

**CONTRACT OF ASSIGNMENT  
TIME SHARE OR MEMBERSHIP**

**Date of Assignment:**

**Assignor(s):**

\_\_\_\_\_  
\_\_\_\_\_

**Assignee(s):**

\_\_\_\_\_ **WEEK #**  
\_\_\_\_\_ **WEEK#**

Assignor's interest purchased pursuant to the Membership Purchase and Security Agreement number \_\_\_\_\_, dated the \_\_\_\_\_ day of \_\_\_\_\_ for Unit number \_\_\_\_\_, for use week \_\_\_\_\_ and it is incorporated by reference.

Assignment Sales Price: \$\_\_\_\_\_ (including assumption of outstanding balance under the Membership Purchase and Security Agreement in the approximate amount of \$\_\_\_\_\_).

FOR GOOD AND VALUABLE CONSIDERATION, the receipt and sufficiency of which is hereby acknowledged, Assignor and Assignee hereby agree as follows:

1. Assignor hereby represents and agrees that it has purchased the above referenced Membership pursuant to the above referenced Membership Purchase and Security Agreement from GROLF S.A. de C.V., which purchased it from Universal Vacation Club (Seller). The membership represents a "time share" right of use or occupancy during the above referenced time period at the Villa Del Mar/ Villa Del Palmar, Puerto Vallarta, Jalisco, Mexico. Assignor represents and agrees that it has not previously sold, conveyed, pledged or otherwise encumbered the above referenced Membership and is now the owner and holder of good marketable title save solely for the obligations under the above mentioned Membership Purchase and Security Agreement.
2. Assignor hereby sells, grants, transfers and conveys to Assignee all right, title and interest in and to the above described membership unit purchased pursuant to the above referenced Membership Purchase and Security Agreement.
3. Assignee hereby accepts the assignment from Assignor and assumes all obligations outstanding under the Membership Purchase and Security Agreement and agrees to pay the outstanding balance thereon in accordance with the terms thereof. Assignee further hereby agrees to pay at execution of this Assignment the sum of US \$\_\_\_\_\_ dollars, receipt of which Assignor hereby acknowledges by the execution of this Assignment. Assignee further acknowledges and agrees that it has read and reviewed the above referenced documents, including the Membership Purchase and Security Agreement, and all documents referenced therein, including, but not limited to the rules and regulations of the Club, and Assignee specifically agrees to be bound by the terms thereof in consideration for the acceptance of this Assignment by Seller.



I/WE hereby accept this Contract of Assignment of Time Share or Membership:

\_\_\_\_\_  
Assignee

\_\_\_\_\_  
Address

\_\_\_\_\_

\_\_\_\_\_  
Assignee

\_\_\_\_\_  
Address

\_\_\_\_\_

STATE )  
 )SS  
COUNTY OF )

\_\_\_\_\_  
Phone Number

\_\_\_\_\_  
Email address

On this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_ before me personally appeared

\_\_\_\_\_, Assignee/s who duly acknowledged to me that

\_\_\_\_\_ signed the above documents.

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

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

THIS CONTRACT OF ASSIGNMENT OF TIME SHARE OR MEMBERSHIP IS HEREBY APPROVED AND ACCEPTED ON THIS \_\_\_\_\_ DAY OF \_\_\_\_\_, 20\_\_\_\_ BY GOLF S.A. DE C.V., A MEXICAN CORPORATION (“SELLER”).

\_\_\_\_\_  
By:  
Title: