RCI DISCLOSURE GUIDE

DISNEY VACATION CLUB® MEMBER GETAWAYS

DISCLOSURE GUIDE TO THE RCI FAMILY OF EXCHANGE PROGRAMS

Available from Disney Vacation Club Management Corp., through corporate participation in the RCI Exchange Program (as defined below).

This publication contains important information that explains the terms, conditions and use by Disney Vacation Club Members of the RCI Exchange Program operated by RCI, LLC and sets forth the vacation ownership resorts participating in such exchange programs. You should read this document prior to your purchase of an ownership interest.

Unless otherwise stated, the information contained in this publication is correct as of January 1, 2012.
DISNEY VACATION CLUB MEMBER GETAWAYS
DISCLOSURE GUIDE TO PARTICIPATION IN THE RCI FAMILY OF EXCHANGE PROGRAMS

This Disney Vacation Club Member Getaways Disclosure Guide to participation in the RCI Family of Exchange Programs (the "Disclosure Guide") is provided to explain those programs to Disney Vacation Club Members. You should review this information to ensure that you understand the terms, conditions, operations and use of the RCI Family of Exchange Programs which are made available to DVC Members by Disney Vacation Club Management Corp., as a corporate participant in the RCI Family of Exchange Programs. Capitalized terms shall have the meanings ascribed to them below or elsewhere in this document, or in the Public Offering Statement.

DEFINITIONS

1. "All Inclusive Package" means a package of food, beverages, or other amenities that may be required or offered by a specific Member Resort for an additional fee. Payment for an All Inclusive Package may be required prior to or at check-in. All Inclusive Packages may vary in price and in the types of food, beverages, and amenities included. The Member may be required to purchase the All Inclusive Package as a condition for use of the accommodations at a specific Member Resort, or the All Inclusive Package may be optional and Members may not be required to choose whether to purchase it as a condition for use of the accommodations if they so choose. Food, beverages, and amenities may not be available at the Member Resort if the Member chooses not to purchase an optional package. Fees, terms and conditions of All Inclusive Packages are determined solely by the Member Resort offering the All Inclusive Package, and are subject to change at any time.

2. "Confirmation" means a written or electronic acknowledgment that an exchange request has been fulfilled.

3. "DVCMC" means Disney Vacation Club Management Corp., a Florida corporation, along with its legal representatives and successors and assigns.

4. "DVC Member" means the owner or holder of a vacation ownership or other interest or membership at a DVC Resort.

5. "DVC Provisional Member" means a person or party who has entered into a contract or other agreement with DVD for the purpose of becoming a DVC Member, but whose closing or actual consummation of said person's or party's contract or other agreement has not yet occurred. Unless expressly indicated otherwise, all references to a "DVC Member" herein shall include DVC Provisional Members.

6. "DVC Resort" means a vacation ownership resort property owned or operated by DVCMC or its affiliate.

7. "DVC Resort Vacation Home" means a studio, one, two or three bedroom accommodation in a DVC Resort.

8. "DVD" means Disney Vacation Development, Inc., a Florida corporation, along with its legal representatives and successors and assigns.

9. "Exchange Transaction Fee" means the fee charged to a DVC Member at the time a request to exchange into the RCI Exchange Program is placed. A separate Exchange Transaction Fee is charged for each confirmed reservation.

10. "Home Resort" means the DVC Resort at which a DVC Member owns an ownership interest. Where the DVC Member owns a real estate interest in more than one DVC Resort, Originating Resort (as defined below) is used to identify the DVC Resort from which the Vacation Time is being deposited or relinquished to effectuate an exchange.

11. "Host Resort" or "Host Accommodations" means the resort into which the DVC Member has been issued a Confirmation to travel on an exchange vacation.
12. "Member Resort" means any resort in which RCI provides exchange services directly to DVC Members. Initially, Member Resorts include the resorts listed at the back of this Disclosure Guide, which list may change from time to time. Member Resorts include DVC Resorts, except where expressly noted to the contrary.

13. "Originating Resort" means the resort at which a DVC Member has reserved Vacation Time for relinquishment into the RCI Exchange Program.

14. "Suspension" or "Suspended Resort" means that a resort is in violation of the resort affiliation agreement or is not in compliance with RCI policies and procedures. While a resort is suspended, processing of exchange deposits and requests may be temporarily halted.

15. “Vacation Points” means the number of Home Resort Vacation Points, as defined in the Home Resort Rules and Regulations (the “Rules and Regulations”) which govern the reservation and use of the DVC Resorts and facilities, necessary to enable a DVC Member to place an exchange request (see Paragraph 5 under Exchange Procedures and Priorities).

16. "Vacation Time" means any increment at a DVC Resort Vacation Home, or other Member Resort, deposited with or relinquished to the RCI Exchange Program.

17. RCI means RCI, LLC, a Delaware limited liability company (registered as Resort Condominiums International, LLC in Indiana, Nevada, New Jersey, North Carolina and Ohio), its officers, managers, employees, directors, shareholders, agents, representatives, parent companies, affiliates and subsidiaries and the predecessors, successors and assigns of all of them. RCI is the owner and operator of the RCI Weeks, RCI Points and The Registry Collection® Signature Selections® by RCI Exchange Programs.

18. “RCI Exchange Program” means the program through which DVC Members may use the RCI Weeks, RCI Points and The Registry Collection Signature Selections by RCI Exchange Programs to obtain access to Host Accommodations.

19. "RCI Member" means a person who owns a vacation ownership or other interest at a Member Resort, other than a DVC Resort, and who agrees to be bound by the terms and conditions of the RCI disclosure guide.

A DVC Member's ability to participate in the RCI Exchange Program is governed by the terms of the Disney Vacation Club Membership Agreement for each DVC Resort, as each may be amended from time to time (the "Membership Agreement"), and the Rules and Regulations, as well as the agreement between DVCMC, DVD and RCI (the "Agreement"). In the event DVCMC disaffiliates with RCI, DVCMC has reserved the right to remove from the RCI Exchange Program any or all pending exchange requests by DVC Members.

THE TERMS AND CONDITIONS SET FORTH HEREIN HAVE BEEN SPECIALLY AGREED UPON BY DVCMC AND RCI FOR OBTAINING RESORT ACCOMMODATIONS FOR DVC MEMBERS THROUGH THE RCI EXCHANGE PROGRAM AND ARE DIFFERENT FROM RCI'S STANDARD TERMS AND CONDITIONS OF INDIVIDUAL MEMBERSHIP AND EXCHANGE FOR RCI MEMBERS. THEREFORE, WHEN PLACING A REQUEST FOR ACCOMMODATIONS THROUGH THE RCI EXCHANGE PROGRAM, DVC MEMBERS SHOULD REFER TO THESE TERMS AND CONDITIONS. IN THE EVENT OF A CONFLICT BETWEEN THE TERMS AND CONDITIONS OF THIS DISCLOSURE GUIDE AND RCI'S STANDARD TERMS AND CONDITIONS, THE TERMS AND CONDITIONS OF THIS DISCLOSURE GUIDE SHALL PREVAIL.

DVCMC AND RCI ARE SEPARATE AND DISTINCT CORPORATIONS AND ARE INDEPENDENT FROM ONE ANOTHER. NEITHER COMPANY ASSUMES ANY LIABILITY FOR THE ACTS OR OMISSIONS OF THE OTHER.

Because vacation exchange is used on an intermittent basis, purchasers of vacation ownership, Vacation Time or memberships should make a purchase decision which best meets their ongoing needs. THE EXCHANGE OPPORTUNITY OFFERED THROUGH RCI SHOULD NOT BE THE PRIMARY REASON FOR PURCHASING A VACATION OWNERSHIP OR OTHER INTEREST OR MEMBERSHIP.
RESERVATION STATISTICS. Reservation statistics for the calendar year ending 2011 have been audited and are disclosed in this Disclosure Guide. **THE PERCENTAGE OF CONFIRMED EXCHANGES IS A SUMMARY OF THE EXCHANGE REQUESTS ENTERED WITH THE EXCHANGE COMPANY IN THE PERIOD REPORTED. THE PERCENTAGE OF CONFIRMED EXCHANGES DOES NOT INDICATE A PURCHASER'S PROBABILITY OF BEING CONFIRMED TO ANY SPECIFIC CHOICE OR RANGE OF CHOICES, SINCE AVAILABILITY AT INDIVIDUAL LOCATIONS MAY VARY.**

RCI, LLC - GENERAL INFORMATION

1. RCI is the operator of the RCI Exchange Program. No government agency has approved the merits of this exchange program. RCI, LLC is a Delaware limited liability company, with its principal offices located at:

   7 Sylvan Way
   Parsippany, NJ 07054

   Exchanges through the RCI Exchange Program are processed at:

   9998 North Michigan Road
   Carmel, IN 46032

   RCI is a subsidiary of Wyndham Worldwide Corporation, a Delaware corporation.

   The obligations of RCI, pursuant to this disclosure, may be performed by RCI, its authorized representatives, or designated licensees.

2. RCI is an independent exchange service company and is not owned, operated or controlled by DVCMC or DVD. Neither DVCMC nor DVD is an agent for or a joint venturer with RCI. RCI does not sell, lease, or otherwise convey an interest in any real property. Neither RCI, nor any of its officers or directors, has any legal or beneficial interest in DVCMC or DVD. Therefore, DVC Members agree that RCI is not liable or responsible for any claim or loss incurred in connection with membership in the Disney Vacation Club.

3. The following are the corporate officers and directors of RCI and its corporate parent, Wyndham Worldwide:

<table>
<thead>
<tr>
<th>Name</th>
<th>Title</th>
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<tbody>
<tr>
<td>Thomas G. Conforti</td>
<td>Executive Vice President</td>
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<tr>
<td>22 Sylvan Way, Parsippany, NJ 07054</td>
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<tr>
<td>Geoffrey A. Ballotti</td>
<td>Chairman and Chief Executive Officer</td>
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<tr>
<td>7 Sylvan Way, Parsippany, NJ 07054</td>
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<tr>
<td>Thomas J. Edwards</td>
<td>Executive Vice President and Treasurer</td>
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<tr>
<td>22 Sylvan Way, Parsippany, NJ 07054</td>
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<tr>
<td>Gordon S. Gurnik</td>
<td>President</td>
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<tr>
<td>7 Sylvan Way, Parsippany, NJ 07054</td>
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<tr>
<td>Mary R. Falvey</td>
<td>Executive Vice President</td>
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<tr>
<td>22 Sylvan Way, Parsippany, NJ 07054</td>
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<tr>
<td>Scott G. McLester</td>
<td>Executive Vice President, Legal and Assistant Secretary</td>
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<tr>
<td>22 Sylvan Way, Parsippany, NJ 07054</td>
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<tr>
<td>Kirsten Hotchkiss</td>
<td>Senior Vice President, Legal and Assistant Secretary</td>
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<tr>
<td>22 Sylvan Way, Parsippany, NJ 07054</td>
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<td>Susan Loring Crane</td>
<td>Group Vice President, Legal and Assistant Secretary</td>
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<td>22 Sylvan Way, Parsippany, NJ 07054</td>
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<tr>
<td>Nicola Rossi</td>
<td>Senior Vice President and Manager</td>
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<tr>
<td>22 Sylvan Way, Parsippany, NJ 07054</td>
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<tr>
<td>Steve Meetre</td>
<td>Senior Vice President, Legal and Assistant Secretary</td>
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<tr>
<td>22 Sylvan Way, Parsippany, NJ 07054</td>
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</tr>
<tr>
<td>Gail Mandel</td>
<td>Executive Vice President, Chief Financial Officer, and Manager</td>
</tr>
<tr>
<td>7 Sylvan Way, Parsippany, NJ 07054</td>
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</tr>
</tbody>
</table>
Barbara Spengler  
Senior Vice President  
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Richard G. Ruff III  
Senior Vice President  
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Executive Vice President and Chief Information  
Officer  
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Senior Vice President and Chief Technology Officer  
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Ronald Pearce  
Senior Vice President and Global Controller  
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Christine M. Parren  
Senior Vice President  
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Executive Vice President  
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Frank Campana  
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Rita Coviello  
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Marcus A. Banks  
Senior Vice President, Legal and Assistant Secretary  
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Michael Davenport  
Vice President  
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Christian B.H.M. Dirx  
Vice President and Assistant Treasurer  
22 Sylvan Way, Parsippany, NJ 07054

Jennifer Giampietro  
Vice President, Legal and Assistant Secretary  
22 Sylvan Way, Parsippany, NJ 07054
4. RCI provides the RCI Exchange Program and other related services and benefits to Members. Wyndham Worldwide Corporation (“Wyndham Worldwide”) is the ultimate parent corporation of RCI and Fairfield Resort Management Services, Inc. (“FRMS”), a resort management company, Wyndham Vacation Resorts, Inc. (“WVR”), Wyndham Resort Development Corporation doing business as WorldMark by Wyndham (“WRDC”), and Equivest Finance, Inc. (“Equivest”), and their respective subsidiaries. Some officers and/or directors of Wyndham Worldwide may from time to time serve as officers and/or directors of RCI, FRMS, WVR, WRDC, and/or Equivest, and vice versa. FRMS, WVR, WRDC and/or Equivest resorts are marked with a plus symbol “+” if applicable in the RCI Weeks and Points Units, the RCI Weeks and Points Members, The Registry Collection® Signature Selections by RCI Member Resorts Units and the Signature Selections by RCI Member Resorts Members lists, all of which are attached hereto. Certain officers and directors of RCI may own, or have rights to acquire, shares of stock in Wyndham Worldwide. Other than as stated in this paragraph, neither RCI nor any of its officers or directors has any legal or beneficial interest in any developer, seller, managing entity or vacation ownership plan participating in the RCI Points Exchange Program. RCI is an independent exchange service company and is not owned, operated or controlled by an Affiliated Resort developer, seller, managing entity or vacation ownership plan participating in the RCI Exchange Program.

5. Pursuant to the Agreement between RCI, DVCMC and DVD, RCI will provide the RCI Exchange Program for use by DVC Members subject to the terms and conditions of the Membership Agreement, Rules and Regulations and the terms and conditions set forth herein.

PARTICIPATION IN THE RCI EXCHANGE PROGRAM

1. DVCMC maintains a corporate membership in the RCI Exchange Program. Each DVC Member is allowed to participate in the RCI Exchange Program by virtue of DVCMC’s corporate participation, without being individual RCI members. Therefore, there are no membership fees charged by RCI to DVC Members for participation in the RCI Exchange Program.

2. DVCMC may arrange for renewal of its corporate membership with RCI, but at all times use of the RCI Exchange Program by a DVC Member is voluntary.

3. Access to the RCI Exchange Program will be provided so long as the DVC Member and DVCMC are in good standing with RCI. Additionally, the DVC Member must be current with respect to all monetary and other obligations pursuant to the Rules and Regulations and the applicable DVC resort Membership Agreement.

4. Participation in the RCI Exchange Program is conditioned upon DVCMC’s continued affiliation with RCI and DVCMC’s adherence (and the adherence of the DVC Resorts) to RCI’s standards of service, appearance, management, and operation. The failure of DVCMC, or the DVC Resorts, to maintain these standards, or to timely renovate or construct vacation accommodations and/or amenities participating in, or committed to participate in, the RCI Exchange Program, or failure of DVCMC or DVD to remain in good standing with RCI (e.g., failure to comply with contractual obligations, including the obligation to remit fees; failure to comply with RCI policies and procedures), may result in suspension or termination of DVCMC’s affiliation with RCI. DVCMC’s suspension or termination from the RCI Exchange Program may result in the loss of the ability of DVC Members to use the RCI Exchange Program.

5. Representations concerning RCI and the RCI Exchange Program are limited to materials approved by RCI in writing. All other representations are not valid or binding on RCI.
6. DVC Members acknowledge that:

(a) Resort facilities, amenities, and services vary by country, location, and resort, and room accommodations vary in size, decor, and interior detail.

(b) The description and amenities symbols provided in the DVC Website for each Member Resort are representative of the features generally available at such Member Resort. However, unit amenities and views may vary from unit to unit within a Member Resort and each DVC Member should review the Confirmation for specific information about his or her exchange accommodations. Each DVC Member should refer to the DVC Member Website for the most current Member Resort Listing.

(c) The exchange privilege should not be the primary reason for purchasing a vacation ownership or other interest.

