

DOUGLAS COUNTY, NV **2019-930089**
RPTT:\$1556.10 Rec:\$35.00
\$1,591.10 Pgs=8 **06/10/2019 08:46 AM**
WILSON TITLE SERVICES
KAREN ELLISON, RECORDER

APN#: 1319-15-000-015
1319-15-000-020
1319-22-000-021
1319-15-000-022
1319-15-000-023
1319-15-000-029
1319-15-000-030
1319-15-000-031
1319-15-000-032

After Recording Send Tax Statements to:
Orange Lake Country Club, Inc.
8505 West Irlo Bronson Memorial Highway
Kissimmee, FL 34747

After Recording Return to:
Wilson Title Services, LLC
4045 S. Spencer Street, Suite A62
Las Vegas, NV 89119

GRANT, BARGAIN AND SALE DEED
[David Walley's]

THIS DEED is made this 4 day of June, 2019, by and between **ORANGE LAKE COUNTRY CLUB, INC.**, a Delaware corporation, formerly known as Orange Lake Country Club, Inc., a Florida corporation, whose mailing address is 8505 W. Irlo Bronson Memorial Highway, Kissimmee, Florida 34747 ("**Grantor**"), and **CHICAGO TITLE TIMESHARE LAND TRUST, INC.**, a Florida corporation, solely as Trustee of Land Trust No. 2017-OL1 (a.k.a. Orange Lake Land Trust), whose address is 2400 Maitland Center Parkway, Suite 110, Maitland, Florida 32751 ("**Grantee**") under that certain Trust Agreement for Orange Lake Land Trust (Trust No. 2017-OL1) dated December 15, 2017 as hereinafter described.

WITNESSETH:

Grantor, for and in consideration of Ten Dollars (\$10.00) and other good and valuable consideration to it paid by Grantee, the receipt and sufficiency of which is hereby acknowledged, by these presents does hereby grant, bargain, sell and convey unto Grantee, its successors and assigns, the real property more particularly described in **Exhibit "A"** attached hereto and made a part (the "**Property**").

TOGETHER WITH all the improvements now or hereafter erected on the property, and all easements, rights, appurtenances, rents, royalties, mineral, oil and gas rights and profits, water rights and stock and all fixtures now or hereafter a part of the Property. All replacements and additions shall also be covered by this Deed. All of the foregoing together with all personal property associated therewith is part of the Property described above.

SUBJECT TO: (i) any and all rights, rights of way, reservations, restrictions, agreements, covenants, encumbrances, easements, mineral exceptions and reservations, and all conditions of record; (ii) the Corrected Sixth Amended and Restated Declaration of Time Share Covenants, Conditions and Restrictions for David Walley's Resort, recorded November 2, 2018, with the Recorder in and for Douglas County, Nevada, as Document Number 2018-921717, and all exhibits, amendments, and annexations thereto, as may be amended from time to time; and (iii) Real Estate Taxes that are currently not due and payable but are a lien against the Property.

This conveyance is also made subject to the following:

1. All legal title and equitable title to the Property is being conveyed to Grantee, as trustee of that certain Orange Lake Land Trust created by that certain Trust Agreement for Orange Lake Land Trust (Trust No. 2017-OL1) executed by and among Grantor, Grantee, and Orange Lake Trust Owners' Association, Inc., a Florida not-for-profit corporation, as amended and supplemented from time to time ("Trust Agreement"), pursuant to which Grantor, as settlor, established the Orange Lake Land Trust in accordance with Section 689.071, *Florida Statutes* (the "Trust");
2. Grantee, as Trustee of the Trust, shall have the power and authority prescribed in Section 689.073(1), *Florida Statutes*;
3. Upon conveyance of the Property to Grantee by Grantor, all beneficial interests in the Trust resulting from the addition of the Property shall immediately and automatically vest in Grantor, as the sole initial beneficiary with respect to the Property, pursuant to the Trust Agreement, a memorandum of which is recorded as Instrument Number: 20180061276 in the Public Records of Orange County, Florida ("**Memorandum of Trust**"). Any deeds subsequently conveying beneficial interests in the Trust with respect to the Trust Plan Property or Interests (as such terms are defined in the Trust Agreement) shall be recorded solely in the Public Records of Orange County, Florida;
4. All Interests (as defined in the Trust Agreement) in the Trust are Florida real property interests;
5. The number of Points for Sale (as defined in the Trust Agreement) that Grantor may sell resulting from this conveyance and the submission of the Property to the Trust Plan shall be about 13,181,800.
6. Grantor reserves for itself and its successors and assigns certain rights reserved to Grantor as more particularly set forth in that certain Corrected Sixth Amended and Restated Declaration of Time Share Covenants, Conditions and Restrictions for

