

RECORDING REQUESTED BY
STEWART TITLE

When recorded, return to:

GeoHoliday Club
Starpoint Resort Group, Inc.
PO Box 4184
Stateline, NV 89449

DOC # 757249
01/15/2010 09:57AM Deputy: SG
OFFICIAL RECORD
Requested By:
STEWART VACATION OWNERSH
Douglas County - NV
Karen Ellison - Recorder
Page: 1 of 5 Fee: 18.00
BK-110 PG-2922 RPTT: 319.80



Assessor Parcel Number (s) a portion of:
1318-26-101-006
TT: \$319.80

SPKCCR001/141334CA 22441CA

GRANT, BARGAIN, AND SALE DEED

THIS INDENTURE, made this 23rd day of December, 2009, by and between STARPOINT RESORT GROUP, INC., a Nevada corporation, Grantor, and INTERCITY ESCROW SERVICES, a California corporation, as Trustee pursuant to that certain Trust Agreement dated January 10, 2005 (GEO Holiday Club), Grantee.

WITNESSETH:

That the Grantor, in consideration of the sum of TEN DOLLARS (\$10.00), lawful money of the United States, and other good and valuable consideration to it in hand paid by the Grantee, the receipt whereof is hereby acknowledged, does by these presents grant, bargain and sell to the Grantee, and to its successors and assigns forever, all those certain lots, pieces or parcels of land situate, lying and being in Douglas County, Nevada, and more particularly described in Exhibit "A" attached hereto and incorporated herein by reference.

TOGETHER WITH all and singular the tenements, hereditaments and appurtenances thereunto belonging or in anywise appertaining and the reversion and reversions, remainder and remainders, rents, issues and profits thereof



TO HAVE AND TO HOLD all and singular the premises, together with the appurtenances, unto the said Grantee and to its successors and assigns forever.

IN WITNESS WHEREOF, the Grantor has executed this conveyance the day and year first above written.

STARPOINT RESORT GROUP, INC.,
a Nevada corporation

By: InterCity Capital Corporation,
A California corporation,
Its Attorney-in-fact

By: Cathy Dencavage
Cathy Dencavage
Authorized Officer

State of California)
County of Alameda) ss.

On January 13, 2010, before me, Kathy A. Milkoski, A Notary Public, personally appeared Cathy Dencavage, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person or the entity upon behalf of which the person acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature Kathy A. Milkoski

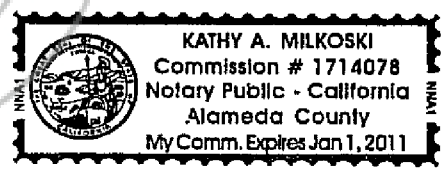




Exhibit "A"

LEGAL DESCRIPTION FOR KINGSBURY CROSSING

The land referred to herein is situated in the

State of Nevada

County of Douglas

and is described as follows:

Fifty Two (52) Intervals, Each to an undivided one-three thousand two hundred and thirteenth (1/3213) interest as a tenant-in-common in the following described real property (the Real Property):

A portion of the north one-half of the northwest one-quarter of Section 26, Township 13 North, Range 18 East, MDB&M, described as follows: Parcel 3, as shown on that amended Parcel Map for John E. Michelsen and Walter Cox recorded February 03, 1981, in Book 281 of Official Records at Page 172, Douglas County, Nevada, as Document No. 53178, said map being an amended map of Parcels 3 and 4 as shown on that certain map for John E. Michelsen and Walter Cox, recorded February 10, 1978, in Book 278, of Official Records at Page 591, Douglas County, Nevada, as Document No. 17578.

EXCEPTING FROM the real property the exclusive right to use and occupy all of the dwelling units and units as defined in the "Declaration of Timeshare Use" and subsequent amendments thereto as hereinafter referred to.

ALSO EXCEPTING FROM the real property and reserving to grantor, its successors and assigns, all those certain easements referred to in paragraphs 2.5, 2.6 and 2.7 of said Declaration of Timeshare Use and Amendments thereto together with the right to grant said easements to others.

Together with the exclusive right to use and occupy a "Unit" as defined in the Declaration of Timeshare Use recorded February 16, 1983, in Book 283, at Page 1341 as Document No. 76233 of Official Records of the County of Douglas, State of Nevada and Amendment to Declaration of Timeshare Use recorded April 20, 1983 in Book 483 at Page 1021, of Official Records of Douglas County, Nevada as Document No. 78917, and Second Amendment to Declaration of Timeshare Use recorded July 20, 1983 in Book 783 of Official Records at Page 1688, Douglas County, Nevada as Document No. 084425 (Declaration), during a "Use Period", within the "[EXHIBIT I] Season" within the "Owner's Use Year", as defined in the Declaration, together with a nonexclusive right to use the common areas as defined in the Declaration.



EXHIBIT I

SEASON	CC&R Number*	H.O.A. Number*
LOW	3302-47	470443513
LOW	3206-21	470936254
LOW	4202-20	471255454
LOW	3208-20	478804412
LOW	3301-18	479907503
LOW	3202-44	479933605
LOW	4206-44	479936165
HIGH	4312-01	470312552
HIGH	3201-36	470338794
HIGH	4203-14	470341683
HIGH	4210-52	470616831
HIGH	3301-08	470639822
HIGH	3206-05	470654822
HIGH	4309-03	470739972
HIGH	3203-42	470950241
HIGH	4311-06	471021931
HIGH	3207-17	471137114
HIGH	3302-09	471140503
HIGH	3304-06	471210991
HIGH	3207-16	471242571
HIGH	3310-27	478801623
HIGH	4107-02	478801772
HIGH	3107-02	478801942
HIGH	4107-43	478802192
HIGH	4102-01	478802282
HIGH	3107-13	478802472
HIGH	4103-13	478802922
HIGH	4103-43	478803232
HIGH	3107-33	478803262
HIGH	3107-35	478803282
HIGH	3107-37	478803502
HIGH	4104-42	478803742
HIGH	3107-43	478803782
HIGH	4105-25	478804002
HIGH	3101-01	478804232
HIGH	3101-23	478804442
HIGH	3101-38	478804572
HIGH	3208-27	478804663



EXHIBIT I
Continued

SEASON	CC&R Number*	H.O.A. Number*
HIGH	3102-14	478804842
HIGH	3101-24	478805122
HIGH	3101-30	478805142
HIGH	3208-14	478805242
HIGH	3103-12	478806022
HIGH	3103-34	478806242
HIGH	3104-30	478806712
HIGH	3208-52	478884092
HIGH	4214-15	479918014
HIGH	4206-10	479920164
HIGH	4209-06	479920803
HIGH	4208-25	479930233
HIGH	4312-25	470434261
HIGH	4212-02	470353271

* Account Number and Inventory Number are supplied for informational purposes only and not part of the Legal Description. The Season is a part of the Legal Description.