(d) RCI is not liable for any damage, loss, or theft to personal property left in any DVC Resort accommodations which occurs through the use of the RCI Exchange Program; nor is RCI liable for any damage, loss, or theft to personal property which occurs through the DVC Members’ or their guests’ use of Host Accommodations.

(e) RCI is not responsible for any personal or bodily injury which occurs either at any DVC Resort or at a Host Resort.

(f) Upon each use of the RCI Exchange Program, any and all claims against RCI are waived, and RCI is released from all liability, if any, arising out of participation which occurred prior to the use of same.

(g) RCI’s liability, if any, in connection with participation in the RCI Exchange Program is limited to the fees paid to RCI on behalf of the DVC Member.

(h) If RCI should fail or be delayed in the performance of any obligation hereunder, including, but not limited to, providing exchange accommodations, due to causes beyond the control of and without the fault or negligence of RCI, then RCI shall be excused from further performance upon written notice to the affected DVC Member stating the reason for such nonperformance. Such causes may include, but are not limited to, acts of God or public enemy, fire, strikes, lock-out or other labor unrest, riot, explosion, civil disobedience, declared or undeclared war, revolution, insurrection, boycotts, acts of piracy, acts of terrorism, acts of public authorities, blockade, embargo, accident, epidemic or quarantine, delay or defaults caused by public or common carriers.

(i) RCI is prohibited from doing business with certain entities, individuals and groups of individuals as may be set forth from time to time on the Specially Designated Nationals and Blocked Persons List, and the Terrorism List (collectively, “Blocked Parties”). If RCI receives an Application for Individual Membership from a purchaser defined as a Blocked Party, RCI reserves the right to refuse membership for such purchaser. If a purchaser’s status changes, subsequent to being enrolled as a member of RCI, and such purchaser becomes a Blocked Party, RCI will cancel the membership without further obligation by RCI.

(j) All rules and regulations of Disney Vacation Club membership as well as the terms and conditions of the RCI Exchange Program, must be adhered to.

7. The terms and conditions of participation and use of the RCI Exchange Program shall be construed under the laws of the State of New Jersey. By participating in the RCI Exchange Program, DVC Members consent and waive their objection to the exclusive personal jurisdiction of and venue in the New Jersey state courts situated in Morris County, New Jersey and the United States District Court for the District of New Jersey. In the event of litigation between the parties, the parties waive the right to a jury trial in any action related to these terms and conditions or the relationship between any indemnitee, any member, any participant, any guest of a member, and their respective successors and assigns. If any legal action is initiated by a Member or guest or by RCI, pertaining, directly or indirectly, to these Terms and Conditions or RCI in general, and RCI prevails, that Member or guest shall, without
limitation, pay all costs incurred by RCI in defending such action, including reasonable attorneys’ fees, paralegal fees and court costs.

8. The terms and conditions set forth in this Disclosure Guide may be changed from time to time by RCI and/or DVCMC at their sole discretion without notice to members.

EXCHANGE METHODS

To utilize the exchange privilege, DVC Members must be in good standing with RCI and Disney Vacation Club from the time a deposit is made and/or a request is placed through the actual requested and/or confirmed travel dates and/or the commencement date of the week deposited (whichever occurs later). In addition, DVCMC must be in good standing with RCI.

To utilize the RCI Exchange Program, DVC Members must contact DVC Member Services directly and advise the DVC Member Services representative that the DVC Member desires to make an exchange through the RCI Exchange Program. The exchange service available to DVC Members through the RCI Exchange Program provides two different methods for utilizing the service. DVC Members may choose either the "Deposit First" or the "Request First" exchange method.

Deposit First Exchange Method

1. When Vacation Time which has been submitted to DVC Member Services by a DVC Member is deposited by DVCMC with RCI, all rights to the use of same for the week(s) deposited are immediately assigned to RCI. RCI may use that Deposit to obtain a Confirmation, to make the Deposit available to other Members, or to otherwise use or dispose of the Deposit, in its sole discretion. Once Vacation Time is deposited by DVCMC with RCI, the Vacation Time may not be withdrawn; therefore, once a DVC Member deposits Vacation Time, it is a final transaction. Submission to or confirmation of an exchange request with DVC Member Services is not required in order for RCI to use that Vacation Time which has been deposited by or on behalf of a DVC Member. Reservation of Vacation Time by DVC Members is subject to availability.

2. Vacation Time must be deposited with DVC Member Services no more than 11 months (7 months if the DVC Member is depositing Vacation Time from an Originating Resort other than his or her Home Resort), before the commencement date of the deposited week. Deposits of Vacation Time received by DVC Member Services from 45 days up until 14 days before the commencement date of the Vacation Time being deposited also are accepted; such deposits can only be used to reserve accommodations from 44 days up until 24 hours in advance of the travel dates desired.

3. An exchange may be requested for the same time period or for a time period that has a comparable exchange value as the Vacation Time deposited. (See Paragraph 9 under Exchange Procedures and Priorities.) The exchange request may be placed at the same time that the Vacation Time is deposited or at any time thereafter, but no later than the end of second calendar year after the date of the deposited Vacation Time.

4. DVC Members may place a request for an RCI Exchange into a resort that is affiliated with RCI Weeks with travel dates of up to 24 months in advance of the check in date. DVC Members may place a request for an RCI Exchange into RCI Points and The Registry Collection® Signature Selections Member Resorts with travel dates of up to 10 months in advance of the check in date.

Request First Exchange Method

1. DVC Members may place a request for an RCI Exchange into RCI Weeks Member Resorts with travel dates of up to 24 months in advance of the check in date. DVC Members may place a request for an RCI Exchange into RCI Points and The Registry Collection Signature Selection Member Resorts with travel dates of up to 10 months in advance of the check in date. DVC Members do not give up Vacation Time at a DVC Resort until an exchange has been confirmed.

2. Upon Confirmation, DVC Member Services will reserve Vacation Time for the DVC Member from a DVC Resort. Such reserved Vacation Time will be relinquished to RCI on behalf of the DVC Member, and the DVC Member will no longer have any rights to the use of the relinquished Vacation Time.
EXCHANGE PROCEDURES AND PRIORITIES

1. Once an exchange request is submitted, it may be canceled only if notice of cancellation is received by DVC Member Services prior to Confirmation of the request. Once DVC Member Services issues a Confirmation it may only be cancelled by telephone through DVC Member Services as described in Exchange Procedures and Priorities, paragraph 6 below.

2. All exchanges are subject to availability. All reservations are offered on a space available, first come, first served basis. All reservations are contingent upon the DVC Member requesting the reservation and having sufficient Vacation Points to obtain the desired exchange. Date restrictions and points use maximums may apply at some resorts. The earlier a reservation is requested, the better the possibility that a confirmed reservation can be obtained. Neither RCI, DVMC, DVD, nor any developer or marketer, can guarantee the fulfillment of a specific request.

3. The charts hereunder set forth the number of Vacation Points required to secure a reservation for one (1) week at a RCI Weeks or RCI Points Member Resort; the number of Vacation Points required to secure a nightly reservation at a RCI Points Member Resort; and the number of Vacation Points required to secure a reservation for one (1) week at a “The Registry Collection™” Signature Selections resort. The number of Vacation Points required for any particular unit type and Vacation Time is subject to change from time to time due to the fluctuation of supply of and demand for such unit type and Vacation Time in the RCI Exchange Network. DVC Members will be notified of such changes. This Vacation Points chart is effective as of January 1, 2011. DVC Members will be notified in writing of any changes to this chart.

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<th>Weekly Exchanges through RCI</th>
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<td>Vacation Points per Week</td>
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<th>Nightly Exchanges Through RCI</th>
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<th>Weekly Signature Selections Exchanges Through RCI</th>
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<tr>
<td>Vacation Points per Week</td>
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<td>Season</td>
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<td>MID</td>
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• Seasons and room types will vary between resorts based on location and demand.
• All exchanges are subject to availability and program terms and conditions are subject to change.
• One week is equal to seven consecutive nights.
• Full terms and conditions are located in this Disclosure Guide, and have been specially agreed upon by DVC MC and RCI for obtaining resort accommodations for DVC Members. Please review these terms and conditions carefully. Please consult DVC Member Services for additional information including additional fees, surcharges and taxes, etc.

4. In order to receive Confirmation of an RCI Exchange, a Vacation Time period must be relinquished. All Vacation Time periods are submitted on a random basis into the RCI Exchange Program. RCI has no control over the timing, location, or number of Vacation Time periods available to the RCI Exchange Program.

5. Only DVC Member Services can confirm exchange requests and only written or electronic Confirmations, based on the DVC Members preferences are valid.

6. Once DVC Member Services issues a Confirmation it may only be cancelled by telephone through DVC Member Services as provided herein. If such reservation is cancelled:
   a. 45 or more days before the check-in date, the full number of points used for the reservation is returned into the Member’s RCI account. The DVC Member may request additional RCI exchange accommodations, but travel must occur by December 31st of the next year and an additional non-refundable $95 transaction fee must be paid.
   b. Less that 45 days but more than 6 days before the check-in date, the full number of points used for the reservation are returned into the Member’s RCI account, but may only be used for RCI exchange accommodations reserved within 44 days to 24 hours prior to the new arrival date. Travel must occur by December 31st of the next year and an additional non-refundable $95 transaction fee must be paid.
   c. 6 or less days before the check-in date, the exchange is forfeited and no points are returned.

7. DVC Members may be confirmed into a resort beginning on any day of the week according to the Host Resort calendar.

8. The DVC Member should not rely on any representation that specific resort choices, additional benefits or specific exchange requests can be guaranteed through RCI. Limitations, restrictions and priorities may be employed in RCI’s operations, including limitations based on seasonality, unit size or other factors. These limitations may not be uniformly applied and as a result certain accommodations may be restricted in availability based upon applicable priorities and classification grouping of resorts. To increase the likelihood that specific resort choices and Vacation Time may be confirmed, DVC Members are encouraged to request a Reservation as far in advance of requested Vacation Time as possible. RCI provides only the opportunity to obtain exchanges and does not provide the right to occupy any specific unit or unit types.

9. The Host Accommodations may be used only for personal and non-commercial purposes. Only the DVC Member named on the Confirmation form and accompanying family members or guests may occupy the Host Accommodations without obtaining a Guest Certificate from DVC Member Services. Confirmations are issued only in the name of the DVC Member placing the exchange request and Host Accommodations may be used only by the DVC Member and accompanying guests, unless a Guest Certificate is obtained. Individuals under the age of 21 are not eligible to receive a Guest Certificate. Additionally, the issuance of a Guest Certificate and

<table>
<thead>
<tr>
<th>Premium</th>
<th>600</th>
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<tr>
<td>HIGH</td>
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<tr>
<td>Premium</td>
<td>800</td>
<td>1200</td>
<td>1400</td>
</tr>
</tbody>
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the use of the Host Accommodations are subject to any restrictions or limitations that may be imposed by the Host Resort. DVC Members are expressly prohibited from selling or exchanging a Guest Certificate for cash, barter or other consideration. In the event that any of the above terms are breached, RCI reserves the right to revoke the Guest Certificate and to terminate the participation in the RCI Exchange Program of the DVC Member requesting the Guest Certificate.

10. DVC Members are expressly prohibited from exchanging or renting Host Accommodations. Failure to use the Host Accommodations will not entitle DVC Members to use the Originating Resort accommodations for the period relinquished.

11. By depositing Vacation Time or submitting an exchange request, DVC Members represent and warrant that they have the right to use or assign the Originating Resort accommodations, and that maintenance fee assessments or similar charges will be paid through the date of the Vacation Time deposited or being relinquished in exchange. Exchange privileges may be denied and a Confirmation canceled if all such maintenance fee assessments or similar charges have not been paid.

FEES

1. A DVC Member will be charged a non-refundable Exchange Transaction Fee at the time each instant match is confirmed or each time a waitlist request is initiated. The Exchange Transaction Fee is $95 per confirmed match or waitlist request.

2. Some jurisdictions have imposed a tax on the occupant of resort accommodations. Consequently, any bed tax, transient occupancy tax, or similar tax that is imposed shall, in those circumstances, be the responsibility of the exchanging DVC Member. Additionally, DVC Members are responsible for all personal charges (e.g., telephone calls and meals) at the Host Resort, any utility surcharge or other permissible charge imposed by a Host Resort, as well as any damage, loss, or theft to the Host Accommodations and facilities that are caused by DVC Members or their guests.

3. Fees, if any, charged by Member Resorts for the use of amenities are determined and levied by each Member Resort. Should the DVC Member desire to use these amenities, such fees are the responsibility of the DVC Member. These fees vary from resort to resort.

4. The Exchange Transaction Fee set forth above is subject to change from time to time by DVC MCU in its sole discretion. DVC Members will be advised by DVC MCU in advance of any fee changes.

OTHER LEGAL MATTERS

1. To the best of the DVC Member's knowledge, neither the DVC Member nor anyone else affiliated or associated with the Member, whether by common ownership, by contract, or otherwise, has been designated as, or is, a terrorist, a "Specially Designated National" or a "Blocked Person" as defined by U.S. Executive Order 13224, and enforced by the U.S. Department of the Treasury's Office of Foreign Assets Control, or otherwise.

2. Each DVC Member acknowledges that Inventory into which the DVC Member exchanges may differ in unit size, design, furnishings, amenities, facilities and accessibility for individuals with disabilities from the accommodations of the DVC Member's Originating Resort. Each DVC Member acknowledges that it is the sole responsibility of the owner, lessor, lessee or operator of any Member Resort, and not the responsibility of RCI, to ensure its accommodations, facilities and amenities are accessible to and usable by individuals with disabilities.

3. The DVC Member will indemnify, defend and hold RCI harmless, to the fullest extent permitted by law, from and against all losses and expenses, incurred by RCI for any investigation, claim, action, suit, demand, administrative or alternative dispute resolution proceeding, relating to or arising out of any transaction, occurrence or service at a resort, or involving personal injury or property damage, any breach or violation of any contract or any law, regulation or ruling by, or any act, error or omission (active or passive) of the DVC Member, the DVC Member's guests, any party associated or affiliated with the DVC Member, its guests, or any of the owners, officers, directors, employees, agents or contractors of the DVC Member or the DVC Member's affiliates. The DVC Member has no obligation to indemnify RCI
for damages to compensate for property damage or personal injury if a court of competent jurisdiction makes a final decision not subject to further appeal that RCI engaged in willful misconduct or intentionally caused such property damage or bodily injury. The DVC Member will respond promptly to any matter described in this paragraph, and defend RCI. The DVC Member will reimburse RCI for all costs of defending the matter, including reasonable attorneys’ fees, incurred by RCI if the DVC Member’s insurer or the DVC Member does not assume defense of RCI promptly when requested, or separate counsel is appropriate, in RCI’s sole discretion, because of actual or potential conflicts of interest. RCI has the right to retain counsel of its choosing. RCI must approve any resolution or course of action in a matter that could directly or indirectly have any adverse effect on RCI, or could serve as a precedent for other matters.

4. RCI is not responsible or liable for the actions or omissions of any resort affiliated with RCI. RCI and all resorts affiliated with RCI, developers, marketers, and sellers of all vacation products other than the RCI Exchange Program, are separate and distinct entities, and the RCI Exchange Program is separate and distinct from the products or services that are sold by or on behalf of any resort affiliated with RCI. RCI does not have the ability to control the operations or the access to facilities (including access for individuals with disabilities) of any resort affiliated with RCI and the existence or format of any affiliation agreement between RCI and any resort affiliated with RCI shall not be deemed to infer or create such a relationship.

5. DVC Members and guests are responsible for occupying and using any accommodations into which they or their guests have exchanged, or to which DVC Members or guests otherwise have access, in a responsible, careful and secure manner and in accordance with the rules and regulations of the Host Resort. DVC Members and guests are responsible for the payment of any applicable taxes, port charges, gratuities, personal expenses, utility charges, security deposits, All Inclusive Package fees and other fees or charges levied with respect to vacation time at a Host Resort. DVC Members are responsible for any damage, theft or loss, and/or expenses incurred or caused by themselves or their guests.

6. RCI’s liability to a DVC Member or guest for any loss, injury or damage resulting from their use of or inability to use the RCI Exchange Program or any other programs or services offered in connection with the RCI Exchange Program shall be limited to the fees paid to RCI, if any, for the relevant use. In no event shall RCI be liable for special, consequential, incidental or indirect damages. Non-RCI Exchange Program related programs and services offered by third parties with permission of RCI, (including but not limited to All Inclusive Packages) are subject to separate terms and conditions and may be changed, eliminated or added to without prior notice to DVC Members. RCI shall not be responsible for the acts or omissions and/or representations (whether oral or written) of any third parties, including but not limited to Member Resorts. This limitation applies regardless of the form of action whether in contract, tort or otherwise. This limitation of liability shall also apply to RCI and all affiliated companies, successors, assigns and agents of RCI, including but not limited to Wyndham Worldwide Corporation.

