

OFFICIAL RECORD

Requested By:

QM RESORTS

APN: 1319-30-542-⁰⁰⁹910 PTN

Douglas County - NV
Karen Ellison - Recorder

Page: 1 Of 3 Fee: 16.00
BK-0210 PG- 752 RPTT: 0.00

Recording requested by: ~~Thomas D. Lewis~~
and when recorded Mail To: The Ridge Sierra
~~Timeshare Closing Services, Inc.~~ 515 Nichols Blvd.
~~8545 Commodity Circle~~ Sparks, NV 89431
~~Orlando, FL 32819~~



Escrow# 99081309022A

Mail Tax Statements To: ~~QM Corporation~~ The Ridge Sierra
515 Nichols Blvd., Sparks, NV 89431

Limited Power of Attorney

Thomas D. Lewis and Deanna Lewis, whose address is 8545
Commodity Circle, Orlando, FL 32819, "Grantor"

Hereby Grant(s) Power of Attorney To:

Chad Newbold

Document Date: 8/31/09

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

LIMITED POWER OF ATTORNEY

File # 99081309022A

Thomas D. Lewis and Deanna Lewis, ("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 TIMESHARE") known as:

Resort: Ridge Sierra, Unit B2, Swing Season, Douglas County, Nevada
See Exhibit "A" attached hereto:

including, but not limited to, the power and authority to execute any instruments necessary to close THE TIMESHARE the above referenced property and to allow THE AGENT to act in their stead at time of Closing of THE TIMESHARE. {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 31 day of Aug, 2009 Signed in the Presence of:

Regina Sheldon
Witness Signature # 1
Print Name: Regina Sheldon

Thomas D Lewis
Thomas D. Lewis

Richard Allen
Witness Signature # 2
Print Name: Richard Allen

Deanna Lewis
Deanna Lewis

State of California
County of San Luis Obispo

On this 31 day of August, 2009, before me, Shannon M. Undesser Notary Public, personally appeared Thomas D. Lewis and Deanna Lewis, who 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 acknowledge to me that he/she/~~he~~ executed the same in his/her/~~heir~~ authorized capacity(ies), and that by his/her/~~her~~ signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) 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 Shannon M. Undesser (Seal)
Printed Name: Shannon M. Undesser
My Commission Expires: 6-4-2013

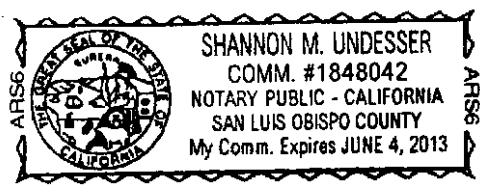


Exhibit "A"

File number: 99081309022A

Timeshare week number 02-014-47-02

TOGETHER with the tenements, hereditaments and appurtenances thereunto belonging or appertaining and the reversion and reversions, remainder and remainders, rents, issues and profits thereof.

SUBJECT TO any and all matter of record, including taxes, assessments, easements, oil and mineral reservations and leases if any, rights, rights of way, agreements and the First Amended and Restrictions Declarations of Time Share Covenants, Conditions and Restrictions Recorded of Douglas County, Nevada, and which Declaration is incorporated herein by this reference as if the same were fully set forth herein.

All that certain lot, piece or parcel of land situate in the County of Douglas, State of Nevada, described as follows:

A timeshare estate comprised of:

PARCEL 1:

An undivided 1/51st interest in and to that certain condominium estate described as follows:

(a) An undivided 1/8th interest as tenants in common, in and to the Common Area of Lot 3 of Tahoe Village Unit No. 3, as shown on the map recorded December 27, 1983, as Document No. 93408, Official Records of Douglas County, State of Nevada, and as said Common Area is shown on the Record of Survey of boundary line adjustment map recorded April 21, 1986, as Document No. 133713, Official Records of Douglas County, State of Nevada.

(b) Unit No. B2 as shown and defined on said condominium map recorded as Document No. 93408, Official Records of Douglas County, State of Nevada.

PARCEL 2:

A non-exclusive easement for ingress and egress for use and enjoyment and incidental purposes over, on and through the Common Areas as set forth in said condominium map recorded as Document No. 93408, Official Records of Douglas County, State of Nevada, and as said Common Area is shown on the Record of Survey of boundary line adjustment map recorded as Document No. 133713, Official Records of Douglas County, State of Nevada.

PARCEL 3:

An exclusive right to use of a condominium unit and the non-exclusive right to use the real property referred to in subparagraph (a) of Parcel 1, and Parcel 2 above, during one "Use Week" within the "Swing use season" as that term is defined in the First Amended Restated Declaration of Time Share Covenants, Conditions and Restrictions for The Ridge Sierra recorded as Document No. 134786, Official Records, Douglas County, State of Nevada (the "C,C & R's"). The above-described exclusive and non-exclusive rights may be applied to any available unit in The Ridge Sierra project during said "Use Week" in the above-referenced "use season" as more fully set forth in the in the C,C & R's.

A portion of APN: 1319-30-542-~~000~~ 009