APN: 1318-15-823-009 PTN

Recording requested by: Jo Ann Kelley and when recorded Mail To: Timeshare Closing Services, Inc. 8545 Commodity Circle Orlando, FL 32819

Escrow# 67092710059

DOC # 776978
01/18/2011 08:07AM Deputy: GB
OFFICIAL RECORD
Requested By:
TIMESHARE CLOSING SERVIC
Douglas County - NV
Karen Ellison - Recorder
Page: 1 of 4 Fee: 17.00
BK-111 PG-3328 RPTT: 0.00

Mail Tax Statements To: Carl A. Johnson, 13144 Port Said Road, Apt. 2142, Miami, Florida 33054

Limited Power of Attorney

Jo Ann Kelley, whose address is 8545 Commodity Circle, Orlando, FL 32819, "Grantor"

Hereby Grant(s) Power of Attorney To:

Anne Stewart

Document Date: August 26, 2010

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

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LIMITED POWER OF ATTORNEY

Jo Ann Kelley . ("THE PRINCIPAL(S)") do hereby constitute and appoint DIAMOND RESORTS INTERNATIONAL make. MARKETING, INC. ("THE AGENT") by and through their authorized representatives, ANNE STEWART and JOAN VANHOFF, as the true and lawful attorneys-in-fact for THE PRINCIPAL(S), giving and granting unto each authorized representative of THE AGENT full power and authority to execute, sign, and initial any and all documents, and conduct any and all acts necessary to sell and convey the real property and personal property located at ____South Shore ___ and legally described as: Unit # 14301 Week # including, but not limited to, the power and authority to execute any instruments necessary to close THE TRANSACTION on the above referenced property and to allow any authorized representative of THE AGENT to act in their stead at time of Closing of THE TRANSACTION. 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 AGENTS, at their 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, their authorized representatives listed herein, or any duly

appointed substitute designated hereafter by INTERNATIONAL TIMESHARES MARKETING, LLC, shall lawfully do or cause to be done those acts authorized herein.

IN WITNESS WHEREOF, this instrument has been executed as of this 26th Day of August, 2010 Signed in the Presence of:

Maren Si Kayung Tereso Witness Signature #1

Signature Name of Principal

Karen SeKayumptown

Jo Ann Kelley Printed Name of Principal

Witness Signature # 2

Signature Name of Principal

Printed Name of Witness # 2

Printed Name of Principal

State of: Arizona County of: Yavapai Address of Principal: P. O. Box 480

Manteca, CA 95336

On this 26th Day of August, 2010, before me OBERT (IEAR) notary) personally appeared Jo Ann Kelley personally known to me (or 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(ics) and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

NOTARY PUBLIC

My Commission Expires:

3-21-14

Robert J. Viegos Notary Public Yavapai County, Arizona My Comm. Expires 3/21/14



Exhibit "A"

File number: 67092710059

Fractional Interest Letter D consisting of an undivided one-thirteenth (1/13) ownership interest as tenant in common in Residence Club Unit No. 14301 contained within South Shore, a Nevada condominium project, as identified and established in the Condominium Plat of South Shore, a Commercial Subdivision recorded on December 5, 2002 in Book 1202, at Page 2181, as Document No. 559872 in the office of the County Recorder for Douglas County, State of Nevada, as further described in the Declaration of Condominium South Shore recorded on December 5, 2002 in Book 1202, at Page 2182, Document No 559873, together with the undivided interest in the Common Elements appurtenant to said Fractional Interest, and together with the exclusive right to possesion and occupancy of such Residence Club Unit during certain Occupancy PEriods in accordance with the Declaration of Covenants, Conditions, Easements, and Restrictions for the Residence Club at South Shore recorded on December 5, 2002 in Book 1202, at Page 2217, as Document No. 559874.

