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OFFICIAL RECORD

Requested By:
R O ANDERSON

This instrument prepared by
and to be returned to after recording:

✓ Suzanne E. Paulus
Celebrity Resorts of Genoa, LLC
4700 Millenia Boulevard
6th Floor
Orlando, Florida 32839

Douglas County - NV
Karen Ellison - Recorder

Page: 1 Of 6 Fee: 19.00
BK-0809 PG- 1144 RPTT: 0.00



Grant of Access Easement

This Grant of Access Easement ("Easement") is made as of the 5th day of August, 2009, by Celebrity Resorts of Genoa, LLC, with an address of 4700 Millenia Boulevard, 6th Floor, Orlando, Florida 32839 ("Grantor").

WHEREAS, Grantor is the fee simple owner of certain real property more particularly described on Exhibit "A" attached hereto and by this reference incorporated herein ("Easement Property"); and

WHEREAS, Grantor is creating certain parcels by that certain Record of Survey dated July 30, 2009 and prepared by R.O. Anderson Engineering, Inc., under job number 1671-001-09 recording concurrently herewith ("Survey"); and

WHEREAS, the newly created parcels are more particularly described on said Survey (collectively "Parcels"); and

WHEREAS, in order to provide access to the Parcels, Grantor hereby grants this Easement;

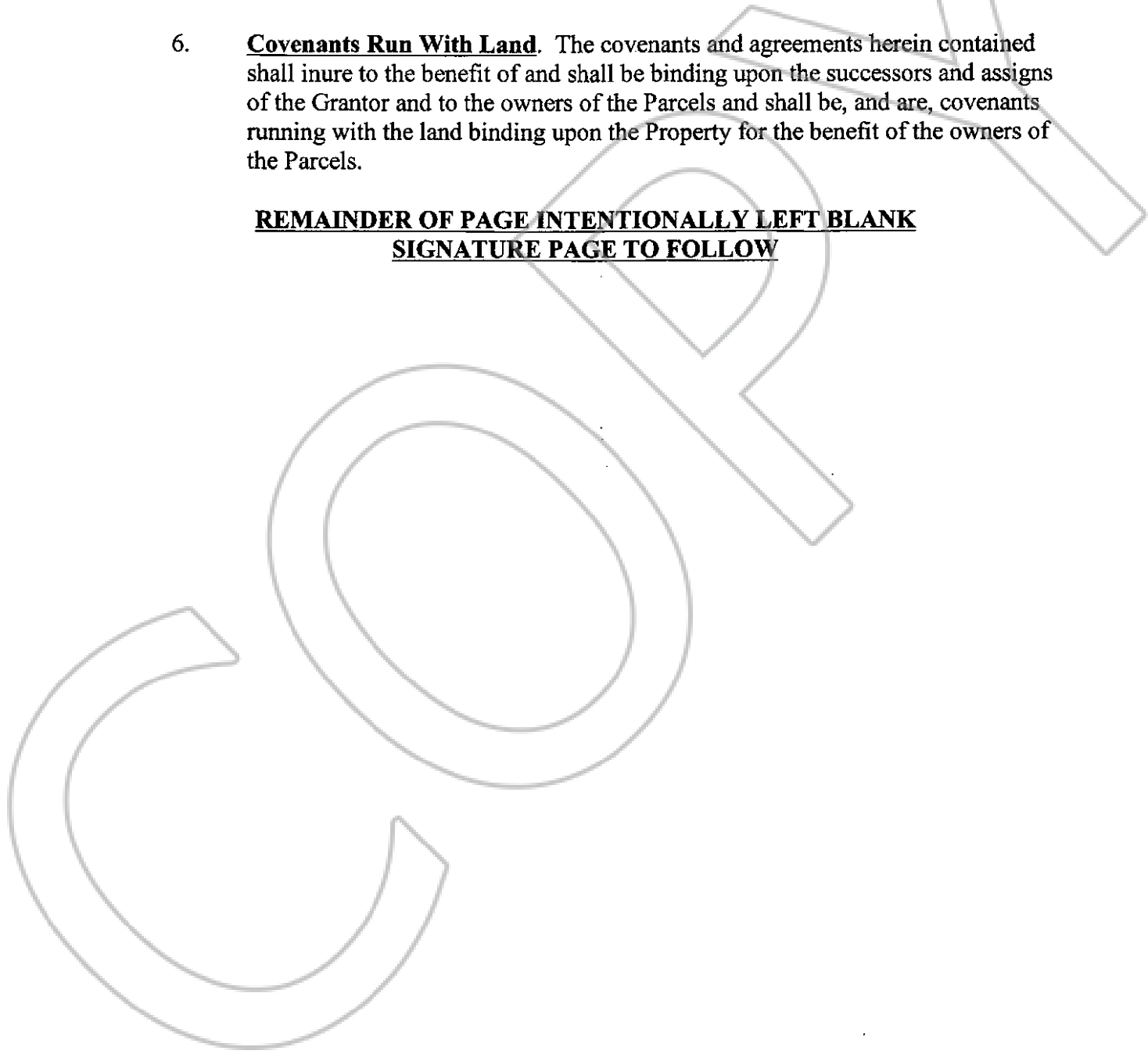
Now therefore, for good and valuable consideration, the receipt of which is hereby acknowledged, the Grantor agrees as follows:

1. **Recitals.** The above Recitals are true and correct and incorporated herein.
2. **Easement.** Grantor grants to the owners of the Parcels a non-exclusive perpetual access easement in favor of the owners of the Parcels in, over, and across the Easement Property.
3. **Grantor's Use.** To the extent that other uses do not interfere with the use of said Easement by the owners of the Parcels, as permitted herein, Grantor, its successors and assigns, shall be permitted to use the Easement Property for any purpose they may desire.
4. **Hold Harmless.** Unless such is due to the negligence or wanton acts of Grantor, the owners of the Parcels, by virtue of ownership of the Parcels, do and shall pay, indemnify and hold harmless Grantor for and against all losses, claims, damages, liability, attorneys' fees (including paralegals' fees) and costs of litigation

(including appellate and collection matters) and all other expenses related to, growing out of, or arising from the use, enjoyment, maintenance and/or repair of the Easement Property by the owners of the Parcels and/or their invitees, including but not limited to any personal or property damage caused thereby.

- 5. **Automatic Termination.** At such time as alternative access to the Parcels is provided, this Easement shall automatically terminate and become of no further force or effect.
- 6. **Covenants Run With Land.** The covenants and agreements herein contained shall inure to the benefit of and shall be binding upon the successors and assigns of the Grantor and to the owners of the Parcels and shall be, and are, covenants running with the land binding upon the Property for the benefit of the owners of the Parcels.

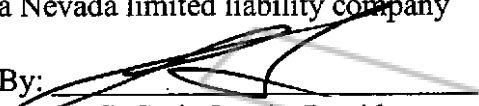
REMAINDER OF PAGE INTENTIONALLY LEFT BLANK
SIGNATURE PAGE TO FOLLOW





IN WITNESS WHEREOF, the Grantor hereto has executed this Grant of Access Easement the day and year first written.

"CR GENOA"
Celebrity Resorts of Genoa, LLC,
a Nevada limited liability company

By: 
C. Craig Lewis, President

STATE OF FLORIDA)
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 5th day of August, 2009, by C. Craig Lewis, as President of Celebrity Resorts of Genoa, LLC, a Nevada limited liability company, on behalf of the company. He is known to me or produced _____ as identification.

Sign: Suzanne Paulus
Print: Suzanne Paulus
My commission expires: 10/18/09

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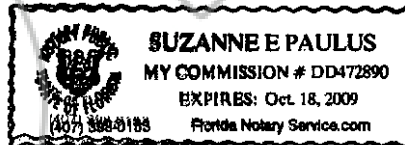


EXHIBIT 'A'

1671-001-09
07/30/09
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**DESCRIPTION
ACCESS EASEMENT
(Over A.P.N. 1319-15-000-033)**

All that real property situate in the County of Douglas, State of Nevada, described as follows:

A twenty-five foot (25') strip of land for access easement purposes located within a portion of the Northwest one-quarter of the Northeast one-quarter (NW $\frac{1}{4}$ NE $\frac{1}{4}$) of Section 22, Township 13 North, Range 19 East, Mount Diablo Meridian, more particularly described as follows:

Commencing at the $\frac{1}{4}$ corner common to Sections 15 and 22, T.13N., R.19E., M.D.M., a found 1985 BLM brass cap as shown on the Record of Survey for David Walley's Resort recorded July 26, 2006 in the office of Recorder, Douglas County, Nevada as Document No. 680634;

thence South 32°21'04" East, 570.15 feet to an angle point on the westerly boundary of the Remainder parcel as shown on said Record of Survey, Document No. 680634, also being a point on the easterly right-of-way of Foothill Road;

thence along said westerly boundary, North 28°50'31" East, 114.30 feet to the southerly line of an existing access easement as recorded August 27, 2001 in Book 0801, at Page 6980, as Document No. 521436;

thence along said southerly boundary of the existing access easement the following courses;

- South 61°09'29" East, 28.13 feet;
- South 16°05'03" East, 71.24 feet;
- South 61°26'07" East, 28.62 feet to the POINT OF BEGINNING;

thence continuing along said southerly boundary, South 61°26'07" East, 25.03 feet;

thence South 25°43'40" West, 333.53 feet;

thence North 64°16'20" West, 25.00 feet;

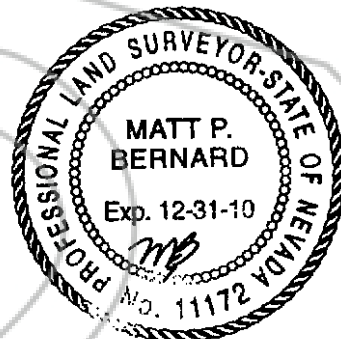
thence North 25°43'40" East, 334.77 feet to the POINT OF BEGINNING, containing 8,354 square feet, more or less.