7. If RCI should be prevented, hindered or delayed in the performance of any obligation hereunder, including, but not limited to, providing lodging accommodations, due to an Event of Force Majeure (as defined below), then RCI shall be excused from further performance upon notice to the affected DVC Member stating the reason for such nonperformance, without obligation to refund or return any amounts paid by the affected DVC Member prior to such notice. The term “Event of Force Majeure”, as used herein, shall mean and refer to: (i) an act of God or public enemy, fire, explosion, perils of the sea, lightning, earthquake, storm, flood, declared or undeclared war, revolution, insurrection, riot, act of piracy, act of terrorism, sabotage, blockade, embargo, accident, epidemic or quarantine; (ii) action by a governmental authority which prevents or delays performance of RCI’s obligations hereunder; or (iii) a strike, lockout or other labor unrest resulting from any cause and whether or not the demands of the employees involved are reasonable or within RCI’s power to concede, (iv) any other cause or circumstance beyond RCI’s reasonable control. Notwithstanding RCI’s inability to perform any obligation hereunder, the DVC Member’s obligations hereunder shall continue.

8. If all or any part of a provision of this Disclosure Guide violates the law of your state (if it applies), such provision or part will not be given effect with respect to you. If all or any part of a provision of this Disclosure Guide is declared invalid or unenforceable, for any reason, or is not given effect by reason of the prior sentence, the remainder of this Disclosure Guide shall not be affected.
9. This Disclosure Guide is exclusively for the DVC Member and RCI. There are no third party beneficiaries. No agreement between RCI and any other party is for DVC Member’s benefit. The section headings in this Disclosure Guide are for convenience of reference only.

10. Neither RCI nor any person acting on RCI’s behalf has made any oral or written representation or promise to the DVC Member that is not contained in this Disclosure Guide upon which DVC Member is relying. The DVC Member releases any and all claims against RCI and RCI’s agents based on any oral or written representation or promise not stated in this Disclosure Guide.

11. This Disclosure Guide constitutes the entire agreement between the DVC Member and RCI with respect to the subject matter set forth herein and supersedes all previous communications, representations, or agreements, either oral or written, between the parties relating to such subject matter.
### RCI Weeks and Points Units

#### Resorts with 0 Units
- **The Residences at the Divi Village**
  - J.E. Irausquin Blvd 41
  - Aruba, Netherlands Antilles

#### Resorts with 1-5 Units
- **Gull Lake Residence Club**
  - 8087 Lost Lake Rd
  - Nisswa, MN 56468
  - USA
- **Vacation Internationale at Villas of Sedona**
  - 120 Kollow Place
  - PO Box 2252
  - Sedona, AZ 86336
  - USA

#### Resorts with 6-10 Units
- **AviaWest at the Pacific Rim**
  - 1971 Harbour Crescent
  - Ucluelet, BC V0R 3A0
  - Canada
- **Cobett Cove**
  - P.O. Box 40
  - 1111 Dwight Beach Road
  - Dwight, ON P0A 1H0
  - Canada
- **Jackson Court City Shares**
  - 2198 Jackson St
  - San Francisco, CA 94115
  - USA
- **Pestana Natal**
  - Via Costeira 5525
  - Natal, RN 59090-001
  - Brazil
- **RVC’S Hostal Las Cupulas Oaxaca**
  - Iturbide No. 213-A
  - Col. San Felipe Del Agua
  - Oaxaca, OAX 68020
  - Mexico
- **The Beach House at Lake Street**
  - 2047 Lake Street
  - Holland, MI 49424
  - USA
- **The Courtyards**
  - 1428 Royal St
  - New Orleans, LA 70116
  - USA

#### Resorts with 11-20 Units
- **Admiral Yacht Club at Sunset**
  - Blvd. Kukulcan Km.5.8
  - Lote 13-B
  - Cancun, QROO 77500
  - Mexico
- **AviaWest at Rosewood Victoria Inn**
  - 595 Michigan Street
  - Victoria, BC V8V 1S7
  - Canada
- **Carambola Beach Resort**
  - Estate Davis Bay
  - PO Box 3031
  - Kingshill
  - St Croix, VI 00851
  - USA
- **Crown Ridge Resort**
  - 326 Crown Ridge Road
  - PO Box 2296
  - North Conway, NH 03860
  - USA
- **CWM Chwefru Country Cottages**
  - Llanafan Fawr
  - Builth Wells Powys, LD2 3PL
  - Wales
- **Duxton Hotel Okawa Bay**
  - 366 State Highway 33
  - Mourea
  - Rotorua, New Zealand
- **Fitzpatrick Castle Holiday Homes**
  - Killiney
  - Co Dublin, Ireland
- **Gulf Stream Beach Resort**
  - 1501 Gulf Drive N.
  - Bradenton Beach, FL 34217
  - USA
- **Hacienda D Andalucia Equestrian Club @ Sunset**
  - Sunset Lagoon Hotel
  - Blvd. Kukulkan Km. 5.8
  - Zona Hotelera
  - Cancun, QROO 77500
  - Mexico
TORY’S LANDING
1098 TORPITT RD
P.O BOX 8
SEVERN BRIDGE, ON P0E 1N0
CANADA

TRADE WINDS CRUISE CLUB - GRENADINES
BLUE LAGOON MARINA
BLUE LAGOON - ST VINCENT
ST. VINCENT,
ST VINCENT & THE GRENADINES

TRADEWINDS CRUISE CLUB - ANTIGUA
BOX 129
JOLLY HARBOUR MARINA
ST MARY’S,
ANTIGUA AND BARBUDA

TRADEWINDS CRUISE CLUB - BRITISH VIRGIN ISLANDS
HANNAH BAY ESTATES
SEA COWS BAY
TORTOLA,
BRITISH VIRGIN ISLANDS

TRADEWINDS CRUISE CLUB - ST. MARTIN
PORT DE PLAISANCE
UNION ROAD
COLE BAY
SINT MAARTEN,
ST MAARTEN DUTCH CARIBBEAN

WILLIAM’S LANDING
1133 CAMP GAYVENTURE CT
R.R.#2
HALIBURTON, ON K0M 1S0
CANADA

WIVC ALTA VISTA
PROLONGACION PULPITO #115
COL. ALTA VISTA
PUERTO VALLARTA, JAL 48380
MEXICO

WYNDHAM NEWPORT OVERLOOK
150 BAY VIEW DRIVE
JAMESTOWN, RI 02835
USA

UNITS WITH 21-50 UNITS

ASTORIA PLAZA SUITES
#15 J.ESCRIVA DRIVE,
(FORMERLY AMBER AVE)
ORTIGAS BUSINESS DISTRICT
PASIG CITY,1600
PHILIPPINES

AVERINA BEACH
MOBOR BEACH
CAVELOSSIM SALCETTE
GOA, GA 403 731
INDIA

BAILEYS HARBOR YACHT CLUB RESORT
8151 RIDGES RD
BAILEYS HARBOR, WI 54202
USA

BALI MASARI VILLAS & SPA
BANJAR GELUMPAH
DESA SUKAWATI
GIANYAR
BALI, 80582
INDONESIA

BELLBRAE COUNTRY CLUB
10 WOODACRES ROAD
RMB
BELLBRAE, VIC 3228
AUSTRALIA

BORGO DI VAGLI
LOCALITA’ BORGO DI VAGLI
52040 MERCATALE CORTONA, (AR)
ITALY

CALINI BEACH CLUB
1030 SEASIDE DRIVE
SARASOTA, FL 34242
USA

CAPE COD HOLIDAY ESTATES
97 FOUR SEASONS DRIVE
MASHPEE, MA 02649
USA

CAPISTRANO SURFSIDE INN
34680 COAST HWY
CAPISTRANO BEACH, CA 92624
USA

CHARTER CLUB RESORT OF NAPLES BAY
1000 10TH AVENUE S.
NAPLES, FL 34102
USA

CHATEAU LEGRAND
1130 BEACH BLVD
BILOXI, MS 39530
USA

CHETOLA RESORT
NORTH MAIN STREET
PO BOX 17
BLOWING ROCK, NC 28605
USA

CLUB DONATELLO
501 POST ST
SAN FRANCISCO, CA 94102
USA

CLUB INTRAWEST - PANORAMA
2000 PANORAMA DRIVE
PANORAMA, BC V0A 1T0
CANADA
CLUB INTRAWEST - VANCOUVER
1001 HORNBY STREET
VANCOUVER, BC V6Z 2R9
CANADA

CLUB INTRAWEST - ZIHUATANEJO
CARRETERA ESCENICA PLAYA
LA ROPA
ZONA HOTELERA
ZIHUATANEJO, GRO 40895
MEXICO

CLUB LA COSTA AT CASTILLO DEL REY
URB. MARINA DEL SOL
CTRA. DE CÁDIZ KM 206,5
29650 MIJAS-COSTA
MÁLAGA,
SPAIN

CLUB LA COSTA AT MARINA DORADA
URB MARINA DEL SOL
CTRA DE CÁDIZ KM 206
29650 MIJAS-COSTA
MÁLAGA,
SPAIN

CLUB LA COSTA AT SIERRA MARINA
URB MARINA DEL SOL
CTRA DE CÁDIZ KM 206
29650 MIJAS-COSTA
MÁLAGA,
SPAIN

CLUB REGENCY AT MARCO ISLAND
500 S COLLIER BLVD
MARCO ISLAND, FL 34145
USA

CLUB REGENCY AT REGENCY TOWERS
2511 S OCEAN BLVD
MYRTLE BEACH, SC 29577
USA

CLUB TARAHAL
C/ ACEVI#O 49
URB. LA PAZ
38400 PUERTO DE LA CRUZ
TENERIFE, 38400
CANARY ISLANDS, SPAIN

CORAL REEF RESORT
SHIYARD PLANTATION
PO BOX 5686
HILTON HEAD ISLAND, SC 29938
USA

COSTA DEL SOL RESORT
4220 EL MAR DRIVE
LAUDERDALE-BY-THE-SEA, FL 33308
USA

CUMANAGOTO VILLAGES & SUITES RESORT
AV. UNIVERSIDAD
CUMANA, SUCR 6101
VENEZUELA

DOMINA HOME PARCO DELLO STELVIO
VIA S. ANTONIO 16/A
38024 COGOLO DI PEJO, (TN)
ITALY

DOMINA HOME PICCOLO
VIA DUCA DEGLI ABRUZZI 31
16034 PORTOFINO, (GE)
ITALY

EGRET POINT BY SPINNAKER
C/O SOUTHWIND MANAGEMENT
PO BOX 6685
35 DEALLYON AVENUE
HILTON HEAD ISLAND, SC 29938
USA

EL CID LA CEIBA COZUMEL
CARR.CHANKANAB KM.4.5
ZONA COSTERA SUR
COZUMEL, QROO 77600
MEXICO

ESCAPES! TO TROPICAL BREEZE RESORT
17001 FRONT BEACH RD
PANAMA CITY BEACH, FL 32413
USA

FERIENCLUB OBERSTAUFEN (MONDI)
MALAS 8-10
87534 OBERSTAUFEN,
GERMANY

FESTIVA SAILING VACATION AT NANNY CAY
GARDENS MARINA
NANNY CAY HARBOR
TORTOLA,
BRITISH VIRGIN ISLANDS

FISHERMEN'S VILLAGE RESORT CLUB
1200 W RETTA ESPLANADE
#58
PUNTA GORDA, FL 33950
USA

GALLEON BAY CLUB
4901 LAGUNA BLVD
LAGUNA BOULEVARD
AT CAPRICORN
SOUTH PADRE ISLAND, TX 78597
USA

GAMBOA RAINFOREST RST AT PANAMA
POBLADO DE GAMBOA
PROVINCIA DE COLON,
PANAMA
GOLDEN SHORES AND GOLDEN CROWN PARADISE
AV. DE LAS GARZAS 1
ZONA HOTELEIRA NORTE
PUERTO VALLARTA, JAL 48300
MEXICO

GOLDEN SHORES HOLIDAY CLUB
210 MARINE PARADE
LABRADOR, QLD 4215
AUSTRALIA

HARBOURSIDE III
9 HARBOURSIDE LANE
SUITE A
PALMETTO DUNES RESORT
HILTON HEAD ISLAND, SC 29928
USA

HERITAGE RESORTS CLUB PLAYA REAL
URB. MARBESA
CTRA. DE CÁDIZ KM 192.8
29604 MARBELLA
MÁLAGA,
SPAIN

HGVCLUB @ HILTON HAWAIIAN VILLAGE
2005 KALIA ROAD
HONOLULU, HI 96815
USA

HILTON DUNKELD
DUNKELD
PERTHSHIRE, PH8 0HX
SCOTLAND

HOTEL CASA DA MONTANHA
AV. BORGES DE MEDEIROS
NO. 3166
GRAMADO, RS 95670-000
BRAZIL

HOTEL NH COLUMBIA
RECONQUISTA 470
MONTEVIDEO, MIVD
URUGUAY

JACKSON HOLE RACQUET CLUB
CONDO SHARE AT THE ASPENS
4010 W LAKE CREEK DRIVE
SUITE C
WILSON, WY 83014
USA

JARDIN DE AMADORES
C/ROQUE DE LOS MUCHACHOS
PUERTO RICO
35120 MOGAN
GRAN CANARIA,
CANARY ISLANDS, SPAIN

KINGS’ LAND BY HGVC
69-699 WAIKOLOA BEACH DR
WAIKOLOA, HI 96738
USA

LA ERMITA
PARTIDO DEL DURILLO
29650 MIJAS PUEBLO
MÁLAGA,
SPAIN

LAGUNA SURF
611 SOUTH COAST HIGHWAY
LAGUNA BEACH, CA 92651
USA

LAKE EDGE RESORT (VIC)
146 MELBOURNE ROAD
MULWALA, NSW 2647
AUSTRALIA

LAKE PLACID CLUB LODGES
30 LAKE PLACID CLUB WAY
P.O. BOX 976
LAKE PLACID, NY 12946
USA

LAKE VIEW COUNTRY CLUB
QLD COACH ROAD
LANIVET
BODMIN
CORNWALL, PL30 5JJ
ENGLAND

LAKEWOOD RESORT
1029 LAKEWOOD CIRCLE
LAKE RD 54-37
OSAGE BEACH, MO 65065
USA

LAS MIMOSAS BEACH CLUB
CTRA DE CÁDIZ KM 200
29650 MIJAS-COSTA
MÁLAGA,
SPAIN

LAS OLAS BEACH CLUB
1215 A1A
SATELLITE BEACH, FL 32937
USA

LAS OLAS BEACH CLUB OF COCOA BEACH
5100 OCEAN BEACH BLVD
COCOA BEACH, FL 32931
USA

LINDO MAR RESORT
KM 2.5 CARRETERA A BARRA
DE NAVIDAD
PUERTO VALLARTA, JAL 48399
MEXICO
LITTLE SWEDEN VACATION RESORT
8984 HIGHWAY 42
FISH CREEK, WI 54212
USA

