

Welcome to
TravelShare

What is TravelShare?

TravelShare is a new membership offered by Trendwest Resorts to all new and existing Owners of WorldMark.

- **TravelShare is an incidental benefit offered by Trendwest Resorts to owners of WorldMark, the club.** TravelShare is a new program offered as of November 5, 2006 to those customers willing to add a minimum of 5000 annual credits to their account. TravelShare is offered only to customers who choose to pay the retail value for those 5000 annual credits and buy directly from Trendwest Resorts. **Use of or participation in TravelShare is completely voluntary, and payment of any fee or other cost associated with TravelShare, if any, is required only upon use or participation. The continued availability of TravelShare is not necessary for the use and enjoyment of a WorldMark Owner's use of any accommodation of WorldMark, The Club. No costs associated with TravelShare are passed on to owners of WorldMark. Participation in the TravelShare program is separate from membership in WorldMark, The Club and can be modified or discontinued at any time. WorldMark Owners should not purchase a WorldMark ownership in reliance on the continued availability or renewal or extension of the incidental benefit.**

TravelShare FAQs

Q. What are TravelShare Qualified Credits?

A. TravelShare Qualified Credits are WorldMark vacation credits that were purchased through Trendwest and qualified for use of TravelShare offerings.

Q. If I don't purchase today, can I buy TravelShare from an existing WorldMark Owner?

A. A TravelShare membership can only be purchased from Trendwest or a subsidiary or affiliated company of Trendwest. Resale companies are not sanctioned affiliates.

Q. What if I am a TravelShare member and I want to transfer my WorldMark ownership to someone else? Does my TravelShare membership also transfer?

A. No. Unless you are transferring to eligible family members (parents, spouse, domestic partner, siblings, children and grandchildren) who then have the opportunity to become a TravelShare member by enrolling into the program without an additional upgrade.

TravelShare FAQs

Q. If I give/transfer my TravelShare qualified Credits to a family member (parents, spouse, domestic partner, siblings, children, and grandchildren) can they use the credits towards TravelShare benefits?

A. Yes, as long as the transfer is to a family member as defined above, the transferee (receiver) may become a TravelShare member at the tier level of their TravelShare qualified credits.

Q. Can members of my family or friends use benefits of TravelShare?

A. For TravelShare Benefits at WorldMark resorts, **you must be traveling with your family or friends to receive the TravelShare Benefits.** For TravelShare Benefits not involving WorldMark resorts, you may reserve travel and activities for your families and friends.

Q. If I know I won't be using TravelShare this year, do I still have to pay the TravelShare dues?

A. Yes. In order to be a Member in good standing in TravelShare, any and all dues, fees, charges, and obligations must be current. Failure to pay dues or fees owed will result in suspension or termination of your TravelShare membership. If Members allow their TravelShare membership to lapse or membership is suspended or terminated, they will be required to make an additional vacation credit purchase to gain membership status again.

TravelShare FAQs

Q. Can TravelShare benefits change?

A. Yes. TravelShare benefits are subject to change from time-to-time with or **without notice**.

Q. Can I cancel the TravelShare membership and still be a Premier Owner?

A. Yes. You may cancel your TravelShare membership and still have your WorldMark Premier ownership. When your cancellation notice is received by Trendwest, access to all TravelShare benefits will cease and any TravelShare dues already paid will not be refunded.

Q. If I cancel TravelShare, can I still use RCI or II?

A. Yes.

Q. Can TravelShare Qualified Credits be saved or borrowed? If so, for how long?

A. Yes. You may save TravelShare Qualified Credits for 2 years and borrow ahead for WorldMark resort use ONLY. However, TravelShare Qualified Credits may not be borrowed from future years for any other TravelShare benefits.

TravelShare FAQs

Q. If I cancelled a reservation made available through TravelShare, are there any cancellation fees?

A. Yes, if the cancellation does not occur within the time periods prescribed. TravelShare members are subject to reservation cancellation fees when the reservation is not cancelled within the time periods set forth in the program rules. See reservation cancellation conditions in the TravelShare Program Guide and Program Rules.

Q. If I do not have enough TravelShare Qualified Credits to use on a cruise or a trip, can I pay the difference in cash?

A. Yes. Contact our Vacation Planning Center and our Vacation Counselors will determine the additional charge required.

Q. Is the Nightly Stay feature available at all RCI Resorts?

A. No. Currently RCI has the nightly stay feature at designated resorts. See participating nightly stay resorts listed in the TravelShare Program Guide.