The Basis of Bearing of this description is North 00°03'48" West, the north-south centerline of Section 15, T.13N., R.19E., M.D.M. as shown on the Record of Survey for David Walley's Resort recorded July 26, 2006 in said office of Recorder as Document No. 680634.

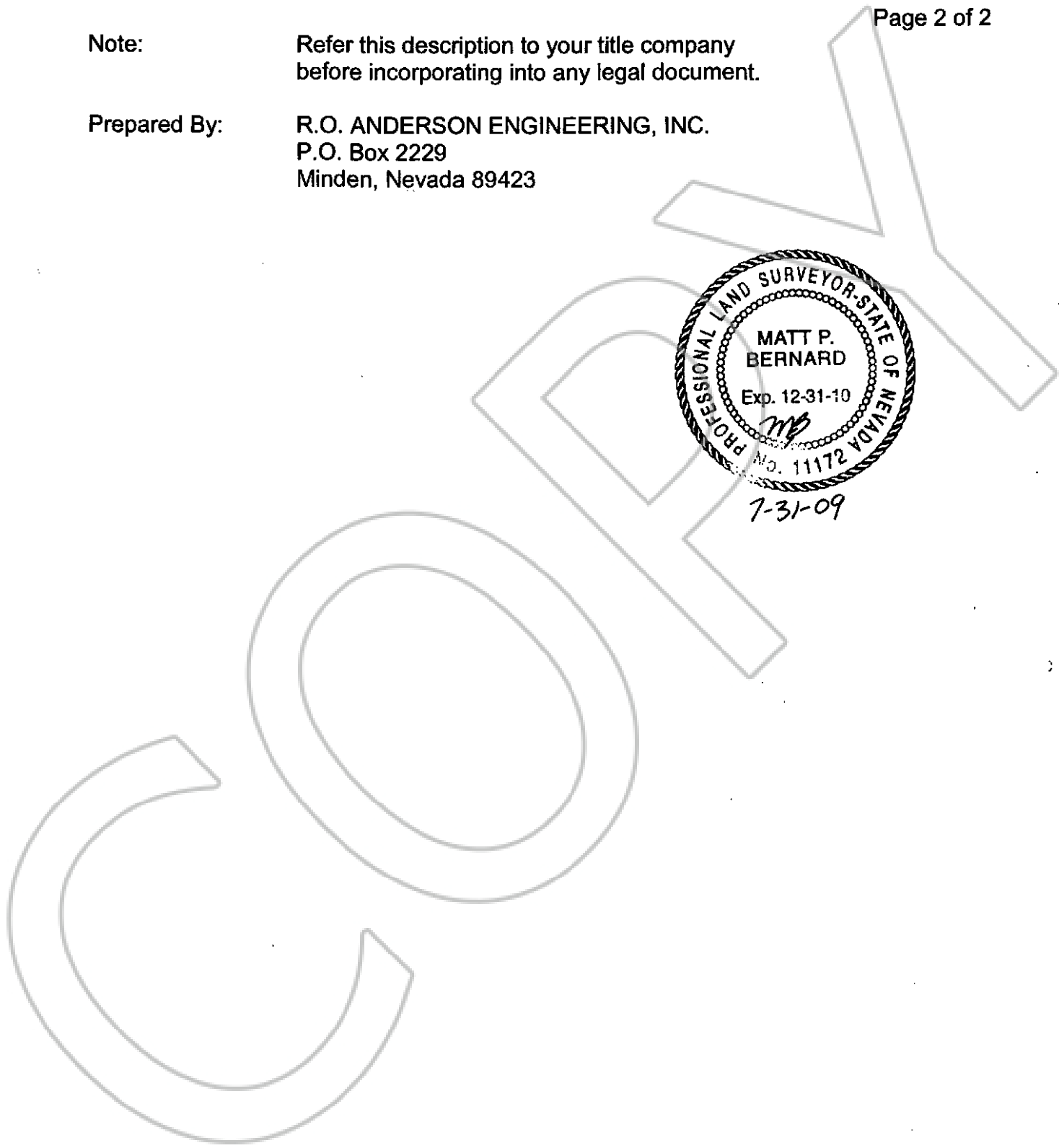
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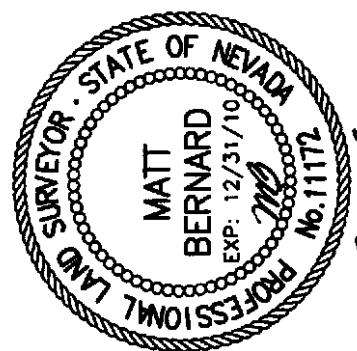
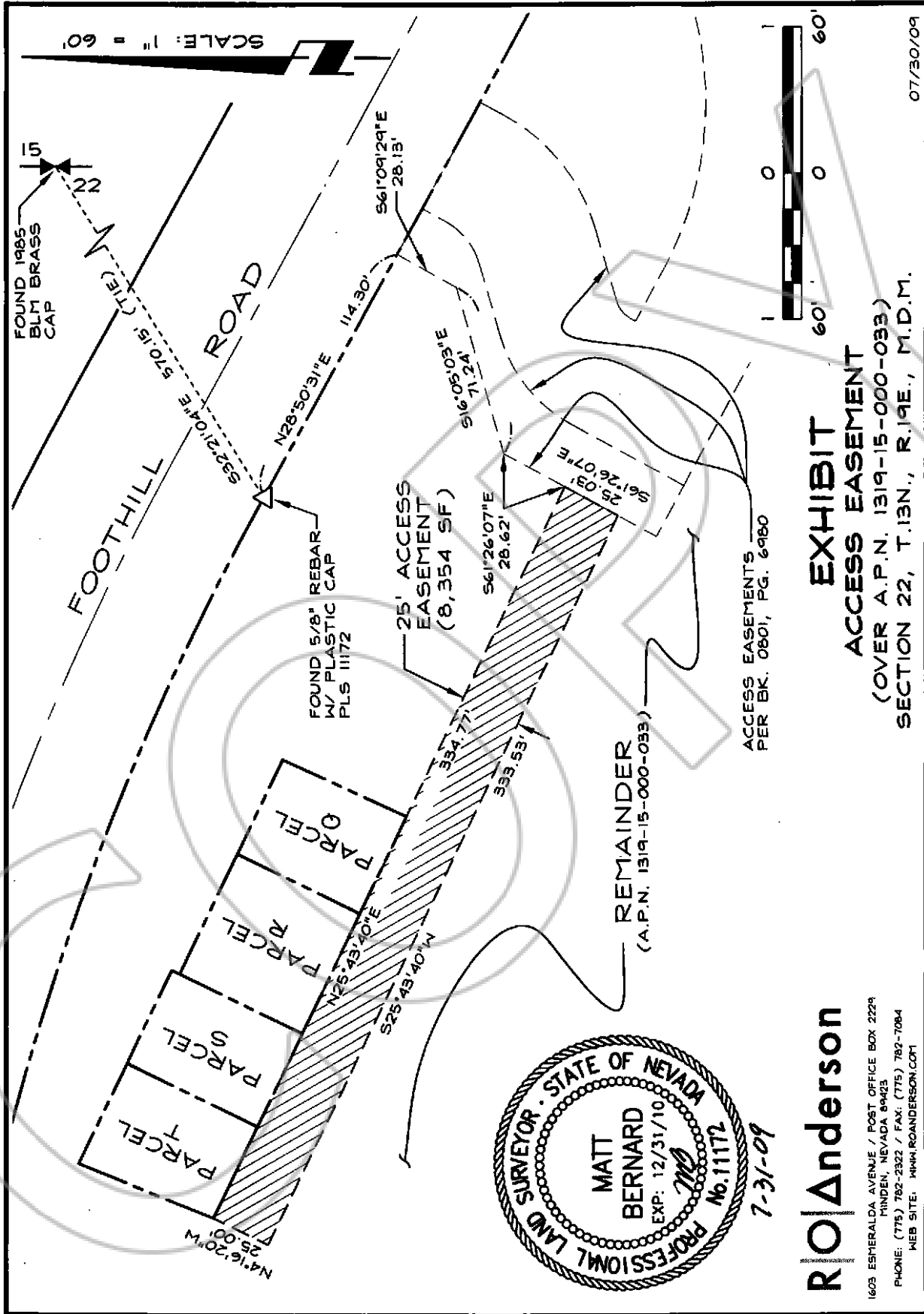
Note: Refer this description to your title company
before incorporating into any legal document.

Prepared By: R.O. ANDERSON ENGINEERING, INC.
P.O. Box 2229
Minden, Nevada 89423



7-31-09





7-31-09

RO Anderson

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 RINDEN, NEVADA 89423
 PHONE: (775) 782-2322 / FAX: (775) 782-7084
 WEB SITE: WWW.ROANDERSON.COM

**EXHIBIT
 ACCESS EASEMENT**

(OVER A.P.N. 1319-15-000-033)
 SECTION 22, T.13N., R.19E., M.D.M.

07/30/09