MARBLE CANYON
5155 FAIRWAY DRIVE
FAIRMONT HOT SPRINGS, BC V0B 1L1
CANADA

MELIA VACATION CLUB AT PARADISUS
PLAYA
CONCHAL
PLAYA CONCHAL
GUANACASTE,
COSTA RICA

MELIA VACATION CLUB AT GRAN MELIA
CANCUN
KM.16.5 BLVD KUKULCAN
ZONA HOTELEIRA
CANCUN, QROO 77500
MEXICO

MELIA VACATION CLUB AT MELIA CARIBE
TROPICAL
PLAYAS DE BAVARO
PUNTA CANA,
DOMINICAN REPUBLIC

MELIA VACATION CLUB AT PARADISUS PUNTA CANA
PLAYAS DE BAVARO
HIGUEY,
DOMINICAN REPUBLIC

MORRITT’S GRAND RESORT
PO BOX 496 GT
GRAND CAYMAN,
CAYMAN IS

MOUNTAIN EDGE RESORT
1380 ROUTE 103
MOUNT SUNAPEE, NH 03255
USA

MOUNTAIN ESTATES @ SMUGGLER’S NOTCH
4323 RT. 108 S.
SMUGGLERS' NOTCH, VT 05464
USA

MENASTAKO VILLAGE AT MEADOW LAKE RST
100 ST. ANDREWS DRIVE
COLUMBIA FALLS, MT 59912
USA

NOB HILL INN
1000 PINE STREET
SAN FRANCISCO, CA 94109
USA

NORTHERN OUTDOORS ADVENTURE CLUB
BOX 100
ROUTE 201
THE FORKS, ME 04985
USA

PACIFIC PALMS
2 LAKESIDE CRESCENT
ELIZABETH BEACH, NSW 2428
AUSTRALIA

PAIHUEN
RUTA NAC.234 KM 78
SAN MARTIN DE LOS ANDES, NOEN 8370
ARGENTINA

PALAZZO DEL GIGLIO-RES. ALBERGHIERA
CAMPO S. MARIA DEL GIGLIO
SAN MARCO 2462
30124 VENEZIA, (VE)
ITALY

PARADISE CANYON GOLF RESORT
185 CANYON BOULEVARD
LETHBRIDGE, AB T1K 6V1
CANADA

PARADISE ISLAND BEACH CLUB
P.O. BOX N-10600
PARADISE ISLAND DRIVE
PARADISE ISLAND
NASSAU,
BAHAMAS

PEND OREILLE SHORES RESORT
47390 HIGHWAY 200
HOPE, ID 83836
USA

PESTANA CARLTON TOWER SUITES
LAGRO ANTONIO NOBRE
9004-531 FUNCHAL, MADEIRA,
PORTUGAL

PINE LAKE COUNTRY ESTATE
LONGMERE DAM
MAIN ROAD TO HAZYVIEW
PO BOX 3027
WHITE RIVER, MPM 1240
SOUTH AFRICA

PIINESTEAD REEF - VIP
1265 US 31 N
TRAVERSE CITY, MI 49686
USA

POWELL PLACE CITY SHARE
730 POWELL STREET
SAN FRANCISCO, CA 94108
USA
WATERWOOD TOWNHOUSES
1141 BROAD CREEK ROAD
NEW BERN, NC 28560
USA

WHISPERING WOODS
67800 E NICKLAUS WAY
WELCHES, OR 97067
USA

WORLDMARK BEAR LAKE
344 HARBOR VILLAGE W. DR.
PO BOX 373
GARDEN CITY, UT 84028
USA

WORLDMARK COEUR D'ALENE
4502 S ARROW POINT DRIVE
HARRISON, ID 83833
USA

WORLDMARK DISCOVERY BAY
141 ORCAS DRIVE
PORT TOWNSEND, WA 98368
USA

WORLDMARK LAS VEGAS
4225 SPENCER STREET
LAS VEGAS, NV 89119
USA

WORLDMARK OCEAN SHORES
1331 OCEAN SHORES BLVD SW
OCEAN SHORES, WA 98569
USA

WORLDMARK SOUTH SHORE
180 ELKS POINT RD
ZEPHYR COVE, NV 89448
USA

WORLDMARK VANCOUVER
1080 HORNBY ST
VANCOUVER, BC V6Z 2Y7
CANADA

WORLDMARK YOSEMITE NORTHSHORE
ESTATE
53134 ROAD 432
BASS LAKE, CA 93604
USA

WYNDHAM BAY CLUB II
119 SANDESTIN BLVD
MIRAMAR BEACH, FL 32550
USA

WYNDHAM RESORT AT FAIRFIELD PLANTATION
1602 LAKEVIEW PARKWAY
VILLA RICA, GA 30180
USA

WYNDHAM TAMARACK
874 XANADURD
WISCONSIN DELLS, WI 53965
USA

RESORTS WITH OVER 51 UNITS

ANFI BEACH CLUB
BARRANCO DE LA VERGA S/N
ARGUIÑEGUÍN
35120 MOGAN
GRAN CANARIA,
CANARY ISLANDS, SPAIN

ARROYO ROBLE RESORT
100 ARROYO ROBLE ROAD
PO BOX 2264
SEDONA, AZ 86339
USA

ARUBA BEACH CLUB
J E IRAUSQUIN BLVD 53
ORANJESTAD
ARUBA,
NETHERLANDS ANTILLES

AVENTURA SPA PALACE
LOTE 3 RANCHO EL TREBOL
CARR. FED. CANCUN-TULUM KM.
72 MUNICIPIO SOLIDARIDAD
PUERTO AVENTURAS, QROO 77400
MEXICO

BARNSDALE COUNTY CLUB
BARNSDALE
NR OAKHAM
RUTLAND, LE15 8AB
ENGLAND

BEACH PALACE (RCI'S IMAGE IS OK)
BLVD. KUKULCAN KM 11.5
ZONA HOTELERA
CANCUN, QROO 77500
MEXICO

BEACH PARK SUITES RESORT
RUA PORTO DA DUNAS
NO.2734
AQUIRAZ, CE 61700-000
BRAZIL

BERKSHIRE BY THE SEA
126 N. OCEAN BLVD.
DELRAY BEACH, FL 33483
USA

BEVERLY HILLS HEIGHTS
C/SIERRA NEVADA,1
URB.OASIS DEL SUR
LOS CRISTIANOS, 38650
ARONA TENERIFE,
CANARY ISLANDS, SPAIN
BOAMBEE BAY RESORT
8 BARBER CLOSE
TOORMINA, NSW 2452
AUSTRALIA

BOUGAINVILLEA BEACH RESORT
MAXWELL COAST ROAD
CHRIST CHURCH,
BARBADOS

CALABOGIE LODGE RESORT
729 MILL STREET
GREATER MADAWASKA TWSP
CALABOGIE, ON K0J 1H0
CANADA

CANCUN PALACE
PASEO KUKULCAN KM 14.5
ZONA HOTELEA
CANCUN, QROO 77500
MEXICO

CARLSBAD INN BEACH RESORT
3075 CARLSBAD BLVD
CARLSBAD, CA 92008
USA

CARLSBAD SEAPOINTE RESORT
6400 SURFSIDE LANE
CARLSBAD, CA 92009
USA

CAROLINA GRANDE
2505 N OCEAN BLVD
MYRTLE BEACH, SC 29577
USA

CARPEDIEM ROMA GOLF CLUB
VIA DI MARCO SIMONE 80
00012 GUIDONIA MONTECELIO, (RM)
ITALY

CARRIAGE HILLS RESORT
90 HIGHLAND DRIVE
SHANTY BAY, ON L0L 2L0
CANADA

CASA DEL MAR BEACH RESORT
J E IRAUSQUIN BLVD 51
PO BOX 368
ORANJESTAD
ARUBA,
NETHERLANDS ANTILLES

CASA VELAS BOUTIQUE HOTEL
PELICANOS NO.311
PUERTO VALLARTA, JAL 48354
MEXICO

CASA YBEL RESORT
2255 W. GULF DRIVE
PO BOX 167
SANIBEL ISLAND, FL 33957
USA

CASITAS ROYALE
CARR.CANCUN TULUM KM 45
FRACCION 4 FRACCION III
LOTE 15
PLAYA DEL CARMEN, QROO 77710
MEXICO

CAUSEWAY ON GULL
8087 LOST LAKE RD
NISSWA, MN 56468
USA

CELEBRITY RESORTS PALM COAST
98 PALM COAST RESORT BLVD
PALM COAST, FL 32137
USA

CLUB CASA DORADA BEACH AND GOLF RESORT
CARR.TRANSBENENINSULAR
KM. 18.5
SAN JOSE DEL CABO, BCS 23400
MEXICO

CLUB CASABLANCA
CALZADA DE MARTIANEZ 4
APTO.CORREOS 233
38400 PUERTO DE LA CRUZ
TENERIFE,
CANARY ISLANDS, SPAIN

CLUB GRAN ANFI
BARRANCO DE LA VERGA S/N
ARGUINEGUIN
35120 MOGAN
GRAN CANARIA,
CANARY ISLANDS, SPAIN

CLUB HOTEL CATEDRAL
VILLA CERRO CATEDRAL
SAN CARLOS DE BARILOCHE, RN 8400
ARGENTINA

CLUB INTRAWEST - BLUE MOUNTAIN
276 JOZO WEIDER BLVD
COLLINGWOOD, ON L9Y 3Z2
CANADA

CLUB INTRAWEST - PALM DESERT
1 WILLOW RIDGE
PALM DESERT, CA 92260
USA
CLUB INTRAWEST - SANDESTIN
9300 US HWY 98
MIRAMAR BEACH, FL 32550
USA

CLUB INTRAWEST - TREMBLANT
200 CHEMIN DES SAISONS
MONT TREMBLANT, QC J8E 1G1
CANADA

CLUB INTRAWEST - WHISTLER
4580 CHATEAU BOULEVARD
WHISTLER, BC V0N 1B4
CANADA

CLUB MAHINDRA KODAGU VALLEY, COORG
GALIBEEDU ROAD, KALAKERI
NIDUGANE VILLAGE
MADIKERI TOWN
MADIKERI, KA 571204
INDIA

CLUB MONTE ANFI
BARRANCO DE LA VERGA S/N
ARGUIQUEGUIN
35120 MOGAN
GRAN CANARIA,
CANARY ISLANDS, SPAIN

CLUB OCEAN VILLAS II
105, 120TH ST (BAYSIDE)
OCEAN CITY, MD 21842
USA

CLUB PAIHIA
67 WILLIAMS ROAD
PAIHIA
BAY OF ISLANDS,
NEW ZEALAND

CLUB PUERTO ANFI
BARRANCO DE LA VERGA S/N
ARGUIQUEGUIN
35120 MOGAN
GRAN CANARIA,
CANARY ISLANDS, SPAIN

CLUB SOLARIS CABOS
LOTE 10, SECCION HOTELEIRA
ZONA TURISTICA
SAN JOSE DEL CABO, BCS 23400
MEXICO

CLUB VELAS VALLARTA
PASEO DE LA MARINA N526
FRACC. MARINA VALLARTA
PUERTO VALLARTA, JAL 48354
MEXICO

CORAL SANDS RESORT
66 POPE AVE
P.O. BOX 5686
HILTON HEAD ISLAND, SC 29938
USA

CORONADO BEACH RESORT
1415 ORANGE AVE
CORONADO, CA 92118
USA

COSTA LINDA BEACH RESORT
J E IRAUSQUIN BLVD 59
ORANJESTAD
ARUBA,
NETHERLANDS ANTILLES

COZUMEL PALACE
AV RAFAEL E MELGAR KM 1.5
COZUMEL, QROO 77600
MEXICO

CROWN PARK RESORT
404 HISTORIC NATURE TRAIL
GATLINBURG, TN 37738
USA

CROWN POINTE LINKS
4375 HUNT RD
FARMINGTON, MO 63640
USA

CRYSTAL MOUNTAIN
12500 CRYSTAL MOUNTAIN DR
THOMPSONVILLE, MI 49683
USA

DESSERT ISLE OF PALM SPRINGS
2555 EAST PALM CANYON DR
PALM SPRINGS, CA 92264
USA

DIVI VILLAGE
J E IRAUSQUIN BLVD 93
ORANJESTAD
ARUBA,
NETHERLANDS ANTILLES

DIVI VILLAGE GOLF AND BEACH
J.E. IRAUSQUIN BLVD #93
ORANJESTAD
ARUBA,
NETHERLANDS ANTILLES

DIVI VILLAGE GOLF AND BEACH RESORT
J.E. IRAUSQUIN BLVD #93
ORANJESTAD
ARUBA,
NETHERLANDS ANTILLES
DOMINA HOME ROYAL
VIA PASITEA 182
84017 POSITANO, (SA)
ITALY

DRAKENSBERG SUN
R600 CENTRAL BERG
CATHKIN PEAK,CENTRAL BERG
(PO BOX 335)
WINTERTON, KZN 3340
SOUTH AFRICA

EAGLE CREST
1522 CLINE FALLS ROAD
PO BOX 1215
REDMOND, OR 97756
USA

EAGLE'S NEST
410 S. COLIER BLVD.
MARCO ISLAND, FL 34145
USA

EL DORADO ROYALE, A SPA RESORT
CARRET.CANCUN-TULUM KM.45
FRACC.4 FRACCION III
LOTE 15
PLAYA DEL CARMEN, QROO 77710
MEXICO

EL DORADO SEASIDE SUITES
KM.95 CARRET.CANCUN-TULUM
MUNICIPIO SOLIDARIDAD
KANTENAH, QROO 77710
MEXICO

EL MORO TOWER EL CID AT MAZATLAN
AV CAMARON SABALO S/N
MAZATLAN, SIN 82110
MEXICO

ESCAPES! TO BELLA VISTA VILLAGE
VACATION RENTALS, INC.
430 TOWN CENTER
BELLA VISTA, AR 72714
USA

ESCAPES! TO STONEBRIDGE VILLAGE
1 OAK LANE
REEDS SPRING, MO 65737
USA

FANTASEA RESORTS LA SAMMANA
1400 W BRIGANTINE AVE
BRIGANTINE, NJ 08203
USA

FINISTERRA CLUB AND RESORT
DOMICILIO CONOCIDO
SIN NUMERO
PO.BOX 1
CABO SAN LUCAS, BCS 23410
MEXICO

FLAMINGO BEACH RESORT
6 BILLY FOLLY ROAD
PELICAN KEY
SINT MAARTEN,
NETHERLANDS ANTILLES

FOUR SEASONS RACQUET & COUNTRY CLUB
251 RACQUET CLUB DR
LAKE OZARK, MO 65049
USA

FRENCH QUARTER
3706 WEST HWY 76
BRANSON, MO 65616
USA

GASLAMP PLAZA SUITES
520 E STREET
SAN DIEGO, CA 92101
USA

GATLINBURG TOWN SQUARE
414 HISTORIC NATURE TRAIL
GATLINBURG, TN 37738
USA

GEO GROUP AT LAC MORENCY
42 RUE DE LA CHAUMINE
ST HIPPOLYTE, QC J8A 2N4
CANADA

GPR AT SO CAL BEACH CLUB
121 S PACIFIC ST
OCEANSIDE, CA 92054
USA

GR SOLARIS CANCUN
BLVD. KUKULCAN LOTE 59-2
SECC.A SEGUNDA ETAPA
ZONA HOTELERA
CANCUN, QROO 77500
MEXICO

GRAND PACIFIC PALISADES
5805 ARMADA DR
CARLSBAD, CA 92008
USA

GRAND SUMMIT HOTEL, THE CANYONS
4000 CANYONS RESORT DR
PARK CITY, UT 84098
USA

GRAND SUMMIT RESORT HOTEL, ATTITASH
BEAR PEAK
ROUTE 302
BARTLETT, NH 03812
USA

GRAND SUMMIT RESORT HOTEL, MT. SNOW
89 GRAND SUMMIT WAY
WEST DOVER, VT 05356
USA
<table>
<thead>
<tr>
<th>Address</th>
<th>Address</th>
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<tbody>
<tr>
<td>GRAND VELAS INTERNATIONAL RESIDENCE</td>
<td>HGVCLUB AT WAIKOLOA BEACH RESORT</td>
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<tr>
<td>AV.PASEO DE LOS COCOTEROS</td>
<td>69-550 WAIKOLOA BEACH DR</td>
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<tr>
<td>NO.98 SUR</td>
<td>WAIKOLOA, HI 96738</td>
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<tr>
<td>FRACC. NUEVO VALLARTA</td>
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<tr>
<td>NUEVO VALLARTA, NAY 63735</td>
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<td>HGVCLUB ON THE LAS VEGAS STRIP</td>
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<td>2650 LAS VEGAS BLVD SOUTH</td>
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<td>LAS VEGAS, NV 89109</td>
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<td>HGVCLUB AT HILTON HAWAIIAN VILLAGE</td>
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<td>HGVCLUB AT THE LAS VEGAS HILTON</td>
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<td>455 KAREN AVENUE</td>
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<td>MIAMI BEACH, FL 33139</td>
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<td>HOLIDAY CLUB ARE</td>
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<td>S-83014 ARE, S-83014 ARE,</td>
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<td>SWEDEN</td>
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<td>HOLIDAY CLUB KATINKULTA</td>
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<td>FIN-88610 VUOKATTI, FINLAB</td>
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<td>HOLIDAY INN CLUB VACATIONS-ASCUTNEY</td>
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<td>485 HOTEL RD</td>
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<td>BROWNSVILLE, VT 05037</td>
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<td>HOLIDAY INN CLUB VACATIONS-LKGENEVA</td>
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<td>7020 GRAND GENEVA WAY</td>
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<tr>
<td>HWY 50 EAST &amp; HWY 12</td>
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<tr>
<td>LAKE GENEVA, WI 53147</td>
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<tr>
<td>HOLLYWOOD MIRAGE</td>
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<td>C/SIERRA NEVADA S/N</td>
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<td>URB. OASIS DEL SUR,</td>
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<tr>
<td>LOS CRISTIANOS, 38650</td>
<td></td>
</tr>
<tr>
<td>ARONA TENERIFE, CANARY ISLANDS, SPAIN</td>
<td></td>
</tr>
</tbody>
</table>
HOPE LAKE LODGE RESORT @ GREEK PEAK
2177 CLUTE RD
CORTLAND, NY 13045
USA

