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DOC # 0673782 05/01/2006 09:42 AM Deputy: CF OFFICIAL RECORD Requested By: HOLIDAY TRANSFER

Douglas County - NV Werner Christen – Recorder

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16.00



This Document Prepared By and When Recorded Return To: Anna Patent The Holiday Transfer Services 3605 Airport Way South, Suite 200 Seattle, Washington 98134

SPECIAL POWER OF ATTORNEY

I/We, Ervin B. Clark, Jr., and Sonja A. Clark, hereby-designate HOLIDAY TRANSFER INC., or any officer, agent, or assign of HOLIDAY TRANSFER INC., as attorney-in fact.

1. Effectiveness and Duration.

This special power of attorney is effective immediately. This special power of attorney will remain effective until earlier of September 24, 2006 or upon closing of the sale of my timeshare interest in Kingsbury Crossing and Club QM at Kingsbury Crossing (the "Timeshare") as more particularly described on 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; 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 applicable to contracts made and to be performed in the among residents of that' state.

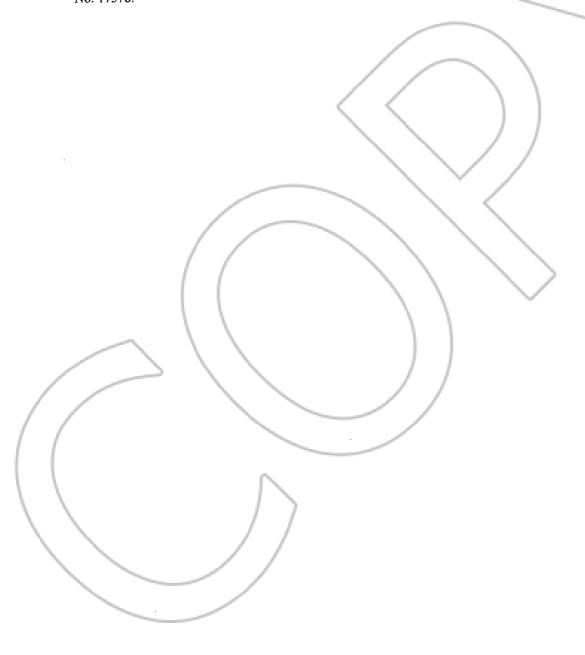
| In witness of this, I have signed on $\frac{10/15/2005}{}$. |
|--|
| (Signature) Soupi a. Clark Ervin B. Clark, Jr. Sonja A. Clark |
| STATE OF Georgia,) SS. COUNTY OF henry,) |
| COUNTY OF henry) |
| I certify that I know or have satisfactory evidence that <u>Frvin B. Clark</u> , <u>Tr.</u> Sonja A. Clark 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: 10 15 05 (Notary Signature) Print Name: Shee Signature NOTARY PUBLIC for the State of Ceorgic, residing as |
| My appointment expires: |
| My Corporate Explain |
| |
| |

LEGAL DESCRIPTION EXHIBIT A

An undivided one-three thousand two hundred and thirteenth (1/3213) interest as a tenant in common in the following described real property (The Real Property:)

A portion of the North one-half of the Northwest one-quarter of Section 26, Township 13 North, Range 18 East, M.D.B.&M., described as follows:

Parcel 3 and as shown on that amended Parcel Map for John E. Michelsen and Walter Cox, recorded February 3, 1981, in Book 281 of Official Records at Page 172, Douglas County, Nevada, as Document No. 53178, said map being an amended map of Parcels 3 and 4 as shown on that certain map for John E. Michelsen and Walter Cox, recorded February 10, 1978, in Book 278 of Official Records at Page 591, Douglas County, Nevada, as Document No. 17578.



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