

Douglas County - NV  
Werner Christen - Recorder  
Page: 1 Of 4 Fee: 17.00  
BK-0307 PG- 3494 RPTT: 0.00



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, **David Kelly** and **Jane Kelly**, 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 **December 29, 2007** or upon closing of the sale of my timeshare interest in **The Ridge Tahoe - A Quintus Resort** (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 2/16/07  
(date)

Jane Kelly  
(Signature)

(Signature)

STATE OF South Carolina )  
COUNTY OF Way ) ss.

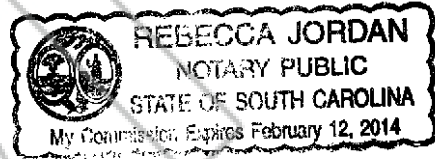
I certify that I know or have satisfactory evidence that Jane Kelly  
is are the person(s) who appeared before me, and  
said person(s) acknowledged that they/he/she signed this instrument and acknowledged it to be  
their/his/her free and voluntary act for the uses and purposes mentioned in this instrument.

DATED: 2-6-2007

Signature: Rebecca Jordan

Print Name: Rebecca Jordan  
NOTARY PUBLIC for the State of  
South Carolina, residing at

My appointment expires:



LEGAL DESCRIPTION  
EXHIBIT A

An undivided 1/51st interest as tenants in common in and to that certain real property and improvements as follows: (A) An undivided 1/20th interest in and to Lot 33 as shown on Tahoe Village Unit No. 3-14<sup>th</sup> Amended Map, recorded December 31, 1991 as Document No. 268097, re-recorded as Document No. 269053, Official Records of Douglas County, State of Nevada, excepting therefrom Units 121 through 140 (inclusive) as shown on said map; and (B) Unit No. 132 as shown and defined on said map; together with those easements appurtenant thereto and such easements described in the Fourth Amended and Restated Declaration of Time Share Covenants, Conditions and Restrictions for The Ridge Tahoe recorded February 14, 1984, as Document No. 096758, as amended and in the Declaration of Annexation of The Ridge Tahoe Phase III recorded February 21, 1984, as Document No. 097150, as amended by document recorded October 15, 1990, as Document No. 236691, and as described in the Recitation of Easements Affecting the Ridge Tahoe recorded February 24, 1992, as Document No. 271619, and subject to said Declarations; with the exclusive right to use said interest in Lots 31, 32, or 33 only, for one week each year in the WINTER "Season" as defined in and in accordance with said Declarations.