTARY PUBLIC for the State of
Texas, residing at
2117 Fairmont, McAllen, Texas



My appointment expires: 5/30/07

Exhibit "A"

A TIMESHARE ESTATE COMPRISED OF:

PARCEL ONE:

An undivided 1/51st interest in and to that certain condominium as follows:

- (A) An undivided 1/106th interest as tenants-in-common, in and to Lot 37 of Tahoe Village Unit No. 3 as shown on the Ninth Amended Map, recorded July 14, 1988 as Document No. 182057 of Official Records of Douglas County, State of Nevada. Except therefrom Units 039 to 080 (inclusive) and Units 141 through 204 (inclusive) as shown and defined on that certain Condominium Plan recorded as Document No. 182057 of Official Records of Douglas County, State of Nevada.
- (B) Unit No. 050 as shown and defined on said Condominium Plan.

PARCEL TWO:

A non-exclusive right to use the real property known as Parcel "A" on the Official Map of Tahoe Village Unit No. 3, recorded January 22, 1973, as Document No. 63805, records of said County and State, for all those purposes provided for in the Declaration of Covenants, Conditions and Restrictions recorded January 11, 1973, as Document No. 63681, in Book 173, Page 229 of Official Records and in the modifications thereof recorded September 28, 1973, as Document No. 69063 in Book 973, Page 812 of Official Records and recorded July 2, 1976 as Document No. 1472 in Book 776, Page 87 of Official Records.

PARCEL THREE:

A non-exclusive easement for ingress and egress and recreational purposes and for the use and enjoyment and incidental purposes over, on and through Lots 29, 39, 40, and 41 as shown on Tahoe Village Unit No. 3 - Seventh Amended Map, recorded April 9, 1986, as Document No. 133178 of Official Records of Douglas County, State of Nevada for all those purposes provided for in the Fourth Amended and Restated Declaration of Covenants, Conditions and Restrictions, recorded February 14, 1984, as Document No. 96758 of Official Records of Douglas County, State of Nevada.

PARCEL FOUR:

- (A) A non-exclusive easement for roadway and public utility purposes as granted to Harich Tahoe Developments in deed recorded December 8, 1981, as Document No. 63026, being over a portion of Parcel 26-A (described in Document No. 01112, recorded June 17, 1976) in Section 30, Township 13 North, Range 19 East,
- and -
- (B) An easement for ingress, egress and public utility purposes, 32' wide, the centerline of which is shown and described on the Seventh Amended Map of Tahoe Village No. 3, recorded April 9, 1986, as Document No. 133178 of Official Records, Douglas County, State of Nevada.

PARCEL FIVE:

The exclusive right to use a unit of the same Unit Type as described in the Amended Declaration of Annexation of Phase Three Establishing Phase Four, recorded on August 18, 1988, as Document No. 184461 of Official Records of Douglas County, in which an interest is hereby conveyed in subparagraph (B) of Parcel One, and the non-exclusive right to use the real property referred to in subparagraph (A) of Parcel One and Parcels Two, Three and Four above for all of the Purposes provided for in the Fourth Amended and Restated Declaration of Covenants, Conditions and Restrictions of the Ridge Tahoe, recorded February 14, 1984, as Document No. 96758 of Official Records of Douglas County, during ONE use weeks within the "PRIME season", as said quoted term is defined in the Amended Declaration of Annexation of Phase Five.

The above described exclusive rights may be applied to any available unit of the same Unit Type on Lot 37 during said use week within said "use season".

TOGETHER with all the tenements, hereditaments and appurtenances thereunto belonging or appertaining and the reversion and reversions, remainder and remainders, rents, issues and profits thereof;

SUBJECT TO any and all matters of record, including taxes, assessments, easements, oil and mineral reservations and leases, if any, rights of way, agreements and the Fourth Amended and Restated Declaration of Timeshare Covenants, Conditions and Restrictions dated January 30, 1984 and recorded February 14, 1984, as Document No. 96758, Book 284, Page 5202, Official Records of Douglas County, Nevada, as amended from time to time, and which Declaration is incorporated herein by this reference as if the same were fully set forth herein;

TO HAVE AND TO HOLD all and singular the premises, together with the appurtenances, unto the said Grantee and Grantee's assigns forever.

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