

DOUGLAS COUNTY, NV

**2018-921745**

Rec:\$35.00

\$35.00

Pgs=8

11/02/2018 11:59 AM

WILSON TITLE SERVICES

KAREN ELLISON, RECORDER

**RECORDING COVER PAGE**

**APN:**

**Recording Requested by:**  
Wilson Title Services, LLC

**When Recorded Mail Tax Statements to:**  
WALLEY'S PROPERTY OWNERS ASSOCIATION  
701 Carson St., Suite 200  
Carson City, NV 89701

**When Recorded Mail to:**  
WALLEY'S PROPERTY OWNERS ASSOCIATION  
701 Carson St., Suite 200  
Carson City, NV 89701

**TITLE OF DOCUMENT:**

**RESOLUTION OF  
WALLEY'S PROPERTY OWNERS ASSOCIATION**

**RESOLUTION OF  
WALLEY'S PROPERTY OWNERS ASSOCIATION**

The below Board Members, constituting all of the Board Members of Walley's Property Owners Association, a Nevada non-profit corporation (the "**WPOA**"), as evidenced by their signatures below, do hereby unanimously consent to and adopt the following resolution in accordance with Article VI, Section 6 of the WPOA's Amended Bylaws dated October 1, 2014 (the "**Bylaws**").

**RESOLUTION**

**WHEREAS**, the WPOA is the owners' association of that certain timeshare resort known as David Walley's Resort and located at 2001 Foothill Rd., Genoa, Nevada 89411 (the "**Resort**"), and from time to time owns certain time share interests at the Resort, and desires to sell certain of said interests (the "**Sales Transaction**") to Orange Lake Country Club, Inc. ("**OLCC**");

**WHEREAS**, the below Board Members, constituting all the Board Members of the WPOA, were present at the Special Meeting held on October 3, 2018, at 10 o'clock a.m., at 800 South Meadows Parkway, Suite 800, Reno, Nevada, and upon a motion duly made, seconded and carried by an affirmative vote of the WPOA Board, among other things, the herein defined Sales Transaction was approved.

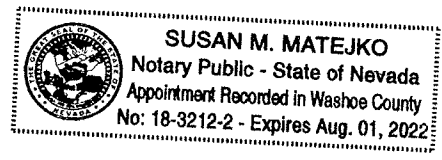
**NOW, THEREFORE BE IT RESOLVED**, that the herein described Sales Transaction is hereby approved and confirmed, and all acts, instruments, agreements and things, that any Board Member or single officer thereof has done or may do or enter into in connection with said Sales Transaction is hereby ratified, approved and confirmed; and

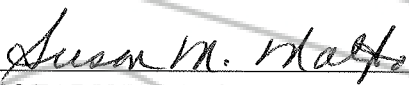
**RESOLVED FURTHER**, that any single officer, including without limitation its President, Vice President or Treasurer, is hereby authorized and empowered, in the name and on behalf of the WPOA, to take any and all actions required to consummate the Sales Transaction, to pay all fees and expenses incident thereto and to execute any and all additional contracts, amendments, modifications, or other agreements, certificates, instruments or documents that may, from time to time, arise out of or be required in connection with, consummation of the Sales Transaction defined herein, or to set forth the terms and conditions of such obligations or modifications thereof necessary and appropriate to carry out the intent and purpose of these resolutions.

By:   
Wendy Miller-Mercandante - Vice President

STATE OF Nevada  
COUNTY OF Washoe

This instrument was acknowledged before me on Oct. 26, 2018 by Wendy Miller-Mercandante.



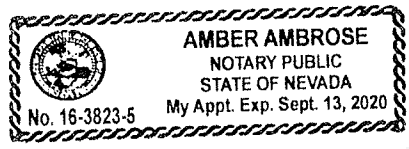
  
NOTARY PUBLIC

My commission expires: 8/1/22

By: Jon Nowlin  
Jon Nowlin - Treasurer

STATE OF Nevada  
COUNTY OF Carson City

This instrument was acknowledged before me on 10/25/18, 2018 by Jon Nowlin.



Amber Ambrose  
NOTARY PUBLIC

My commission expires: 9/13/20

COPY

**BOARD MEMBERS' RATIFICATION**

The above Resolution has been duly consented to, authorized and ratified effective as of this 25 day of October, 2018 by all Board Members of the WPOA.

By: Marlena Forst, President  
Marlena Forst - President

STATE OF \_\_\_\_\_  
COUNTY OF \_\_\_\_\_

This instrument was acknowledged before me on \_\_\_\_\_, 2018 by Marlena Forst.

**SEE ATTACHED FORM  
FOR NOTARY CERTIFICATE**

\_\_\_\_\_  
NOTARY PUBLIC

My commission expires: \_\_\_\_\_

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California

County of San Luis Obispo

On 10-25-2018 before me, Allison Munden, Notary Public,  
Date

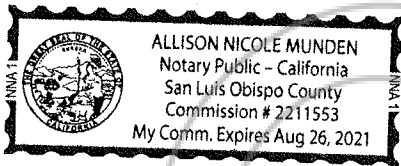
personally appeared MARLENA FORST

Name(s) of Signer(s)

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) 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

*Allison Munden*

Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though this section is optional, completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

Description of Attached Document

Title or Type of Document: \_\_\_\_\_

Document Date: \_\_\_\_\_ Number of Pages: \_\_\_\_\_

Signer(s) Other Than Named Above: \_\_\_\_\_

Capacity(ies) Claimed by Signer(s)

Signer's Name: \_\_\_\_\_

Corporate Officer — Title(s): \_\_\_\_\_

Partner —  Limited  General

Individual  Attorney in Fact

Trustee  Guardian or Conservator

Other: \_\_\_\_\_

Signer Is Representing: \_\_\_\_\_

Signer's Name: \_\_\_\_\_

Corporate Officer — Title(s): \_\_\_\_\_

Partner —  Limited  General

Individual  Attorney in Fact

Trustee  Guardian or Conservator

Other: \_\_\_\_\_

Signer Is Representing: \_\_\_\_\_



By: Henry Morita  
Henry Morita - Director

STATE OF \_\_\_\_\_  
COUNTY OF \_\_\_\_\_

This instrument was acknowledged before me on \_\_\_\_\_, 2018 by Henry Morita.

\_\_\_\_\_  
NOTARY PUBLIC

My commission expires: \_\_\_\_\_

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California  
County of Sacramento  
On 10-22-18 before me K. Isherwood  
Notary Public personally appeared Henry Toshiaki Morita

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) 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: K. Isherwood

