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OFFICIAL RECORD

Requested By:

TIMESHARE CLOSING SERVICES

INC

Douglas County - NV
Werner Christen - Recorder

Page: 1 Of 3 Fee: 16.00
BK-0507 PG-1896 RPTT: 0.00



Recording requested by: James L. Trout
and when recorded Mail To:
Timeshare Closing Services, Inc.
7345 Sand Lake Road, #303
Orlando, FL 32819

Escrow# TA12120672

APN: 1319-15-000-015 PTN

Limited Power of Attorney

James L. Trout, whose address is 7345 Sand Lake Road, #303 Orlando, FL 32819,
"Grantor"

Hereby Grant(s) Power of Attorney To:

Chad Newbold

Document Date: March 5, 2007

The following described real property, situated in Douglas County, State of Nevada, known as David Walley's Resort, which is more particularly described in Exhibit "A" attached hereto and by this reference made a part hereof.

LIMITED POWER OF ATTORNEY

James L. Trout, ("THE PRINCIPAL(S)") do hereby make, constitute and appoint Chad Newbold, as the true and lawful attorney-in-fact for THE PRINCIPAL(S), giving and granting unto THE AGENT full power and authority to execute, sign, and initial any and all documents, and conduct any and all acts necessary to consummate for sale, purchase and conveyance of the real property or personal property ("THE TRANSACTION") known as:

Resort: David Walley's Resort, Douglas County, Nevada, Standard Unit, Odd Usage

including, but not limited to, the power and authority to execute any instruments necessary to close THE TRANSACTION the above referenced property and to allow THE AGENT to act in their stead at time of Closing of THE TRANSACTION. {This LIMITED DURABLE POWER OF ATTORNEY shall not be affected by disability of THE PRINCIPAL(S) except as provided by applicable provisions of the state statutes. This instrument may also be construed by THE AGENT, at its sole discretion to be a Non-Durable Power of Attorney having the effect of being a Limited Power of Attorney without the statutory benefits of a Durable Power.} Further, to perform all and every act and thing fully, and to the same extent as THE PRINCIPAL(S) could do if personally present, with full power of substitution and revocation, and THE PRINCIPAL(S) hereby ratifies and confirms that THE AGENT or any duly appointed substitute for THE AGENT shall lawfully do or cause to be done those acts authorized herein.

IN WITNESS WHEREOF, this instrument has been executed as of this 5 day of March, 2007

Signed in the Presence of:

Claire J. Daly
Witness Signature # 1

James L. Trout
Signature of Principal

CLAIRE T. DALY
Name of Witness

Name of Principal: James L. Trout

Michael A. Daly
Witness Signature # 2

Signature of Principal

MICHAEL A. DALY
Name of Witness

Name of Principal:

Address of Principal:

1000 Crain St

Carson City NV 89703

State of Nevada
County of Carson

On this 5th day of March, 2007, before me, Mario Ramirez, Notary Public, personally appeared James L. Trout, 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.

NOTARY PUBLIC Mario Ramirez
My Commission Expires: 07/25/2010

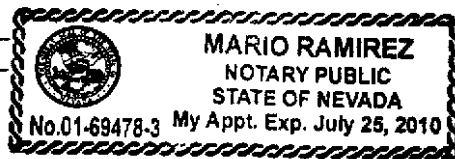


Exhibit "A"

File number: TA12120672

A timeshare estate comprised of an undivided interest as tenants in common in and to that certain real property and improvements as follows:

An undivided 1/3978th interest in and to all that real property situate in the County of Douglas, State of Nevada, described as follows:

PARCEL E-1 of the final Subdivision Map LDA #98-05 for DAVID WALLEY'S RESORT, a Commercial Subdivision, filed for record with the Douglas County Recorder on October 19, 2000, in Book 1000, at page 3464, as Document No. 501638, and by Certificate of Amendment recorded November 3, 2000 in Book 1100, Page 467, as Document No. 502689, Official Records of Douglas County, Nevada.

Together with a permanent non-exclusive easement for utilities and access, for the benefit of Parcel E-1, as set forth in Quitclaim Deed recorded September 17, 1998 in Book 998, Page 3250 as Document No. 449574, Official Records, Douglas County, Nevada.

Together with those easements appurtenant thereto and such easements and use rights described in the Declaration of Time Share Covenants, Conditions and Restrictions for David Walley's Resort recorded September 23, 1998 as Document No. 0449993, and as amended by Document Nos. 0466255, 0485265, 0489959, 0509920 and 0521436, and subject to said Declaration; with the exclusive right to use said interest for one Use Period within a STANDARD UNIT every other year in ODD- numbered years in accordance with said Declaration.

A portion of APN: 1319-15-000-015