

OFFICIAL RECORD

Requested By:
HOLIDAY TRANSFER SERVICES

Douglas County - NV
Werner Christen - Recorder

Page: 1 Of 3 Fee: 16.00
BK-0408 PG- 6007 RPTT: 0.00



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

SPECIAL POWER OF ATTORNEY

I/We, **David G. Challacomb** and **K.W. Challacomb**, 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 **October 31, 2008** or upon closing of the sale of my timeshare interest in **David Walley's Resort - 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.

7. Applicable Law.

This special power of attorney and the rights and obligations herein will be interpreted and construed under the laws of the State of Florida applicable to contracts made and to be performed in the State of Florida among residents of that state.

In witness of this, I have signed on 11/30/07
(date)

David G. Challacomb
(Signature) David G. Challacomb

K.W. Challacomb
(Signature) K.W. Challacomb

Signed, sealed and delivered in the presence of:

Terrance Lyons
Witness Signature

Josh Wilmoth
Witness Signature

Print Witness Name: TERRANCE LYONS

Print Witness Name: Josh Wilmoth

STATE OF Nevada)
) ss.
COUNTY OF Lyon)

I certify that I know or have satisfactory evidence that David G. Challacomb K.W. Challacomb 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: 11-30-07

Laura M Dills
Notary Signature

Print Name: Laura M Dills
NOTARY PUBLIC for the State of Nevada, residing at P.O. B 1766 Fernley NV 89408



My appointment expires: June 16, 2010



LEGAL DESCRIPTION
EXHIBIT A

An undivided 1/1989th 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, 1988 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 Walley's Resort recorded September 23, 1998, as Document No. 0449993, and as amended by Document Nos. 0466255, 0485265, 0489957, 0509920 and 0521436, and subject to said Declaration; with the exclusive right to use said interest for one Use Period within a STANDARD UNIT each year in accordance with said Declaration.

