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OFFICIAL RECORD

Requested By:
GUNTER HAYES & ASSOCIATES

LLC

Douglas County - NV
Werner Christen - Recorder

Page: 1 Of 2 Fee: 15.00
BK-0406 PG- 3799 RPTT: 228.15



Contract No.: 410531263
Number of Points Purchased: 644,000
Annual Ownership
APN Parcel No.: 1318-15-817-001 PTN
Mail Tax Bills To: Fairfield Resorts, Inc.
8427 S Park Circle, Orlando FL 32819
Recording requested by: Lawyers Title of Nevada, Inc.
After recording, mail to:
Fairfield Resorts, Inc., Title Dept
8427 South Park Circle, Orlando FL 32819

**GRANT, BARGAIN, SALE DEED
Fairfield Tahoe at South Shore**

FOR VALUABLE CONSIDERATION, receipt of which is hereby acknowledged, **John C Mendelis, Sole Owner**, whose address is 3892 Sweetbriar Ct, Virginia Beach VA 23453, hereinafter referred to as the "Grantor(s)" do hereby grant, bargain, sell and convey unto **FAIRFIELD RESORTS, INC.**, a Delaware corporation, whose principal offices are at 8427 South Park Circle, Suite 500, Orlando FL 32819, hereinafter referred to as the "Grantee", the following described real property situated in Douglas County, Nevada, to wit:

A 644,000/138,156,000 undivided fee simple interest as tenants in common in Units 7101, 7102, 7103, 7201, 7202, 7203, 7301, 7302, and 7303 in South Shore Condominium ("Property"), located at 180 Elks Point Road in Zephyr Cove, Nevada 89449, according to the Final Map #01-026 and Condominium Plat of South Shore filed of record in Book 1202, Page 2181 as Document Number 559872 in Douglas County, Nevada, and subject to all provisions thereof and those contained in that certain Declaration of Condominium - South Shore ("Timeshare Declaration") dated October 21, 2002 and recorded December 5, 2002 in Book 1202, Page 2182 as Instrument Number 559873, and also subject to all the provisions contained in that certain Declaration of Restrictions for Fairfield Tahoe at South Shore and recorded October 28, 2004 in Book 1004, Page 13107 as Instrument Number 628022, Official Records of Douglas County, Nevada, which subjected the Property to a timeshare plan called Fairfield Tahoe at South Shore ("Timeshare Plan"). Less and except all minerals and mineral rights which minerals and mineral rights are hereby reserved unto the Grantor, its successors and assigns.

The property is a/an Annual Ownership Interest as described in the Declaration of Restrictions for Fairfield Tahoe at South Shore and such ownership interest has been allocated 644,000 Points as defined in the Declaration of Restrictions for Fairfield Tahoe at South Shore, which points may be used by the Grantee in Each Resort Year(s).

This being the same property conveyed to Grantor(s) by virtue of a deed recorded on 12-7-05 as Document No 0662501 in the public records of Douglas County, Nevada.

SUBJECT TO: 1. Any and all rights of way, reservations, restrictions, easements, mineral exceptions and reservations, and conditions of record; 2. The covenants, conditions, restrictions, easements, reservations and liens set forth in the Declaration of Restrictions for Fairfield Tahoe at South Shore, and any supplements and amendments thereto; 3. All matters set forth on the above-referenced plat of record, and any supplements and amendments thereto.

Title to the Property is herein transferred with all tenements, hereditaments and appurtenances thereunto belonging or appertaining, and the reversion and reversions, remainder and remainders, rents, issues and profits thereof.

DATED this 12/15/05.

John C. Mendelis
Grantor: John C Mendelis

Grantor:

ACKNOWLEDGMENT

STATE OF VA)
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COUNTY OF VA Bch)

On this the 15 day of December, 2005 before me, the undersigned, a Notary Public, within and for the County of Virginia Beach, Virginia, commissioned, qualified, and acting to me appeared in person John C Mendelis, to me personally well known as the persons whose names appear upon the within and foregoing deed of conveyance as the grantor and stated that they had executed the same for the consideration and purposes therein mentioned and set forth, and I do hereby so certify.

IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal as such Notary Public at the County and State aforesaid on this 15 day of December, 2005

Susan Ghod
Notary Public

My Commission Expires:

6-30-07