HOSTERIA DEL LAGO
AV. BUSTILLO 7800
SAN CARLOS DE BARILOCHE, RN 8400
ARGENTINA

HOTEL EMPIORIO IXTAPA
BOULEVARD IXTAPA S/N
ZONA HOTELERA
IXTAPA ZIHUATANEJO, GRO 40880
MEXICO

HOTEL MARINA EL CID CACUN - RIVIERA MAYA
BLVD. EL CID SM.03
MZA.20 LOTE 1-01
UNIDAD 15
PUERTO MORELOS, QROO 77580
MEXICO

HOTEL PLAZA PELICANOS GRAND BEACH
SECCION II
JOSE CLEMENTE OROZCO
NO.131 ZONA HOTELERA
LAS GLORIAS
PUERTO VALLARTA, JAL 48300
MEXICO

HOTEL Y VILLAS SOLARIS CACUN
LOT 63 BLVD KUKULCAN
SEGUNDA ETAPA KM 20.5
ZONA HOTELERA
CANCUN, QROO 77500
MEXICO

ISLAND CLUB - SEAWATCH
85 FOLLY FIELD ROAD
HILTON HEAD ISLAND, SC 29928
USA

ISLAND LINKS BY CORAL RESORTS
P.O. BOX 5686
HILTON HEAD ISLAND, SC 29938
USA

ISLAND LINKS RESORT
P.O. BOX 5686
HILTON HEAD ISLAND, SC 29938
USA

ISLAND PARK VILLAGE RESORT
4153 NORTH BIG SPRINGS RD
ISLAND PARK, ID 83429
USA

JACKSON GORE INN
111 JACKSON GORE ROAD
LUDLOW, VT 05149
USA

JORDAN GRAND HOTEL AT SUNDAY RIVER
27 GRAND AVE
P.O. BOX 4500
NEWRY, ME 04261
USA

KA‘ANAPALI BEACH CLUB
104 KAANAPALI SHORES PLACE
LAHAINA, MAUI, HI 96761
USA

KAATSKILL MOUNTAIN CLUB
PO BOX 257
RTE 23A
HUNTER, NY 12442
USA

KILCONQUHAR CASTLE ESTATE AND COUNTRY CLUB
KILCONQUHAR
ELIE
NR ST ANDREWS
FIFE, KY9 1EZ
SCOTLAND

KILLINGTON GRAND HOTEL & CROWN Club
228 E. MOUNTAIN RD.
KILLINGTON, VT 05751
USA

KING’S CREEK PLANTATION
191 COTTAGE COVE LANE
WILLIAMSBURG, VA 23185
USA

KONA COAST RESORT II
78-8842 ALI'I DRIVE
KAILUA-KONA, HAWAII, HI 96740
USA

LAGUNA SHORES
419 N. COAST HIGHWAY
LAGUNA BEACH, CA 92651
USA

LAKE CHELAN SHORES
100 LAKE CHELAN SHORES DR
CHELAN, WA 98816
USA

LANGDALE
GREAT LANGDALE
NR AMBLESIDE
CUMBRIA, LA22 9JD
ENGLAND

LAWAI BEACH RESORT
5017 LAWAI ROAD
KOLOA., HI 96756
USA
LAWRENCE WELK RESORT VILLAS
8860 LAWRENCE WELK DRIVE
ESCONDIDO, CA 92026
USA

LAWRENCE WELK'S DESERT OASIS
34567 CATHEDRAL CANYON DR
CATHEDRAL CITY, CA 92234
USA

LE BLANC SPA RESORT
BLVD KUKULCAN KM 10
ZONA HOTELERA
CANCUN, QROO 77500
MEXICO

LHC PHUKET RESORT
61 MOO 4, SIRISOONTHORN RD
CHERNGTALAY,
THALANG
PHUKET, 83110
THAILAND

LHVC @ LIFESTYLE CROWN VILLAS
PLAYA COFRESI # 1
PUERTO PLATA,
DOMINICAN REPUBLIC

MABULA TIMESHARE
RENOSTERHOEKSPRUIT FARM
ROOIBERG DISTRICT
PRIVATE BAG X1644
BELA BELA, 0480
SOUTH AFRICA

MACDONALD DOÑA LOLA RESORT
CTRA DE CÁDIZ KM 197,5
29649 MIJAS-COSTA
MÁLAGA,
SPAIN

MACDONALD FOREST HILLS RESORT
KINLOCHARD
ABERFOYLE
STIRLING, FK8 3TL
SCOTLAND

MACDONALD LEILA PLAYA RESORT
URB. SITIO DE CALAHONDA
CTRA DE CÁDIZ KM 196
29649 MIJAS-COSTA
MÁLAGA,
SPAIN

MACDONALD PLAS TALGARTH RESORT
PENNAL
NR MACHYNLLETH
POWYS, SY20 9JY
WALES

MACDONALD VILLACANA RESORT
CTRA DE CÁDIZ KM 165
29680 ESTEPONA
MÁLAGA,
SPAIN

MACDONALD VILLACANA RESORT
CTRA DE CÁDIZ KM 165
29680 ESTEPONA
MÁLAGA,
SPAIN

MARINA EL CID HOTEL & YACHT CLUB
AVE CAMARON SABALO S/N
MAZATLAN, SIN 82110
MEXICO

MARINER SHORES RESORT
260 THE ESPLANADE
MIAMI, QLD 4220
AUSTRALIA

MASSANUTTEN'S MOUNTAINSIDE VILLAS
4082 PEAK DRIVE
MCGAHEYSVILLE, VA 22840
USA

MAUI LEA AT MAUI HILL
2881 S. KIHEI ROAD
KIHEI, MAUI, HI 96753
USA

MAYAN PALACE RIVIERA MAYA
KM.48 CARRETERA FEDERAL
CANCUN - PLAYA DEL CARMEN
MUNICIPIO DE SOLIDARIDAD
PLAYA DEL CARMEN, QROO 77710
MEXICO

MEADOW LAKE GOLF AND SKI RESORT
100 ST ANDREWS DRIVE
COLUMBIA FALLS, MT 59912
USA

MIZNER PLACE
1775 BONAVENTURE BLVD
WESTON, FL 33326
USA

MONARCH @ SEA PINES
91 NORTH SEA PINES DRIVE
HILTON HEAD ISLAND, SC 29928
USA

MONDI - HOLIDAY BELLEVUE
KARL-HEINRICH-WAGGERL
STR.9
5640 BAD GASTEIN,
AUSTRIA

MOON PALACE
MZ 40 LOTES 7 Y 7-A FRAC.
TAMUL RANCHO SAN MIGUEL
CARR.FED.CHETUMAL-CANCUN
CANCUN, QROO 77500
MEXICO
MORRITT'S TORTUGA CLUB
PO BOX 496, EAST END
GRAND CAYMAN ISLAND,
CAYMAN IS

MOUNTAIN RUN AT BOYNE
03230 MOUNTAIN EDGE ROAD
BOYNE FALLS, MI 49713
USA

MOUNTAINLOFT RESORT II
110 MOUNTAINLOFT DR
GATLINBURG, TN 37738
USA

OCCIDENTAL GRAND ARUBA
J.E. JRAUSQUIN BLVD. #83
PO BOX 218
ORANJESTAD
ARUBA,
NETHERLANDS ANTILLES

OCEAN KEY RESORT
424 ATLANTIC AVE
VIRGINIA BEACH, VA 23451
USA

OCEAN TOWERS BEACH CLUB
11211 FRONT BEACH ROAD
PANAMA CITY BEACH, FL 32407
USA

OLYMPIC VILLAGE INN
1909 CHAMONIX PLACE
PO BOX 2395
OLYMPIC VALLEY, CA 96146
USA

OUTER BANKS BCH CLUB II
1110 S. VIRGINIA DARE TRL
P.O. BOX 1190
KILL DEVIL HILLS, NC 27948
USA

PACIFIC SHORES RESORT AND SPA
1-1600 STROUGLER ROAD
NANOOSE BAY, BC V9P 9B7
CANADA

PALM BEACH SHORES RESORT AND
VACATION VILLAS
181 OCEAN AVE
PALM BEACH SHORES, FL 33404
USA

PALM SPRINGS TENNIS CLUB
701 W. BARISTO ROAD
PALM SPRINGS, CA 92262
USA

PARADISE KINGS CLUB PAPHOS
EVANGELOS FLORAKIS 67
8132 CHLORAKAS
PAPHOS,
CYPRUS

PARK PLAZA
2060 SIDEWINDER DRIVE
PO BOX 706
PARK CITY, UT 84060
USA

PARKSIDE RESORT
1821 MERRIMAC TRAIL
WILLIAMSBURG, VA 23185
USA

PARKSIDE VICTORIA RESORT & SPA
810 HUMBOLDT ST
VICTORIA, BC V8V 5B1
CANADA

PEPPER TREE ATLANTIC BEACH
P.O. BOX 1068
715 WEST FORT MACON ROAD
ATLANTIC BEACH, NC 28512
USA

PESTANA GRAND HOTEL
PONTA DA CRUZ
APARTADO 1
9000-103 FUNchal, MADEIRA,
PORTUGAL

PESTANA MADEIRA BEACH CLUB
CARLTON MADEIRA HOTEL
LAGRO ANTONIO NOBRE
9004-531 FUNchal, MADEIRA,
PORTUGAL

PESTANA MIRAMAR
ESTRADA MONUMENTAL
9000-098 FUNchal, MADEIRA,
PORTUGAL

PESTANA PALM GARDENS
VALE DE CENTEANES
PRAIA DO CARVOEIRO
8400-525 LAGOA,
PORTUGAL

PESTANA VILLAGE
ESTRADA MONUMENTAL 194
SAO MARTINHO
9000-098 FUNchal, MADEIRA,
PORTUGAL
PINE CLIFFS RESORT
PINHAL DO CONCELHO
FAlesia
APARTADO 887
8200-912 ALBUFEIRA,
PORTUGAL

PLANTATION BEACH CLUB / SOUTH SEAS
PO BOX 686
CAPTIVA ISLAND, FL 33924
USA

PLAYA GRANDE RESORT
AV. PLAYA GRANDE NO.1
CENTRO
CABO SAN LUCAS, BCS 23410
MEXICO

PLAYA LINDA BEACH RESORT
J E IRAUSQUIN BLVD 87
ORANJESTAD
ARUBA,
NETHERLANDS ANTILLES

PLAYACAR PALACE
BAHIA DEL ESPIRITU SANTO
ESQ. ABRAIRA DE ARRIBA
FRACC. PLAYACAR
PLAYA DEL CARMEN, QROO 77710
MEXICO

PLAZA RESORT CLUB
121 WEST STREET
RENO, NV 89501
USA

PONO KAI RESORT
4-1250 KUHIO HIGHWAY
KAPAA, KAUAI, HI 96746
USA

PORT O'CALL
SHIPYARD PLANTATION
P.O. BOX 5686
HILTON HEAD ISLAND, SC 29938
USA

PORT PACIFIC RESORT
6-14 CLARENCE ST
PORT MACQUARIE, NSW 2444
AUSTRALIA

PORTO MARE RESIDENCE
RUA LEICHLINGEN, 7
9004-566 FUNCHAL, MADEIRA,
PORTUGAL

PUCON II
HOLZAPFEL 190
PUCON
REGION DE LA ARAUCANIA,
CHILE

PUEBLO BONITO RESORT
AV CAMARON SABALO 2121
MAZATLAN, SIN 82110
MEXICO

PUEBLO BONITO RESORT AT EMERALD BAY
AV. ERNESTO COPPEL CAMPA#A
NO. 201
NUEVO MAZATLAN
MAZATLAN, SIN 82110
MEXICO

PUEBLO BONITO RESORT AT SUNSET BEACH
PREDIO
PARAISO ESCONDIDO S/N
CABO SAN LUCAS, BCS 23410
MEXICO

PUEBLO BONITO RESORT LOS CABOS
DOMICILIO CONOCIDO
PLAYA EL MEDANO
P O BOX 460
CABO SAN LUCAS, BCS 23410
MEXICO

PUEBLO BONITO ROSE SPA AND RESORT
DOMICILIO CONOCIDO
PLAYA EL MEDANO
CABO SAN LUCAS, BCS 23410
MEXICO

RESIDENCES AT THE CRANE
CRANE
ST PHILIP,
BARBADOS

RESORT AT WORLD GOLF VILLAGE
100 FRONT NINE DRIVE
ST AUGUSTINE, FL 32092
USA

RISATA BALI RESORT & SPA
JLN. JENGGALA
TUBAN
KUTA
BALI, 80361
INDONESIA

RON JON CAPE CARIBE RESORT
1000 SHOREWOOD DRIVE
CAPE CANAVERAL, FL 32920
USA

ROYAL ISLANDER CLUB LA PLAGE
MAHO REEF
P.O. BOX 2000
MAHO BAY
SINT MAARTEN,
ST MAARTEN DUTCH CARIBBEAN
ROYAL MAYAN
BLVD KUKULCAN KM. 16.5
2DA. ETAPA RET. GUCUMATZ
LOTE 49
CANCUN, QROO 77500
MEXICO

ROYAL OASIS CLUB AT LA QUINTA
AVDA. GARCIA LORCA NO.8
(PUEBLO QUINTA PHASE 2)
29630 BENALMÁDENA-COSTA
MÁLAGA,
SPAIN

ROYAL PALM BEACH
WELFARE ROAD
SIMPSON BAY
ST MAARTEN DUTCH CARIBBEA,
NETHERLANDS ANTILLES

ROYAL SUNSET BEACH CLUB
CALLE LONDRES 6
COSTA ADEJE 38660
ADEJE
TENERIFE,
CANARY ISLANDS, SPAIN

ROYAL TENERIFE COUNTRY CLUB
COMPLEJO SAN ANDRES,
GOLF DEL SUR 38620
SUR SAN MIGUEL DE ABONA
TENERIFE,
CANARY ISLANDS, SPAIN

ROYAL VILLAS
CALZ.CAMARON SABA
ZONA HOTELEIRA
MAZATLAN, SIN 82110
MEXICO

RVC'S CLUB REGINA LOS CABOS
CARR.TRANSIPENSULAR
KM.22.5
SAN JOSE DEL CABO, BCS 23400
MEXICO

RVC'S CLUB REGINA PUERTO VALLARTA
PASEO DE LA MARINA SUR
205 FRENTE A OPEQUIMAR
FRACC. MARINA VALLARTA
PUERTO VALLARTA, JAL 48354
MEXICO

RVC'S SANDCASTLE AT BIRCH BAY
7854 BIRCH BAY DRIVE
BLAINE, WA 98230
USA

SABI RIVER SUN
MAIN SABI ROAD
(PO BOX 13)
HAZYVIEW, 1242
SOUTH AFRICA

SAMOSET RESORT
220 WARRENTON ST
ROCKPORT, ME 04856
USA

SAN DIEGO COUNTRY ESTATES
25385 PAPPAS ROAD
RAMONA, CA 92065
USA

SAN LUIS BAY INN
3254 AVILA BEACH DRIVE
P.O. BOX 189
AVILA BEACH, CA 93424
USA

SANBONANI
KRUGER PARK ROAD
PO BOX 433
HAZYVIEW, 1242
SOUTH AFRICA

SANDALS GRANDE OCHO RIOS BEACH
PO BOX 771
MAIN ST.OCHO RIOS
ST.ANN,
JAMAICA

SANDSTONE CREEK CLUB
1020 VAIL VIEW DRIVE
VAIL, CO 81657
USA

SANTA BARBARA GOLF & OCEAN CLUB II
AVDA. DEL ATLANTICO S/N
URB. GOLF DEL SUR 38620
SAN MIGUEL DE ABONA
TENERIFE,
CANARY ISLANDS, SPAIN

