

Douglas County - NV
Werner Christen - Recorder
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BK-0307 PG- 6256 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, **John Holtzapple** and **Nancy M. Holtzapple**, 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 **January 19, 2008** or upon closing of the sale of my timeshare interest in **Ridge Tahoe** (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 Feb. 2, 2007.

John Holtzapfle
(Signature)
John Holtzapfle

Nancy M. Holtzapfle
(Signature)
Nancy M. Holtzapfle

STATE OF California)
) ss.
COUNTY OF Contra Costa)

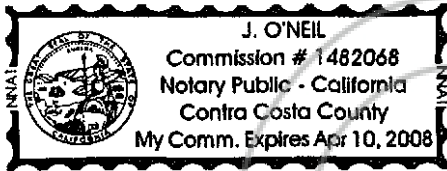
I certify that I know or have satisfactory evidence that John Holtzapfle and Nancy M. Holtzapfle is/are the person(s) who appeared before me, and said person(s) acknowledged that they/he/she signed this instrument and acknowledged it to be their/his/her free and voluntary act for the uses and purposes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

DATED: February 2, 2007

J. O'Neil
(Notary Signature)

Print Name: J. O'Neil

NOTARY PUBLIC for the State of
California, residing at
1908 Tice Valley Blvd., Walnut Creek, CA
94595



My appointment expires:
4-10-2008



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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 1/106th interest in and to Lot 37 as shown on Tahoe Village Unit No. 3-14th 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 141 through 204 (inclusive) as shown on said map; and
(B) Unit No. **048** 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 Five recorded August 18, 1988, as Document No. 184461, as amended, 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 Lot 37 only, for one week every other year in the **ODD** numbered years in the **PRIME** "Season" as defined in and in accordance with said Declarations.