David Walley's Resort, recorded November 2, 2018, with the Recorder in and for Douglas County, Nevada, as Document Number 2018-921717, and all exhibits, amendments, and annexations thereto, as may be amended from time to time (the "Declaration"). Such rights are not being conveyed pursuant to this Deed and may be exercised by Grantor without Grantee's consent, approval, or knowledge. These rights, as more particularly described in the Declaration, and all of the relevant provisions of such Declaration with respect to these rights, are made a part of this Deed.

TITLE TO THE PROPERTY is herein transferred with all tenements, hereditaments and appurtenances thereunto belonging or appertaining, and the reversion and revisions, remainder and remainders, rents, issues and profits thereof.

TO HAVE AND TO HOLD, the said Property unto the said Grantee, their heirs and successors and assigns forever in fee simple.

[SIGNATURES ON FOLLOWING PAGE]

IN WITNESS WHEREOF, Grantor has executed this Grant, Bargain and Sale Deed on the date set forth above.

Signed, sealed and delivered
in the presence of:

Ashey Holtzclaw
Witness

Print name: Ashey Holtzclaw

Milagros Mercedes
Witness

Print name: Milagros Mercedes

"Grantor"

**ORANGE LAKE COUNTRY CLUB,
INC., a Delaware corporation**

By: [Signature]

Print name: Michael S Thompson

As its Sr. V. P.

(CORPORATE SEAL)

STATE OF FLORIDA §
 §
COUNTY OF ORANGE §

The foregoing instrument was acknowledged before me this 27 day of June, 2019 by Michael S. Thompson, as Sr. V. P. of ORANGE LAKE COUNTRY CLUB, INC., a Delaware corporation, on behalf of the corporation.

Mikaela A Duffy
Notary Public, State of Florida

Signed, sealed and delivered
in the presence of:

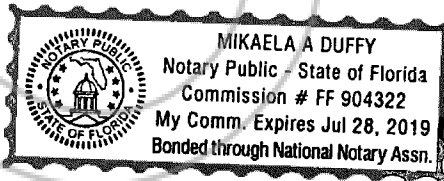


Exhibit "A"

[David Walley's Inventory]

The Time Shares estates set forth in **Exhibit "A-1"** attached hereto and incorporated herein by this reference, as said term "Time Share" is defined in that certain Sixth Amended and Restated Declaration of Time Share Covenants, Conditions and Restrictions for David Walley's dated September 24, 2014, and filed and recorded as Document Number 0849819 in Book 0914, Page 4388 in the Official Records of Douglas County, as corrected by the recording of the Corrected Sixth Amended and Restated Declaration of Time Share Covenants, Conditions and Restrictions for David Walley's dated November 2, 2018, in the Official Records of Douglas County, Nevada as Document Number 2018-921717, and all exhibits, amendments, and annexations thereto (collectively the "**Declaration**"), which Time Share consists of an undivided interest as a tenant in common in and to those certain parcels of real property as set forth below:

Aurora Phase

An undivided 1/1,071st, or 1/2,142nd interest in and to all that real property situate in the County of Douglas, State of Nevada more fully described on Exhibit A (Parcel II) to the Declaration.

APN: 1319-22-000-021

Bodie Phase

An undivided 1/1,989th or 1/3,978th interest in and to all that real property situate in the County of Douglas, State of Nevada more fully described on Exhibit A (Parcel I) to the Declaration.

APN: 1319-15-000-015

Canyon Phase

An undivided 1/1,224th or 1/2,448th interest in and to all that real property situate in the County of Douglas, State of Nevada more fully described on Exhibit A (Parcel III) to the Declaration.

APN: 1319-15-000-020

Dillon Phase

An undivided 1/1,224th or 1/2,448th interest in and to all that real property situate in the County of Douglas, State of Nevada more fully described on Exhibit A (Parcel IV) to the Declaration.

