

APN: 1319-15-000-015 PTN

Recording requested by: Ross H. Spinner
and when recorded Mail To:
Timeshare Closing Services, Inc.
8545 Commodity Circle
Orlando, FL 32819

Escrow# 95072010029



Mail Tax Statements To: Danny Wayne Means, 1015 W. Cherokee, Enid, OK 73703

Limited Power of Attorney

Ross H. Spinner and Charlene Spinner, whose address is 8545
Commodity Circle, Orlando, FL 32819, "Grantor"

Hereby Grant(s) Power of Attorney To:

Chad Newbold

Document Date: July 10, 2010

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



Prepared By and Return To:

Timeshare Closing Services, Inc.
8545 Commodity Circle
Orlando, Florida 32819

RESORT NAME: David Walleys

LIMITED DURABLE POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS: That the undersigned, ("**Grantor(s)**") being of legal age, **DO(ES) HEREBY CONSTITUTE** and appoint **Chad Newbold** ("**Grantee**") also of legal age, as Grantor(s) true and lawful attorney-in-fact for and on behalf and in Grantor(s) name, place and stead to do any and all of the following acts:

To perform any and all acts necessary to convey the real and personal timeshare property legally described in the attached Exhibit A and made a part hereof. This power includes, but is not limited to, contacting the resort on Grantor(s) behalf, making inquiries into the status of accounts affecting this property, making reservations, banking weeks, ordering death certificates, collecting proceeds, executing any and all documents, notarial, affidavit or otherwise, in the names as written below or in other form and all other issues that are deemed necessary in Grantee's discretion to carry out the transfer of said property. This power shall not be affected by the disability of the Grantor(s). Grantee has the power to perform all and every act and thing fully and to the same extent as the Grantor(s) could do if personally present, with full power of substitution and revocation. This power shall terminate one year from the date originally executed.

AND THE GRANTOR(S) DO(ES) HEREBY RATIFY AND CONFIRM all whatsoever that the said attorney-in-fact or duly appointed substitute shall do or cause to be done by virtue of the powers hereby granted.

[SIGNATURES ON FOLLOWING PAGE]



IN WITNESS WHEREOF, this instrument has been executed as of this 10 day of July, 2010.

SIGNED IN THE PRESENCE OF:

Cara L Johnson
Witness Signature # 1

Cara L. Johnson
Print Witness Name # 1

[Signature]
Witness Signature # 2

Sam Friedberg
Print Witness Name # 2

GRANTOR(S):

Ross H Spinner
Grantor Signature #1

ROSS H SPINNER
Print Grantor Name #1

Charlene Spinner
Grantor Signature #2

Charlene Spinner
Print Grantor Name #2

State of Nevada)

County of Washoe)

On July 10, 2010, before me, Cara L. Johnson, Notary Public, personally appeared Ross H. Spinner and Charlene Spinner

_____ 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 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) in the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed this instrument.

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

* Type of evidence Provided: Nevada Drivers License

WITNESS my hand and official seal:

Cara L Johnson
Signature, Notary Public

COMMISSION EXPIRES: 9-22-2011

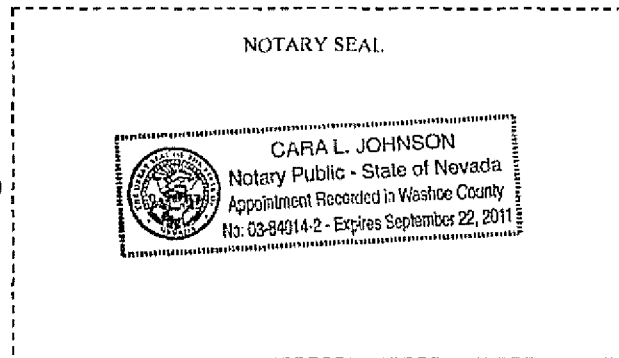




Exhibit "A"

File number: 95072010029

Inventory No: 17-059-47-01

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 1/1989th 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, 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, 0489957, 0509920 and 0521436, and subject to said Declaration; with the exclusive right to use said interest for one Use Period within a PREMIUM UNIT each year in accordance with said Declaration.

Together with a perpetual non-exclusive easement of use and enjoyment in, to and throughout the Common Area and a perpetual non-exclusive easement for parking and pedestrian and vehicular access, ingress and egress as set forth in Access Easement and Abandonment Deed recorded September 20, 2002 in book 0902, at Page 06242, as Document No.0552534, Official Records, Douglas County, Nevada.

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