

RPTT _____

ptn APN: 1319/30/712/001

THE RIDGE CREST
GRANT, BARGAIN, SALE DEED

Douglas County - NV
Werner Christen - Recorder
Page: 1 Of 4 Fee: 17.00
BK-0405 PG-00024 RPTT: 3.90



THIS INDENTURE, made this 20 day of May, 2005 between ERIC WHITE, a single man and MISCHA POLES, a single woman together as joint tenants with right of survivorship, ("GRANTOR") and SUNTERRA RESIDUAL ASSETS M&E, LLC, a Delaware limited liability company ("GRANTEE").

WITNESSETH

That GRANTOR, in consideration for the sum of TEN DOLLARS (\$10.00), lawful money of the United States of America, paid to Grantor by GRANTEE, the receipt whereof is hereby acknowledged, does by these presents, grant, bargain and sell unto the GRANTEE and GRANTEE's heirs and assigns, all that certain property located and situated in Douglas County, State of Nevada, more particularly described on Exhibit "A" attached hereto and incorporated herein by this reference;

TOGETHER with 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 Declaration of Timeshare Covenants, Conditions and Restrictions recorded April 27, 1989 at Book 489, Page 3383, as Document No. 200951, Official Records of Douglas County, Nevada, 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.

[SIGNATURE PAGE TO FOLLOW]

462768

EXHIBIT "A"
RIDGE CREST LEGAL DESCRIPTION

An Alternate Timeshare estate comprised of:

PARCEL 1: An undivided 1/102nd interest in and to that certain condominium estate described as follows:

- (a) An undivided 1/26th interest as tenants in common, in and to the Common Area of Ridge Crest condominiums as said Common Area is set forth on that certain condominium map recorded August 4, 1988 in Book 888 of Official Records at Page 771, Douglas County, Nevada, as Document No. 183624.
- (b) Unit No. 108 as shown and defined on said condominium map recorded as Document No. 1836624, Official Records of Douglas County, State of Nevada.

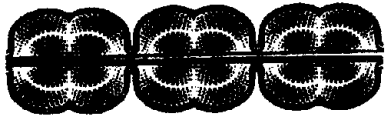
PARCEL 2: A non-exclusive easement for ingress and egress for use and enjoyment and incidental purposes over, on and through the Common Area as set forth in said condominium map recorded as Document No. 183624, Official Records of Douglas County, State of Nevada.

PARCEL 3: An exclusive right to the use of a condominium unit and the non-exclusive right to use the real property referred to in subparagraph (a) of Parcel 1, and Parcel 2 above during one "ALTERNATIVE USE WEEK" within the even numbered years as that term is defined in the Declaration of Timeshare Covenants, Conditions and Restrictions for The Ridge Crest recorded April 27, 1989 as Document No. 200951 of Official Records, Douglas County, State of Nevada (the CC&Rs). The above described exclusive and non-exclusive rights may be applied to any available unit in The Ridge Crest project during said "alternate use week" as more fully set forth in the CC&Rs.

A portion of APN 40-370-08



CALIFORNIA



ALL-PURPOSE



ACKNOWLEDGEMENT

STATE OF CALIFORNIA)

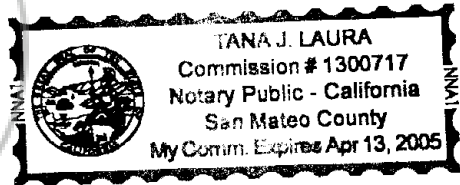
COUNTY OF SAN MATEO)

On 5/20/2004 before me, Tana J. Laura, Notary Public
DATE NAME, TITLE OF OFFICER - E.G., "JANE DOE, NOTARY PUBLIC"

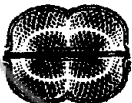
personally appeared, ERIC & MISCHA POLES WHITE

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/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

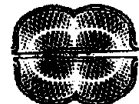
WITNESS my hand and official seal.



Tana J. Laura (SEAL)
NOTARY PUBLIC SIGNATURE



OPTIONAL INFORMATION



TITLE OR TYPE OF DOCUMENT The Ridgecrest Grant, Bargain, Sale Deed

DATE OF DOCUMENT 5-20-04 NUMBER OF PAGES 3

SIGNER(S) OTHER THAN NAMED ABOVE None