APN: 1319-15-000-022

APN: 1319-15-000-031

APN: 1319-15-000-032

APN: 1319-15-000-023

APN: 1319-15-000-029

APN: 1319-15-000-030

Exhibit A-1

[David Walley's]

Count	ICN	Unit Type	Frequency	Phase
1	36028108370	2BDLO-Std	Annual	Dillon
2	36028106290	2BDLO-Std	Annual	Dillon
3	36028105260	2BDLO-Std	Annual	Dillon
4	36028104090	2BDLO-Std	Annual	Dillon
5	36028104110	2BDLO-Std	Annual	Dillon
6	36028103460	2BDLO-Std	Annual	Dillon
7	36028102100	2BDLO-Std	Annual	Dillon
8	36028098420	2BDLO-Std	Annual	Dillon
9	36028096260	2BDLO-Std	Annual	Dillon
10	36028095050	2BDLO-Std	Annual	Dillon
11	36028094480	2BDLO-Std	Annual	Dillon
12	36028094450	2BDLO-Std	Annual	Dillon
13	36028093210	2BDLO-Std	Annual	Dillon
14	36028092040	2BDLO-Std	Annual	Dillon
15	36028092340	2BDLO-Std	Annual	Dillon
16	36028091500	2BDLO-Std	Annual	Dillon
17	36028091390	2BDLO-Std	Annual	Dillon
18	36028091280	2BDLO-Std	Annual	Dillon
19	36028089320	2BDLO-Std	Annual	Dillon
20	36028089300	2BDLO-Std	Annual	Dillon
21	36028088300	2BDLO-Std	Annual	Dillon
22	36028086440	2BDLO-Std	Annual	Dillon
23	36023081390	2BDLO-Std	Annual	Canyon
24	36023081160	2BDLO-Std	Annual	Canyon
25	36023081100	2BDLO-Std	Annual	Canyon
26	36023077360	2BDLO-Std	Annual	Canyon
27	36023075210	2BDLO-Std	Annual	Canyon
28	36023075010	2BDLO-Std	Annual	Canyon
29	36023074090	2BDLO-Std	Annual	Canyon
30	36023073450	2BDLO-Std	Annual	Canyon
31	36023073010	2BDLO-Std	Annual	Canyon
32	36023070290	2BDLO-Std	Annual	Canyon
33	36023070220	2BDLO-Std	Annual	Canyon
34	36023069370	2BDLO-Std	Annual	Canyon
35	36023068330	2BDLO-Std	Annual	Canyon
36	36023068290	2BDLO-Std	Annual	Canyon
37	36023068140	2BDLO-Std	Annual	Canyon
38	36023066510	2BDLO-Std	Annual	Canyon
39	36023065120	2BDLO-Std	Annual	Canyon
40	36023064200	2BDLO-Std	Annual	Canyon
41	36023062050	2BDLO-Std	Annual	Canyon
42	36023062040	2BDLO-Std	Annual	Canyon
43	36022054370	2BDLO-Std	Annual	Bodie
44	36022054180	2BDLO-Std	Annual	Bodie

Exhibit A-1

[David Walley's]

Count	ICN	Unit Type	Frequency	Phase
45	36022053410	2BDLO-Std	Annual	Bodie
46	36022052200	2BDLO-Std	Annual	Bodie
47	36022026330	1BD	Annual	Bodie
48	36022060150	2BDLO-Prem	Annual	Bodie
49	36022060130	2BDLO-Prem	Annual	Bodie
50	36022059060	2BDLO-Prem	Annual	Bodie
51	36022025060	1BD	Annual	Bodie
52	36022025440	1BD	Annual	Bodie
53	36022025360	1BD	Annual	Bodie
54	36022025330	1BD	Annual	Bodie
55	36022025200	1BD	Annual	Bodie
56	36022047170	2BDLO-Std	Annual	Bodie
57	36022046100	2BDLO-Std	Annual	Bodie
58	36022045250	2BDLO-Std	Annual	Bodie
59	36022024040	1BD	Annual	Bodie
60	36022024470	1BD	Annual	Bodie
61	36022024270	1BD	Annual	Bodie
62	36022024230	1BD	Annual	Bodie
63	36022057240	2BDLO-Prem	Annual	Bodie
64	36022023040	1BD	Annual	Bodie
65	36022037090	2BDLO-Std	Annual	Bodie
66	36022037430	2BDLO-Std	Annual	Bodie
67	36022036510	2BDLO-Std	Annual	Bodie
68	36022033100	2BDLO-Std	Annual	Bodie
69	36022022080	1BD	Annual	Bodie
70	36022022420	1BD	Annual	Bodie
71	36022022400	1BD	Annual	Bodie
72	36022022110	1BD	Annual	Bodie
73	36022056510	2BDLO-Prem	Annual	Bodie
74	36022056400	2BDLO-Prem	Annual	Bodie
75	36022030100	2BDLO-Std	Annual	Bodie
76	36022055110	2BDLO-Prem	Annual	Bodie
77	36022029450	2BDLO-Std	Annual	Bodie
78	36022029120	2BDLO-Std	Annual	Bodie
79	36022027130	2BDLO-Std	Annual	Bodie
80	36021020040	2BDLO-Std	Annual	Aurora
81	36021019040	2BDLO-Std	Annual	Aurora
82	36021018070	2BDLO-Std	Annual	Aurora
83	36021018300	2BDLO-Std	Annual	Aurora
84	36021017100	2BDLO-Std	Annual	Aurora
85	36021015430	2BDLO-Std	Annual	Aurora
86	36021015360	2BDLO-Std	Annual	Aurora
87	36021012360	2BDLO-Std	Annual	Aurora
88	36021014390	2BDLO-Prem	Annual	Aurora

