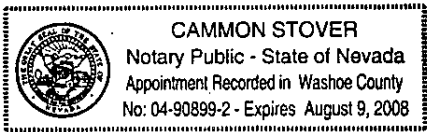


CORPORATE

State of Nevada)
County of Washoe) ss.

On the 14th day of March, 2005, A.D. , personally appeared before me
Phillip Romero, who being by me duly sworn, did say that
he/she is the Asst Secretary, of Intrawest Resorts, Inc.,
a Delaware corporation corporation, and that said corporation signed the foregoing instrument by
authority of a resolution of its Board of Directors, and the said
acknowledged to me that said corporation
~~executed the same.~~



Cammon Stover
NOTARY PUBLIC