

A Portion Of APN: 1319-30-644-038

When Recorded Mail to:

Richard E. Williams & Muriel Williams

11735 Crystal Brook Ln.

Knoxville, TN 37934

Douglas County - NV
Karen Ellison - Recorder
Page: 1 Of 3 Fee: 16.00
BK-0311 PG- 2003 RPTT: 0.00



#37-071-30-02 / 20112428

SPECIAL POWER OF ATTORNEY.

KNOW ALL MEN BY THESE PRESENTS: That the undersigned,

Richard E. Williams and Muriel Williams, of Knox, Tennessee, does hereby
appoint (County) (State)

Resort Realty, LLC., a Nevada Limited Liability Company of Douglas County, Stateline,
Nevada, our true and lawful attorney-in-fact for the sale of our timeshare interest in Douglas County,
Nevada at THE RIDGE TAHOE, more particularly described as follows:

See Exhibit "A" attached hereto and incorporated herein by this reference. (The
"Timeshares").

Giving and granting to our said attorney-in-fact full power to execute in our names,
a Purchase Agreement and Deposit Receipt, Grant Bargain and Sales Deed and any other customary
or required documents, binding us to transfer of the Timeshare, as fully to all intents and purposes
as the undersigned might or could do if they were personally present, hereby ratifying and confirming
all that our said attorney-in-fact shall lawfully do, or cause to be done, by virtue of these presents.

Said attorney-in-fact is authorized to execute a deed on our behalf.

WITNESS OUR HANDS this 21 day of MAY, 2010.

The undersigned hereby affirms that this
document submitted for recording does not contain
the social security number of any person or persons.
(Per NRS 239B.030)

Richard E. Williams
RICHARD E. WILLIAMS
Muriel Williams
MURIEL WILLIAMS

STATE OF Tennessee

: ss.

COUNTY OF Knox

On May 21, 2010, personally appeared before me, a notary public, RICHARD E. WILLIAMS, personally known (or proved) to me to be the person whose name is subscribed to the foregoing instrument, and who acknowledged to me that (s)he executed the foregoing instrument.

Judith Ann Solomon
NOTARY PUBLIC

**My Commission Expires:
March 3, 2014**



STATE OF Tennessee

: ss.

COUNTY OF Knox

On May 21, 2010, personally appeared before me, a notary public, MURIEL WILLIAMS, personally known (or proved) to me to be the person whose name is subscribed to the foregoing instrument, and who acknowledged to me that (s)he executed the foregoing instrument.

Judith Ann Solomon
NOTARY PUBLIC

**My Commission Expires:
March 3, 2014**

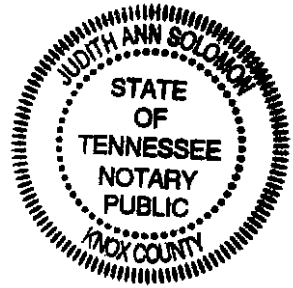


EXHIBIT "A"

(37)

An undivided 1/51st interest as tenants in common in and to that certain real property and improvements as follows: (A) An undivided 1/106th interest in and to Lot 37 as shown on Tahoe Village Unit No. 3 - 13th Amended Map, recorded December 31, 1991, as Document No. 268097, re-recorded as Document No. 269053, Official Records of Douglas County, State of Nevada, excepting therefrom Units 039 through 080 (inclusive) and Units 141 through 204 (inclusive) as shown on that certain Condominium Plan recorded July 14, 1988, as Document No. 182057; and (B) Unit No. 071 as shown and defined on said Condominium Plan; together with those easements appurtenant thereto and such easements described in the Fourth Amended and Restated Declaration of Time Share Covenants, Conditions and Restrictions for The Ridge Tahoe recorded February 14, 1984, as Document No. 096758, as amended, and in the Declaration of Annexation of The Ridge Tahoe Phase Five recorded August 18, 1988, as Document No. 184461, as amended, and as described in the Recitation of Easements Affecting the Ridge Tahoe recorded February 24, 1992, as Document No. 271619, and subject to said Declarations; with the exclusive right to use said interest in Lot 37 only, for one week each year in the Prime "Season" as defined in and in accordance with said Declarations.

A Portion of APN: 1319-30-644-038