SCHOONER II BEACH AND RACQUET CLUB
2108 N OCEAN BLVD
MYRTLE BEACH, SC 29577
USA

SCOTTSDALE CAMELBACK RESORT
6302 E CAMELBACK ROAD
SCOTTSDALE, AZ 85251
USA

SCOTTSDALE VILLA MIRAGE
7887 E PRINCESS BLVD
SCOTTSDALE, AZ 85255
USA

SHERATON BROADWAY PLANTATION
3301 ROBERT GRISOM PRKWAY
MYRTLE BEACH, SC 29577
USA
<table>
<thead>
<tr>
<th>Resort Name</th>
<th>Address Details</th>
<th>City, State/Country</th>
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<tbody>
<tr>
<td>SILVER SANDS RESORT</td>
<td>CNR ADONIS RD &amp; MANDURAH TERRACE, MANDURAH, WA 6210</td>
<td>MANDURAH, WA 6210, AUSTRALIA</td>
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<tr>
<td>SILVERLEAF'S SEASIDE RESORT</td>
<td>19320 WEST SAN LUIS PASS GALVESTON, TX 77554</td>
<td>GALVESTON, TX 77554, USA</td>
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<tr>
<td>SMUGGLERS' NOTCH RESORT</td>
<td>4323 RT. 108 S. SMUGGLERS' NOTCH, VT 05464</td>
<td>SMUGGLERS' NOTCH, VT 05464, USA</td>
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<td>SMVC @ MELIA CARIBE TROPICAL</td>
<td>PLAYAS DE BAVARO PUNTA CANA, DOMINICAN REPUBLIC</td>
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<tr>
<td>SOLARA SURFSIDE</td>
<td>8801 COLLINS AVENUE SURFSIDE, FL 33154</td>
<td>SURFSIDE, FL 33154, USA</td>
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<tr>
<td>SOUTH BEACH I RESORT</td>
<td>ROCKLEY CHRIST CHURCH, BARBADOS</td>
<td>ROCKLEY, CHRIST CHURCH, BARBADOS, BARBADOS</td>
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<tr>
<td>SOUTH BEACH RESORT</td>
<td>3000 SOUTH OCEAN BLVD MYRTLE BEACH, SC 29577</td>
<td>MYRTLE BEACH, SC 29577, USA</td>
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<tr>
<td>ST JAMES PLACE</td>
<td>210 OFFERSON ROAD BEAVER CREEK, CO 81620</td>
<td>BEAVER CREEK, CO 81620, USA</td>
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<tr>
<td>STEAMBOAT GRAND RESORT HOTEL</td>
<td>2300 MOUNT WERNER CIRCLE STEAMBOAT SPRINGS, CO 80487</td>
<td>STEAMBOAT SPRINGS, CO 80487, USA</td>
</tr>
<tr>
<td>STEELE HILL RESORTS - SOUTH</td>
<td>516 STEELE HILL RD SANBORNTON, NH 03269</td>
<td>SANBORNTON, NH 03269, USA</td>
</tr>
<tr>
<td>STONERIDGE TOWNHOMES</td>
<td>1 PEPPERMILL CIRCLE PO BOX 3938 SUNRIVER, OR 97707</td>
<td>1 PEPPERMILL CIRCLE PO BOX 3938, SUNRIVER, OR 97707, USA</td>
</tr>
<tr>
<td>SUITES AT ATTITASH MTN VILLAGE</td>
<td>784 US ROUTE 302 PO BOX 358 BARTLETT, NH 03812</td>
<td>784 US ROUTE 302, PO BOX 358, BARTLETT, NH 03812, USA</td>
</tr>
<tr>
<td>SUN PALACE</td>
<td>BLVD KUKULCAN KM 20 ZONA HOTELENA</td>
<td>ZONA HOTELENA, QROO 77500, MEXICO</td>
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<tr>
<td>SUNRAYSIA RESORT</td>
<td>300 TENTH STREET MILDURA, VIC 3500</td>
<td>MILDURA, VIC 3500, AUSTRALIA</td>
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<tr>
<td>SUNRISE RIDGE RESORT</td>
<td>2301 RIDGE ROAD PIGEON FORGE, TN 37863</td>
<td>PIGEON FORGE, TN 37863, USA</td>
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<tr>
<td>SUNSET FISHERMEN SPA &amp; RESORT</td>
<td>BAHIA DEL ESPIRITU SANTO PLAYACAR FASE 1, MUNICIPIO DE SOLIDARIDAD PLAYA DEL CARMEN, QROO 77710</td>
<td>BAHIA DEL ESPIRITU SANTO, PLAYACAR FASE 1, MUNICIPIO DE SOLIDARIDAD, PLAYA DEL CARMEN, QROO 77710, MEXICO</td>
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<tr>
<td>SUNSET HARBOUR CLUB</td>
<td>CALLE VALENCIA NO.3 COSTA ADEJE 38660 ADEJE</td>
<td>CALLE VALENCIA NO.3, COSTA ADEJE, ADEJE, CANARY ISLANDS, SPAIN</td>
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<tr>
<td>SUNSET LAGOON HOTEL &amp; MARINA</td>
<td>BLVD.KUKULCAN KM 5.8 ZONA HOTELERA</td>
<td>BLVD.KUKULCAN KM 5.8, ZONA HOTELERA, QROO 77500, MEXICO</td>
</tr>
<tr>
<td>SUNSET LAGOON HOTEL &amp; MARINA ALL-INCLUSIVE</td>
<td>BLVD.KUKULCAN KM 5.8 ZONA HOTELERA</td>
<td>BLVD.KUKULCAN KM 5.8, ZONA HOTELERA, QROO 77500, MEXICO</td>
</tr>
<tr>
<td>SUNTERRA'S SEDONA SUMMIT</td>
<td>4055 NAVOTI DRIVE SEDONA, AZ 86336</td>
<td>4055 NAVOTI DRIVE, SEDONA, AZ 86336, USA</td>
</tr>
<tr>
<td>TAHOE BEACH &amp; SKI CLUB</td>
<td>3601 LAKE TAHOE BLVD (HWY 50) SOUTH LAKE TAHOE, CA 96150</td>
<td>3601 LAKE TAHOE BLVD, (HWY 50), SOUTH LAKE TAHOE, CA 96150, USA</td>
</tr>
<tr>
<td>TAMARACK BEACH RESORT</td>
<td>3200 CARLSBAD BLVD, CARLSBAD, CA 92008</td>
<td>3200 CARLSBAD BLVD, CARLSBAD, CA 92008, USA</td>
</tr>
<tr>
<td>TAMARACK CLUB</td>
<td>6447 HOLIDAY VALLEY RD ELLICOTTVILLE, NY 14731</td>
<td>6447 HOLIDAY VALLEY RD, ELLICOTTVILLE, NY 14731, USA</td>
</tr>
</tbody>
</table>
THE RESORT ON COCOA BEACH
1600 N. ATLANTIC AVENUE
COCOA BEACH, FL 32931
USA

THE RIDGE ON SEDONA GOLF
55 SUN RIDGE CIRCLE
SEDONA, AZ 86351
USA

THE ST. GEORGE'S CLUB
ROSE HILL
PO BOX GE 92
ST GEORGE, GE BX,
BERMUDA

THE SUITES AT EASTERN SLOPE INN
2760 WHITE MOUNTAIN HWY
PO BOX 359
NORTH CONWAY, NH 03860
USA

THE SUITES AT HERSHEY
176 E HERSHEY PARK DRIVE
HERSHEY, PA 17033
USA

THE VILLAS AT FAIRWAY
ROUTE 209
BUSHKILL, PA 18324
USA

THE WELLINGTON
551 THAMES STREET
NEWPORT, RI 02840
USA

THURNHAM HALL
THURNHAM
LANCASTER, LA2 0DT
ENGLAND

TORTUGA BEACH CLUB
959 E GULF DRIVE
SANIBEL ISLAND, FL 33957
USA

TREE TOPS RESORT
290 SHERMAN CLABO ROAD
GATLINBURG, TN 37738
USA

U.V.C. AT VILLA DEL MAR
KM 3
CARRETERA AL AEROPUERTO
PUERTO VALLARTA, JAL 48300
MEXICO

VACATION CLUB
VACATION PROP NETWORK
5820 SHANTY CREEK RD
BELLAIRE, MI 49615
USA

VACATION INTERNATIONALE AT THE COVE AT YARMOUTH
183 MAIN ST
WEST YARMOUTH, MA 02673
USA

VACATION INTERNATIONALE OASIS
4190 EAST PALM CANYON DR
PALM SPRINGS, CA 92264
USA

VACATION INTERNATIONALE PINES AT SUNRIVER
MEADOW ROAD
SUNRIVER, OR 97707
USA

VACATION INTERNATIONALE TORRES MAZATLAN
AV. SABALO CERRITOS
ESQ. LOPEZ PORTILLO
MAZATLAN, SIN 82110
MEXICO

VACATION VILLAGE AT BONAVENTURE
16461 RACQUET CLUB ROAD
WESTON, FL 33326
USA

VACATION VILLAGE IN THE BERKSHIRES
276 BRODIE MOUNTAIN RD.
HANCOCK, MA 01237
USA

VALDORO MOUNTAIN LODGE
500 VILLAGE ROAD
BRECKENRIDGE, CO 80424
USA

VALLARTA PALACE
PASEO DE LOS COCOTEROS 19
FRACC. NAUTICO TURISTICO
NUEVO VALLARTA, NAY 63732
MEXICO

VILLA CHALET SAN CRISTOBAL HOTEL RESORT
MUNICIPIO GUASIMOS
SECTOR LA LAGUNA
EL PEDREGAL
Palmira, Tach. 5001
VENEZUELA

VILLAS DE SANTA FE
400 GRIFFIN STREET
SANTA FE, NM 87501
USA

VILLAS ON THE GREENS AT WELK RESORT
8860 LAWRENCE WELK DRIVE
ESCONDIDO, CA 92026
USA
VILLAS SOL HOTEL AND BEACH RESORT
PLAYA HERMOSA
GUANACASTE,
COSTA RICA

VIL-THE VILLAGE AT STEAMBOAT AND
WORLDMARK STEAMBOAT SPRINGS BY TRENDWEST
900 PINE GROVE CIRCLE
STEAMBOAT SPRINGS, CO 80487
USA

VISTANA'S BEACH CLUB
10740 S OCEAN AVE
JENSEN BEACH, FL 34957
USA

WATER'S EDGE RESORT AND SPA
1525 BOSTON POST RD
WESTBROOK, CT 06498
USA

WATERSIDE BY SPINNAKER
C/O SOUTHWIND MANAGEMENT
45 WATERSIDE DRIVE
HILTON HEAD ISLAND, SC 29938
USA

WHITEBIRCH AT BREEZY POINT RESORT
9252 BREEZY POINT DRIVE
BREEZY POINT, MN 56472
USA

WILDERNESS CLUB AT BIG CEDAR
1285 ESTATE DRIVE
RIDGEDALE, MO 65739
USA

WINDJAMMER LANDING BEACH VILLAS
LABRELOTTE BAY
PO BOX 1504
CASTRIES,
SAINT LUCIA

WOODFORD BRIDGE COUNTRY CLUB
WOODFORD BRIDGE
MILTON DAMEREL
NR. HOLSWORTHY
DEVON, EX22 7LL
ENGLAND

WOODSTONE AT MASSANUTTEN
1822 RESORT DRIVE
MCGAHEYSVILLE, VA 22840
USA

WORLDMARK BALLARAT
CORNER MORGAN & GRANT ST
SEBASTOPOL, VIC 3350
AUSTRALIA

WORLDMARK BASS LAKE
53134 RD 432
BASS LAKE, CA 93604
USA

WORLDMARK BIRCH BAY
4810 BEACHCOMBER DRIVE
BLAINE, WA 98230
USA

WORLDMARK BRANSON
2794 FALL CREEK ROAD
BRANSON, MO 65616
USA

WORLDMARK CANMORE - BANFF
91 THREE SISTERS DR
CANMORE, AB T1W 3A1
CANADA

WORLDMARK CORAL BAJA
KM 29.5 CARRETERA
CSL ASJC CARR. TRANS.
SAN JOSE DEL CABO, BCS 23400
MEXICO

WORLDMARK DENARAU ISLAND
DENARAU ISLAND
NAREWA ROAD
NADI,
FIJI ISLANDS

WORLDMARK EAGLE CREST
1522 CLINE FALL RD.
REDMOND, OR 97756
USA

WORLDMARK GALENA
5129 LONGHOLLOW RD
GALENA, IL 61036
USA

WORLDMARK GLENEDEN BEACH
6593 GLENEDEN BEACH LOOP
GLENEDEN BEACH, OR 97388
USA

WORLDMARK GOLDEN BEACH RESORT
75 THE ESPALANDADE
GOLDEN BEACH, QLD 4551
AUSTRALIA

WORLDMARK LAKE OF THE OZARKS
4900 WORLDMARK DRIVE
OSAGE BEACH, MO 65065
USA

WORLDMARK LEAVENWORTH
100 ENCHANTMENT WAY BLVD
LEAVENWORTH, WA 98826
USA
<table>
<thead>
<tr>
<th>Property Name</th>
<th>Address</th>
<th>City, State</th>
<th>Zip Code</th>
<th>Country</th>
</tr>
</thead>
<tbody>
<tr>
<td>WYNDHAM NASHVILLE</td>
<td>2415 MCGAVOCK PIKE</td>
<td>NASHVILLE, TN 37214</td>
<td>USA</td>
<td></td>
</tr>
<tr>
<td>WYNDHAM NATIONAL HARBOR</td>
<td>250 MARINER PASSAGE</td>
<td>NATIONAL HARBOR, MD 20745</td>
<td>USA</td>
<td></td>
</tr>
<tr>
<td>WYNDHAM NEWPORT ONSHORE</td>
<td>405 THAMES ST</td>
<td>NEWPORT, RI 02840</td>
<td>USA</td>
<td></td>
</tr>
<tr>
<td>WYNDHAM OCEAN BOULEVARD</td>
<td>410 SOUTH OCEAN BOULEVARD</td>
<td>NORTH MYRTLE BEACH, SC 29582</td>
<td>USA</td>
<td></td>
</tr>
<tr>
<td>WYNDHAM OCEAN WALK</td>
<td>300 NORTH ATLANTIC AVENUE</td>
<td>DAYTONA BEACH, FL 32118</td>
<td>USA</td>
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</tr>
<tr>
<td>WYNDHAM PALM-AIRE</td>
<td>2601 PALM AIRE DR N</td>
<td>POMPANO BEACH, FL 33069</td>
<td>USA</td>
<td></td>
</tr>
<tr>
<td>WYNDHAM PANAMA CITY AT EMERALD BEACH</td>
<td>14700 FRONT BEACH RD</td>
<td>PANAMA CITY, FL 32413</td>
<td>USA</td>
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</tr>
<tr>
<td>WYNDHAM SANTA BARBARA</td>
<td>1301 SOUTH OCEAN BLVD</td>
<td>POMPANO BEACH, FL 33062</td>
<td>USA</td>
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<tr>
<td>WYNDHAM SEAWATCH PLANTATION</td>
<td>151 SEAWATCH DR</td>
<td>MYRTLE BEACH, SC 29572</td>
<td>USA</td>
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</tr>
<tr>
<td>WYNDHAM SEDONA</td>
<td>1500 KESTREL CIRCLE</td>
<td>SEDONA, AZ 86336</td>
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<tr>
<td>WYNDHAM SHEARWATER</td>
<td>3730 KAMEHAMEHA ROAD</td>
<td>PRINCEVILLE, KAUAI, HI 96722</td>
<td>USA</td>
<td></td>
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<tr>
<td>WYNDHAM SKYLINE TOWER</td>
<td>100 S. NORTH CAROLINA AVE</td>
<td>ATLANTIC CITY, NJ 08401</td>
<td>USA</td>
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<tr>
<td>WYNDHAM SMOKY MOUNTAINS</td>
<td>308 COLLIER DR</td>
<td>SEVIERVILLE, TN 37862</td>
<td>USA</td>
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<tr>
<td>XIV (EKSIV) AWAJISHIMA (6 NIGHTS)</td>
<td>1275-3 ORODANI-KOMOE</td>
<td>HYOGO-KEN, 656-0023</td>
<td>JAPAN</td>
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<tr>
<td>XIV (EKSIV) IZU (6 NIGHTS)</td>
<td>1317-5243 SAKIBARA</td>
<td>FUTO, ITO-SHI</td>
<td>SHIZUOKA-KEN, 413-0231</td>
<td>JAPAN</td>
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<tr>
<td>XIV (EKSIV) KARUIZAWA (6 NIGHTS)</td>
<td>23-1 HIGASHI-KAJIKAZAWA</td>
<td>OIWAKE, KARUIZAWA-MACHI</td>
<td>KITA-SAKU-GUN</td>
<td>NAGANO-KEN, 389-0115</td>
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<td>XIV (EKSIV) SHIRAHAMA (6 NIGHTS)</td>
<td>1670-76 NISHIYAMA,SAINO</td>
<td>SHIRAHAMA-CHO</td>
<td>NISHIMURO-GUN</td>
<td>WAKAYAMA-KEN, 649-2334</td>
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<tr>
<td>XIV (EKSIV) TOBA (6NIGHTS)</td>
<td>212-1 NIE ARASHIMA-CHO</td>
<td>TOBA-SHI MIE-KEN, 517-0021</td>
<td>JAPAN</td>
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<td>XPU-HA PALACE</td>
<td>CARR. CHETUMAL-PTO.JUAREZ</td>
<td>KM.285</td>
<td>RANCHO SANTA ROSA</td>
<td>PUERTO AVENTURAS, QROO 77710</td>
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RCI WEEKS AND POINTS MEMBERS

RESORTS WITH 1-100 MEMBERS

ADMIRAL YACHT CLUB AT SUNSET
BAILEYS HARBOR YACHT CLUB RESORT
BALI MASARI VILLAS & SPA
BEACH PALACE (RCI’S IMAGE IS OK)
BORGO DI VAGLI
CARAMBOLA BEACH RESORT
CLUB GRAN ANFI
CLUB LA COSTA AT CASTILLO DEL REY
CLUB LA COSTA AT MARINA DORADA
CLUB MONTE ANFI
CLUB TARAHAL
CORBETT COVE
CRYSTAL MOUNTAIN
DOMINA HOME PARCO DELLO STELVIO
DOMINA HOME PICCOLO
EL CID LA CEIBA COZUMEL
GEO GROUP AT LAC MORENCY
GR SOLARIS CANCUN
GRANDE VILLAS AT WORLD GOLF VILLAGE
GULL LAKE RESIDENCE CLUB
HACIENDA D ANDALUCIA EQUESTRIAN CLUB @ SUNSET
HARBOURSIDE III
HERITAGE RESORTS CLUB PLAYA REAL
HILTON DUNKELD
HOLIDAY INN CLUB VACATIONS-ASCUTNEY
HOLIDAY INN CLUB VACATIONS-LKGENEVA
HOPE LAKE LODGE RESORT @ GREEK PEAK
HOTEL CASA DA MONTANHA
HOTEL NH COLUMBIA
HURRICANE HOUSE
JACKSON COURT CITY SHARES
LA ERMITA
LE BLANC SPA RESORT
LITTLE SWEDEN VACATION RESORT
MELIA VACATION CLUB AT PARADISUS PLAYA
MOON PALACE
MOUNTAIN ESTATES @ SMUGGLER’S NOTCH
NORTHERN OUTDOORS ADVENTURE CLUB
PALAZZO DEL GIGLIO-RES. ALBERGHIERA
PARKSIDE VICTORIA RESORT & SPA
PESTANA NATAL
PUCON II
REDINGTON AMBASSADOR
RVC'S MINERS CLUB AT THE CANYONS PARK CITY
RVC'S VILLA VERA ZHUATANEJO
RVC'S WHISKEY JACK AT THE WESTIN
SANIBEL COTTAGES
SILVERLEAF'S SEASIDE RESORT
STOUTS HILL
SUN PALACE
THE BEACH HOUSE AT LAKE STREET
THE HAMMOCKS AT MARATHON
THE OWNERS CLUB AT BARTON CREEK
THE OWNERS CLUB AT THE HOMESTEAD
THE PROSPECT AT ASPEN
THE QUARTERS AT LAKE GEORGE

RESORTS WITH 101-249 MEMBERS

THE VILLAS AT BANYAN BAY
TORY’S LANDING
TRADE WINDS CRUISE CLUB - GRENADINES
TRADEWINDS CRUISE CLUB - ANTIGUA
TRADEWINDS CRUISE CLUB - BRITISH VIRGIN ISLANDS
TRADEWINDS CRUISE CLUB - ST. MARTIN
VACATION INTERNATIONALE AT TAHOE BEACH & SKI CLUB
VACATION INTERNATIONALE AT THE COVE AT YARMOUTH
VACATION INTERNATIONALE OASIS
VACATION INTERNATIONALE PINES AT SUNRIVER
VACATION VILLAGE
VILLA CHALET SAN CRISTOBAL HOTEL RESORT
WILDERNESS CLUB AT BIG CEDAR
WILLIAM’S LANDING
WIVC ALTA VISTA
WVR AT GLACIER CANYON
WYCHNOR PARK COUNTRY CLUB
WYNDHAM GRAND DESERT
WYNDHAM OCEAN WALK
WYNDHAM SKYLINE TOWER

RESORTS WITH 101-249 MEMBERS

AVERINA BEACH
CARPEDIEM ROMA GOLF CLUB
CHARTER CLUB RESORT OF NAPLES BAY
CLUB LA COSTA AT SIERRA MARINA
CORAL SANDS RESORT
CROWN POINTE LINKS
CWM CHWEFRU COUNTRY COTTAGES
DOMINA HOME ROYAL
DRAKENSBERG SUN
ESCAPES! TO TROPICAL BREEZE RESORT
FESTIVA SAILING VACATION AT NANNY CAY
FITZPATRICK CASTLE HOLIDAY HOMES
FOUR SEASONS RACQUET & COUNTRY CLUB
GAMBOA RAINFOREST RST AT PANAMA
GOLDEN SHORES HOLIDAY CLUB
GRAND SUMMIT HOTEL, THE CANYONS
GRAND SUMMIT RESORT HOTEL, ATTITASH
HEMLOCK AT BOYNE
HOSTERIA DEL LAGO
JACKSON GORE INN
JARDIN DE AMADORES
KAATSKILL MOUNTAIN CLUB
KILLINGTON GRAND HOTEL & CROWN CLUB
LAGUNA SHORES
LAGUNA SURF
LAKE CHELAN SHORES
LAKE EDGE RESORT (NZ)
LAKE VIEW COUNTRY CLUB
LANGDALE
LAS BRISAS DE SANTA FE
LAS MIMOSAS BEACH CLUB
LITTLE GULL
LONGBOAT BAY CLUB
MABULA TIMESHARE
| MARBLE CANYON                          | EAGLE’S NEST                      |
| MOUNTAIN EDGE RESORT                  | FISHERMEN’S VILLAGE RESORT CLUB   |
| PACIFIC PALMS                         | GALLEON BAY CLUB                  |
| PAIHUEN                                | GRAND SUMMIT RESORT HOTEL, MT. SNOW|
| PEEK’N PEAK’S GREENWOOD FOREST        | GRAND VELAS INTERNATIONAL RESIDENCE|
| PESTANA CARLTON TOWER SUITES          | GULF STREAM BEACH RESORT          |
| PESTANA PALM GARDENS                  | HARBOR TOWN POINT MARINA RESORT & |
| PINE CLIFFS RESORT                    | CLUB                              |
| PINE LAKE COUNTRY ESTATE              | HOLIDAY BEACH RESORT - PHASE II   |
| PLANTATION BEACH CLUB / SOUTH SEAS    | HOTEL EMPORIO IXTAPA              |
| PLAYACAR PALACE                       | JACKSON HOLE RACQUET CLUB         |
| RESIDENCES AT THE CRANE               | JORDAN GRAND HOTEL AT SUNDAY RIVER|
| ROYAL GARDENS AT SUNSET BEACH CLUB    | KAIMANAWA LODGE                   |
| ROYAL OASIS CLUB AT LA QUINTA         | LAKE PLACID CLUB LODGES           |
| SABI RIVER SUN                        | LINDO MAR RESORT                  |
| SAN DIEGO COUNTRY ESTATES             | MACDONALD LEILA PLAYA RESORT      |
| SANBONANI                              | MACDONALD PLAS TALGARTH RESORT    |
| SAND ACRES BEACH CLUB                 | MACDONALD VILLACANA RESORT        |
| SANIBEL BEACH CLUB II                 | NOB HILL INN                      |
| SEAWATCH ON THE BEACH                 | PACIFIC GROVE PLAZA               |
| SHELL ISLAND BEACH CLUB               | PARADISE ISLAND BEACH CLUB        |
| SOLARA SURFSIDE                       | PARK PLAZA                        |
| ST. MELLION GOLF & COUNTRY CLUB       | PARKSIDE RESORT                   |
| STEAMBOAT GRAND RESORT HOTEL          | POWELL PLACE CITY SHARE           |
| STONERIDGE TOWNHOMES                  | RAMS HORN VILLAGE RESORT          |
| STREAMSIDE AT VAIL - ASPEN            | RISATA BALI RESORT & SPA          |
| STREAMSIDE AT VAIL - CEDAR            | ROYAL MAYAN                       |
| STREAMSIDE AT VAIL - DOUGLAS          | ROYAL TENERIFE COUNTRY CLUB       |
| SUNRISE BEACH CLUB                    | SANDALS GRANDE OCHO RIOS BEACH    |
| SUTTON HALL TIMESHARE CLUB            | SEA CLUB V                        |
| TAMARACK CLUB                         | SILVER SANDS RESORT               |
| THE BISHOP SELWYN                     | SOUTH BEACH I RESORT              |
| THE COURTYARDS                        | SOUTHWIND II                      |
| THE EDINBURGH RESIDENCE               | ST JAMES PLACE                    |
| THE FALLS VILLAGE                    | SUN PACIFIC VILLAS                |
| THE GRAND BALI - NUSA DUA             | THE BURNSIDE PARK OWNERS CLUB     |
| THE LEGACY GOLF RESORT                | THE KONA COAST RESORT             |
| THE LODGE AT KANANASKIS               | THE LAKESIDE VILLAS               |
| THE LODGES AT CRESTHAVEN              | THE PENINSULA                     |
| THE OSBORNE CLUB                      | THE SUITES AT HERSEY              |
| THE PANTGLAS OWNERS CLUB              | THE SURF CLUB OF MARCO            |
| THE QUAYSIDERS CLUB                   | VILLA L’AUBERGE                   |
| THE RIDGE AT SUNRIVER                 | VILLAS DE SANTA FE                |
| THURNHAM HALL                         | WATERWOOD TOWNHOUSES              |
| TORTUGA BEACH CLUB                    | WHISPERING WOODS                  |
| WOODFORD BRIDGE COUNTRY CLUB          | WYNDHAM KONA HAWAIIAN RESORT      |
| **RESORTS WITH 250-499 MEMBERS**      | WYNDHAM NEWPORT OVERLOOK          |
| **RESORTS WITH 500-999 MEMBERS**      |                                   |
| BOUGAINVILLEA BEACH RESORT            | ARROYO ROBLE RESORT               |
| CALINI BEACH CLUB                     | BARNSDALE COUNTY CLUB             |
| CAPISTRANO SURFSIDE INN               | BELLBRAE COUNTRY CLUB             |
| CASA YBEL RESORT                      | BERKSHIRE BY THE SEA              |
| CHATEAU LE GRAND                      | CALABOGIE LODGE RESORT            |
| CLUB DONATELLO                        | CAPE COD HOLIDAY ESTATES          |
| CLUB HOTEL CATEDRAL                   | CASA VELAS BOUTIQUE HOTEL         |
| CLUB REGENCY AT MARCO ISLAND          | CAUSEWAY ON GULL                  |
| CLUB REGENCY AT REGENCY TOWERS        | CHETOLA RESORT                    |
| COSTA DEL SOL RESORT                  | CLUB PAIHIA                       |
| COZUMEL PALACE                        | CLUB PUERTO ANFI                  |
| CROWN PARK RESORT                     | CROWN RIDGE RESORT                |
| DESERT ISLE OF PALM SPRINGS           | CUMANAGOTO VILLAGES & SUITES RESORT|
| DUXTON HOTEL OKAWA BAY                |                                   |

| RESORTS WITH 250-499 MEMBERS          |**RESORTS WITH 500-999 MEMBERS**|
| BOUGAINVILLEA BEACH RESORT            | ARROYO ROBLE RESORT               |
| CALINI BEACH CLUB                     | BARNSDALE COUNTY CLUB             |
| CAPISTRANO SURFSIDE INN               | BELLBRAE COUNTRY CLUB             |
| CASA YBEL RESORT                      | BERKSHIRE BY THE SEA              |
| CHATEAU LE GRAND                      | CALABOGIE LODGE RESORT            |
| CLUB DONATELLO                        | CAPE COD HOLIDAY ESTATES          |
| CLUB HOTEL CATEDRAL                   | CASA VELAS BOUTIQUE HOTEL         |
| CLUB REGENCY AT MARCO ISLAND          | CAUSEWAY ON GULL                  |
| CLUB REGENCY AT REGENCY TOWERS        | CHETOLA RESORT                    |
| COSTA DEL SOL RESORT                  | CLUB PAIHIA                       |
| COZUMEL PALACE                        | CLUB PUERTO ANFI                  |
| CROWN PARK RESORT                     | CROWN RIDGE RESORT                |
| DESERT ISLE OF PALM SPRINGS           | CUMANAGOTO VILLAGES & SUITES RESORT|
| DUXTON HOTEL OKAWA BAY                |                                   |

39
ESCAPES! TO BELLA VISTA VILLAGE
FERIENCLUB OBERSTAUFEN (MONDI)
HILTON CRAIGENDARROCH
HOTEL PLAZA PELICANOS GRAND BEACH
SECCION II
ISLAND CLUB - SEAWATCH
ISLAND PARK VILLAGE RESORT
KILCONQUHAR CASTLE ESTATE AND
COUNTRY CLUB
KONA COAST RESORT II
LAKE EDGE RESORT (VIC)
LAS OLAS BEACH CLUB
LAS OLAS BEACH CLUB OF COCOA BEACH
MACDONALD FOREST HILLS RESORT
MARINA EL CID HOTEL & YACHT CLUB
MELIA VACATION CLUB AT GRAN MELIA
CANCUN
MELIA VACATION CLUB AT MELIA CARIBE
TROPICAL
MELIA VACATION CLUB AT PARADISUS PUNTA
CANA
MONARCH @ SEA PINES
MONDI - HOLIDAY BELLEVUE
NENASTAKO VILLAGE AT MEADOW LAKE RST
OCIDENTAL GRAND ARUBA
PEND OREILLE SHORES RESORT
PESTANA GRAND HOTEL
PESTANA MADEIRA BEACH CLUB
PESTANA MIRAMAR
PESTANA VILLAGE
PINESTEAD REEF - VIP
PORT PACIFIC RESORT
PORTO MARE RESIDENCE
RED WOLF LAKESIDE LODGE
ROYAL BALI BEACH CLUB @ JIMBARAN BAY
ROYAL PALM BEACH
ROYAL SUNSET BEACH CLUB
SAN CLEMENTE COVE
SANDSTONE CREEK CLUB
SANTA BARBARA GOLF & OCEAN CLUB II
SCHOONER II BEACH AND RACQUET CLUB
SOUTH BEACH RESORT
SOUTHWIND VILLAS
STEEL HILL RESORTS - SOUTH
SUNSET HARBOUR CLUB
SWAN MOUNTAIN RESORT
TAMARACK BEACH RESORT
THE BEACH CLUB AT ST AUGUSTINE
THE BETHEL INN & COUNTRY CLUB
THE CHARTER CLUB OF MARCO BEACH
THE HIGHLANDS AT SUGAR
THE MARLIN AT TAINO BEACH
THE QUARTER HOUSE
THE RUSHES
THE ST. GEORGE’S CLUB
THE WELLINGTON
THE WREN
VACATION CLUB
VALLARTA PALACE
VILLAS OF SEDONA
WINDJAMMER LANDING BEACH VILLAS
WYNDHAM RESORT AT FAIRFIELD
PLANTATION

WYNDHAM SHEARWATER

RESORTS WITH OVER 1000 MEMBERS

ANFI BEACH CLUB
ARUBA BEACH CLUB
BEACH PARK SUITES RESORT
BEVERLY HILLS HEIGHTS
BOAMBEE BAY RESORT
CANCUN PALACE
CARLSBAD INN BEACH RESORT
CARLSBAD SEAPOINTE RESORT
CARRIAGE HILLS RESORT
CASA DEL MAR BEACH RESORT
CELEBRITY RESORTS PALM COAST
CLUB CASA DORADA BEACH AND GOLF
RESORT
CLUB CASABLANCA
CLUB OCEAN VILLAS II
CLUB SOLARIS CABOS
CLUB VELAS VALLARTA
CORAL REEF RESORT
CORAL SANDS RESORT
CORONADO BEACH RESORT
COSTA LINDA BEACH RESORT
DIVI VILLAGE
DIVI VILLAGE GOLF AND BEACH
DIVI VILLAGE GOLF AND BEACH RESORT
EAGLE CREST
EGRET POINT BY SPINNAKER
EL MORO TOWER EL CID AT MAZATLAN
ESCAPES! TO STONEBRIDGE VILLAGE
FANTASEA RESORTS LA SAMMANA
FINISTERRA CLUB AND RESORT
FLAMINGO BEACH RESORT
FRENCH QUARTER
GASLAMP PLAZA SUITES
GATLINBURG TOWN SQUARE
GPR AT SO CAL BEACH CLUB
GRAND PACIFIC PALISADES
GRANDVIEW AT LAS VEGAS
GREENSPRINGS PLANTATION
H10 OCEAN BLUE & OCEAN SAND
HACIENDA DEL MAR RESORT
HIGHLANDS RESORT @ VERDE RIDGE
HILTON SUITES
HOLIDAY CLUB ARE
HOLIDAY CLUB KATINKULTA
HOLLYWOOD MIRAGE
HOTEL Y VILLAS SOLARIS CANCUN
ISLAND LINKS BY CORAL RESORTS
ISLAND LINKS RESORT
KA’ANAPALI BEACH CLUB
KING’S CREEK PLANTATION
LAKewood RESORT
LAWAI BEACH RESORT
LAWRENCE WELK RESORT VILLAS
LAWRENCE WELK’S DESERT OASIS
LHVC @ LIFESTYLE CROWN VILLAS
MACDONALD DONA LOLA RESORT
MARINER SHORES RESORT
MASSANUTTEN’S MOUNTAINSIDE VILLAS
MAUI LEA AT MAUI HILL

40
MAYAN PALACE RIVIERA MAYA
MEADOW LAKE GOLF AND SKI RESORT
MIZNER PLACE
MORRITT'S GRAND RESORT
MORRITT'S TORTUGA CLUB
OCEAN KEY RESORT
OCEAN TOWERS BEACH CLUB
OLYMPIC VILLAGE INN
OUTER BANKS BCH CLUB II
PACIFIC SHORES RESORT AND SPA
PALACE VIEW BY SPINNAKER
PALM BEACH SHORES RESORT AND VACATION VILLAS
PALM SPRINGS TENNIS CLUB
PARADISE CANYON GOLF RESORT
PARADISE KINGS CLUB PAPHOS
PEPPERTREE ATLANTIC BEACH
PLAYA GRANDE RESORT
PLAYA LINDA BEACH RESORT
PLAZA RESORT CLUB
PONO KAI RESORT
PORT O'CALL
PUEBLO BONITO RESORT
PUEBLO BONITO RESORT AT EMERALD BAY
PUEBLO BONITO RESORT AT SUNSET BEACH
PUEBLO BONITO RESORT LOS CABOS
PUEBLO BONITO ROSE SPA AND RESORT
RESORT AT WORLD GOLF VILLAGE
RON JON CAPE CARIBE RESORT
ROYAL ISLANDER CLUB LA PLAGE
ROYAL VILLAS
SAMOSET RESORT
SAN LUIS BAY INN
SCOTTSDALE CAMELBACK RESORT
SCOTTSDALE VILLA MIRAGE
SHERATON BROADWAY PLANTATION
SMUGGLERS' NOTCH RESORT
SMVC @ MELIA CARIBE TROPICAL
SMVC AT GRAN MELIA CANCE
SUITES AT ATTITASH MTN VILLAGE
SUNRAYSIA RESORT
SUNRISE RIDGE RESORT
SUNSET FISHERMEN SPA & RESORT
SUNSET LAGOON HOTEL & MARINA
SUNSET LAGOON HOTEL & MARINA ALL-INCLUSIVE
SUNTERRA'S SEDONA SUMMIT
TAHOE BEACH & SKI CLUB
TAMARIND SANDS
THE BAY CLUB AT WAIKOLOA BEACH RESORT
THE CHRISTY LODGE
THE CLIFF CLUB AT SNOWBIRD
THE CLIFFS AT PEACE CANYON
THE CLIFFS CLUB
THE COVE AT YARMOUTH
THE GALLEON RESORT
THE INN AT MAZATLAN
THE MANHATTAN CLUB
THE MOUNTAINSIDE AT SILVERCREEK
THE POINT AT POIPU
THE REGENCY CLUB TENERIFE
THE RESORT ON COCOA BEACH
THE RIDGE ON SEDONA GOLF
THE SUITES AT EASTERN SLOPE INN
THE VILLAS AT FAIRWAY
TREE TOPS RESORT
U.V.C. AT VILLA DEL MAR
VACATION VILLAGE AT BONAVENTURE
VACATION VILLAGE IN THE BERKSHIRES
VILLAS ON THE GREENS AT WELK RESORT
VILLAS SOL HOTEL AND BEACH RESORT
VISTANA'S BEACH CLUB
WATER'S EDGE RESORT AND SPA
WATERSIDE BY SPINNAKER
WHITEBIRCH AT BREEZY POINT RESORT
WOODSTONE AT MASSANUTTEN
WYNDHAM FLAGSTAFF
WYNDHAM LONG WHARF
WYNDHAM NEWPORT ONSHORE
WYNDHAM PALM-AIRE
WYNDHAM SANTA BARBARA
<table>
<thead>
<tr>
<th>SIGNATURE SELECTIONS MEMBER RESORTS</th>
</tr>
</thead>
<tbody>
<tr>
<td>UNITS</td>
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</tbody>
</table>

**RESORTS WITH 1-5 UNITS**
- COTTAGE AT NATIONAL GOLF CLUB
  ONE ROYAL TROON DRIVE
  SOUTHERN PINES, NC 28374

**RESORTS WITH 6-10 UNITS**
- THE GRAND MAYAN ACAPOULCO
  AV. DE LAS PALMAS 1121
  FRACC. PLAYA DIAMANTE
  ACAPULCO, GUERRERO GRO 39900
  MEXICO
- THE GRAND MAYAN RIVIERA MAYA
  KM. 48 CARRETERA FEDERAL
  CANCUN-PLAYA DEL CARMEN
  RIVIERA MAYA, QUINTANA ROO 77710
  MEXICO

**RESORTS WITH 11-20 UNITS**
- LES SAISONS
  680 SUN VALLEY ROAD
  KETCHUM, ID 83340
- MUSKOKAN RESORT ON LAKE JOSEPH
  3876 MUSKOKA ROAD
  HIGHWAY #118
  MUSKOKA ON P0B 1J0
  CANADA
- NORTHSTAR CLUB AT LAKE TAHOE
  2100 N. VILLAGE DRIVE
  TRUCKEE CA 96161
  USA
- THE GRAND MAYAN CABOS
  LOTE 11 SECCION HOTELERA
  ZONA TURISTICA
  LAZARO CARDENAS 3422, 2O. PISO
  SAN JOSE DEL CABO BCS 23400
  MEXICO

**RESORTS WITH 21-50 UNITS**
- EL CORAZON DE SANTA FE
  103 CATRON STREET
  SANTA FE NM 87501
  USA

**RESORTS WITH OVER 50 UNITS**
- MOUNTAIN CLUB AT CASHIERS
  82 SCOTCH HIGHLANDS LOOP
  SAPPHIRE NC 28774
  USA
- OLD GREENWOOD
  13051 FAIRWAY DRIVE
  TRUCKEE, CA 96161
  USA
- VILLAS AT TRAPP FAMILY LODGE
  700 TRAPP HILL ROAD
  PO BOX 1428
  STOWE, VT 05672
  USA
- MONTE CRISTO RESORT
  PREDIO PARAISO ESCONDIDO S/N
  DOMICILIO CONOCIDO
  CABO PACIFICA
  CABO SAN LUCAS BCS 23410
  MEXICO
- RESIDENCE CLUB AT PRONGHORN
  830 NW WALL STREET
  BEND OR 97701
  USA
- ROYAL PRIVATE RESIDENCE CLUB
  1310 WATER STREET
  KELOWNA BC V1Y 9P3
  CANADA
- TETON CLUB
  3340 WEST CODY DRIVE
  TETON VILLAGE WY 83025
  USA
- THE WHITE FACE LODGE
  7 WHITE FACE INN LANE
  LAKE PLACID NY 12946
  USA
SIGNATURE SELECTIONS MEMBER RESORTS
MEMBERS

RESORTS WITH 1-100 MEMBERS
COTTAGES AT NATIONAL GOLF CLUB
EL CORAZON DE SANTA FE
FRONT FOUR AT STOWE
LES SAISONS
MOUNTAIN CLUB AT CASHIERS
MUSKOKAN CLUB ON LAKE JOSEPH
NORTHSTAR CLUB AT LAKE TAHOE
OLD GREENWOOD
RESIDENCE CLUB AT PRONGHORN
ROYAL PRIVATE RESIDENCE CLUB
TETON CLUB
THE WHITE FACE LODGE
VILLAS AT TRAPP FAMILY LODGE

RESORTS WITH OVER 1,000 MEMBERS
MONTE CRISTO RESORT
THE GRAND MAYAN ACAPULCO
THE GRAND MAYAN CABOS
THE GRAND MAYAN NUEVO VALLARTA
THE GRAND MAYAN RIVIERA MAYA
RCI, LLC

Combined Statement of Key Operating Statistics
for the RCI POINTS® Exchange Program as of and
for the Year Ended December 31, 2011, and
Independent Accountants' Report
INDEPENDENT ACCOUNTANTS' REPORT

To the Management of RCI, LLC:

We have examined the accompanying combined statement of key operating statistics for the RCI POINTS® Exchange Program (the “Program”) of RCI, LLC, its affiliated companies, and its licensees (collectively, the “Company”) as of and for the year ended December 31, 2011. This combined statement is the responsibility of the Company’s management. Our responsibility is to express an opinion on this combined statement based on our examination.

Our examination was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants and, accordingly, included examining, on a test basis, evidence supporting the combined statement and performing such other procedures as we considered necessary in the circumstances. We believe that our examination provides a reasonable basis for our opinion.

In our opinion, such combined statement presents, in all material respects, the combined key operating statistics for the Program of the Company as of and for the year ended December 31, 2011, in accordance with the Time Sharing Acts of Arkansas, California, Connecticut, Florida, Georgia, Illinois, Maryland, Massachusetts, Mississippi, Missouri, Nevada, New Mexico, North Carolina, Puerto Rico, Rhode Island, Virginia, West Virginia, and Wisconsin as described in Note 1 to the combined statement.

May 29, 2012
RCI, LLC

COMBINED STATEMENT OF KEY OPERATING STATISTICS
FOR THE RCI POINTS® EXCHANGE PROGRAM
AS OF AND FOR THE YEAR ENDED DECEMBER 31, 2011

Number of timeshare properties, accommodations, or other facilities eligible to participate in the Program
Resorts with current affiliation agreements (Note 6) 1,107

Number of subscribing members as of year-end (Note 3) 1,568,161

Number of exchanges for which the Company has an obligation as to this Program as of year-end to provide in a subsequent period to a member who has RCI POINTS® that can be used in a subsequent year (Note 5) 890,357

Number of exchanges confirmed during the year 762,399

Exchange requests fulfilled as a percentage of properly submitted exchange requests, including exchange alternatives that were offered by the Company as to this Program and subsequently accepted by members (Note A) (Note 4) 80.7 %

Note A — The percentage of confirmed exchanges is a summary of the exchange requests entered with the exchange company in the period reported. The percentage of confirmed exchanges does not indicate a purchaser's probability of being confirmed to any specific choice or range of choices since availability at individual locations may vary.

See Independent Accountants’ Report and notes to combined statement of key operating statistics.
1. BASIS OF PRESENTATION

The accompanying combined statement of key operating statistics for the RCI POINTS® Exchange Program (the “Program”) include the exchange statistics of RCI LLC, a wholly owned subsidiary of Wyndham Worldwide Corporation, its affiliated companies, and licensees (see Note 2) (collectively, the “Company”) as of and for the year ended December 31, 2011. RCI, LLC, a Delaware limited liability company, is registered as Resort Condominiums International, LLC in Indiana, Nevada, New Jersey, North Carolina, and Ohio.

The statistics reflected in the combined statement of key operating statistics have been computed and are being disclosed in accordance with the following Time Sharing Acts:

Arkansas, Section 18-14-404 (b) (17) and (18)
California, Section 11216 (b) (17)
Connecticut, Section 12 (10)
Florida, Section 721.18 (1) (q) and (r)
Georgia, Section 44-3-172 (2) (Q) and (R)
Illinois, Chapter 765, 101/5-30 (b) (17)
Maryland, Section 11A-120 (a) (16) and (17)
Massachusetts, Chapter 183B, Section 53(a) (17) and (18)
Mississippi, Chapter VIII Section H (1) H (2)
Missouri, Section 407.625 (1) (17) and (18)
Nevada, Section 119A.590 (1)(a)
New Mexico, Section 47-11-8 (A) (17) and (18)
North Carolina, Section 93 A-48 (a) (17) and (18)
Puerto Rico, 31 L.P.R.A. 1258 (17) and (18)
Rhode Island, Section 34-41-4.03 (b) (15) and (16)
Virginia, Section 55-374.2 (A) (17) and (18)
West Virginia, Section 36-9-17 (a) (17) and (18)
Wisconsin, Section 707.42 (2) (a)

2. DESCRIPTION OF COMPANY

The Company operates exchange programs for owners of timeshare units and whole units at various resorts affiliated with the Company. At December 31, 2011, the Company’s Program had 1,107 resorts available for exchange throughout the world. The Program uses a points system allocated by the Company to value timeshare units. The Company’s global headquarters are in Parsippany, New Jersey, USA with offices of affiliated companies in Argentina, Australia, Belgium, Brazil, Canada, Chile, China, Colombia, Denmark, Finland, France, Germany, Greece, Hungary, India, Indonesia, Ireland, Italy, Malaysia, Mexico, Portugal, Russia, Singapore, South Africa, Spain, Turkey, United Kingdom, Venezuela, and Zimbabwe. In addition, to extend its exchange programs to Israel and Japan, the Company maintains a license agreement with companies in those countries. Furthermore, the Company maintains a license agreement to operate the exchange programs in various Middle Eastern countries via a joint venture, RCI — Middle East, E.C.
3. **MEMBERSHIP**

Membership in the Company's Program, which includes access to the Company's RCI WEEKS Exchange Program, generally involves an initial enrollment fee, which includes the first year's annual subscription fee, annual dues, and a transaction fee for each exchange.

4. **MEMBER EXCHANGE REQUESTS**

This statistic is intended to determine the number of exchanges performed as a percentage of properly submitted exchange requests. It is calculated by dividing the total number of RCI POINTS® used by members to make reservations by the number of RCI POINTS® no longer available for use by members. RCI POINTS® no longer available for use by members is the sum of RCI POINTS® used by members, together with expired and/or forfeited RCI POINTS® no longer available to members due to cancellations of reservations.

All exchanges are based on space availability; therefore, the Company does not guarantee members will receive a specific exchange choice. Purchasers having access to multiple RCI, LLC exchange programs are counted only as being enrolled in their primary exchange program.

5. **ACCRUAL BENEFIT**

The Company's Program allows members to request a vacation reservation during the use year of their RCI POINTS®. In addition, RCI POINTS® can be borrowed from or saved into adjacent years. At December 31, 2011, members had accumulated 32,582,889,066 RCI POINTS® and 146,946 deposits for which they have the right to a reservation opportunity in 2012 and 2013. This represents a total of 890,357 exchanges based on an average number of RCI POINTS® per reservation of 43,829.

6. **RESORTS**

The number of timeshare properties, accommodations, or other facilities reflected in the accompanying combined statement of key operating statistics at December 31, 2011, excludes 2 resorts with current affiliation agreements which are classified as under construction and not available for exchange as of December 31, 2011, and which will be available for use in the future.

* * * * *