Exhibit A-1

[David Walley's]

Count	ICN	Unit Type	Frequency	Phase
89	36021014230	2BDLO-Prem	Annual	Aurora
90	36021010120	2BDLO-Std	Annual	Aurora
91	36021009290	2BDLO-Std	Annual	Aurora
92	36021008150	2BDLO-Std	Annual	Aurora
93	36021005430	2BDLO-Std	Annual	Aurora
94	36021005210	2BDLO-Std	Annual	Aurora
95	36021004060	2BDLO-Std	Annual	Aurora
96	36021004510	2BDLO-Std	Annual	Aurora
97	36021004390	2BDLO-Std	Annual	Aurora
98	36021004200	2BDLO-Std	Annual	Aurora
99	36021003450	2BDLO-Std	Annual	Aurora
100	36021003150	2BDLO-Std	Annual	Aurora

**STATE OF NEVADA
DECLARATION OF VALUE**

1. Assessor Parcel Number(s)
 a) 1319-15-000-015; 1319-15-000-020; 1319-22-000-021;
 b) 1319-15-000-022; 1319-15-000-023; 1319-15-000-029;
 c) 1319-15-000-030; 1319-15-000-031; 1319-15-000-032
 d) _____

2. Type of Property
 a) Vacant Land b) Single Fam.
 c) Condo/Twnhs d) 2-4 Plex
 e) Apt. Bldg. f) Comm'l/Ind'l
 g) Agricultural h) Mobile Home
 i) Other Timeshare

FOR RECORDERS OPTIONAL USE ONLY	
Book _____	Page: _____
Date of Recording: _____	
Notes: _____	

3. Total Value/Sales Price of Property: \$ 398,789.00
 Deed in Lieu of Foreclosure Only (value of property) (\$ _____)
 Transfer Tax Value: \$ 398,789.00
 Real Property Transfer Tax Due \$ 1,556.10

4. **If Exemption Claimed:**
 a. Transfer Tax Exemption, per 375.090, Section: _____
 b. Explain reason for exemption: _____

5. Partial Interest: Percentage being transferred: 100 %
 The undersigned declares and acknowledges, under penalty of perjury, pursuant to NRS 375.060 and NRS 375.110, that the information provided is correct to the best of their information and belief, and can be supported by documentation if called upon to substantiate the information provided herein. Furthermore, the parties agree that disallowance of any claimed exemption, or other determination of additional tax due, may result in a penalty of 10% of the tax due plus interest at 1% per month. Pursuant to NRS 375.030, the Buyer and Seller shall be jointly and severally liable for any additional amount owed.

Signature: [Signature] Capacity: Agent
 Signature: _____ Capacity: _____

SELLER (GRANTOR) INFORMATION
(REQUIRED)
 ORANGE LAKE COUNTRY
 Print Name: CLUB, INC
 Address: 8505 W Irlo Bronson Mem. Hwy
 City: Kissimmee
 State: FL Zip: 34747

BUYER (GRANTEE) INFORMATION
(REQUIRED)
 CHICAGO TITLE TIMESHARE
 Print Name: LAND TRUST, INC.
 Address: 2400 Maitland Center Pkwy, Suite 110
 City: Maitland
 State: FL Zip: 32751

COMPANY/PERSON REQUESTING RECORDING (required if not seller or buyer)
 Print Name: Wilson Title Services, LLC File #: _____
 Address: 4045 S Spencer Street
 City: Las Vegas State: NV Zip: 89119