Q. What fees are associated with TravelShare?

A. There are monthly membership dues as well as other transactional related charges associated with certain individual TravelShare benefits. See Fees List. The fees and charges are set forth in the current WorldMark Club Guidelines and TravelShare Fees brochure, as well as the individual travel offers.

TravelShare FAQs

Q. Will any future benefits or WorldMark and affiliated resorts be part of TravelShare?

A. We're always looking for new and exciting benefits to add to TravelShare. If future benefits are added to TravelShare, such benefits will be available to Members subject to tier requirements.

Q. What if I have already paid RCI annual fees in advance?

A. You will receive an RCI credit for the unused portion of the advance payment to RCI that can be used toward future RCI transaction or exchange fees. Pre-paid RCI fees will not be refunded.

Q. Will the Adventure Club and Footloose benefits still exist?

A. Yes. These out-of-network developer benefits will still be available to [all](#) WorldMark owners.

TravelShare FAQs

Q. How will Exchange Plus be affected by TravelShare?

A. New WorldMark Owners will still have the option to use Exchange Plus. However, credits received from Exchange Plus may only be used for WorldMark reservations and are not eligible for TravelShare Benefits.

Q. If I qualify for TravelShare Elite status with matching credits, how long will I remain at the Elite Status?

A. Your TravelShare Elite status for credit use will remain for 12 months after your matching credits are activated. However, you will immediately be at the elevated tier level with your matching credits and allowing you to enjoy the select Elite tier benefits that require non-credit use (i.e. Elite Check-in). Afterward, your TravelShare tier status will be consistent with your TravelShare Qualified Credit amount.

Q. If I owned 40,000 credits and transferred 10,000 each to my four children, will my TravelShare qualified credits be transferred also?

A. TravelShare Qualified Credits may be transferred to your children to be part of their TravelShare membership, without your children having to make an additional vacation credit purchase from Trendwest (with validation that you meet the family member requirements).

TravelShare FAQs

Q. How will Bonus Credits issued affect any tiered status?

A. Bonus Credits received will automatically be qualified for minimum tiered status (Elite, Diamond Elite, and Platinum Elite) levels, and immediately qualify TravelShare members (depending on their tier level) to use non-travel-related tiered benefits such as Elite Check-in, movie rentals, etc.

Q. When can I use Bonus Credits for travel benefits?

A. Bonus Credits will be activated six months after transmittal date for reservations and travel related benefits such as Connections, Quarterly Collection, Affiliate Resort usage, etc.

Q. Do WMNA TravelShare and WMAP PRIVILEGES members have reciprocating Elite Tiered benefits while vacationing in each respective resort network?

A. WMNA TravelShare and WMAP Privileges memberships are separate programs. Elite tiered benefits are only available to TravelShare members' own home resort network.

TravelShare Benefits

TravelShare Benefits

Fun Time - Booking Window 15 – 21 Days (prior to arrival date)

RCI® Membership

Affiliate Resorts

Connections - Travel the world with other WorldMark Owners.
Solo Connections are events designed specifically for the solo traveler.

Quarterly Collection

Real Estate Referral Program

TravelShare Benefits

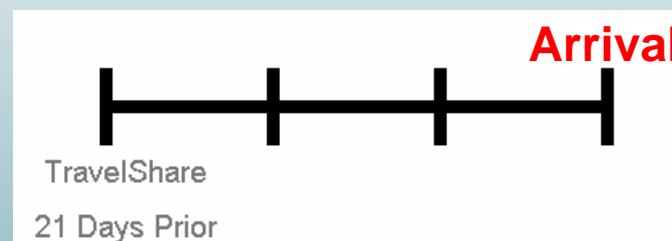
Fun Time

Fun Time Benefit

Fun Time gives TravelShare Members an expanded booking window, exclusive to TravelShare Members only, to reserve a WorldMark unit at a discounted rate, without using their credits.

Fun Time Features

- 4 night maximum stay
- One reservation at a time
- May be reserved 15 – 21 days prior to arrival date
- Low .06 cents per credit fee (housekeeping fee included)
- \$30 per night minimum
- Can be used in addition to Bonus Time
- Based on availability
- 1 Weekend per calendar quarter



TravelShare Benefits

Connections

Connections makes touring the world easy. Itineraries are designed and arrangements are all made – just show up and have a great time!

Examples may include:

- Cruise Mexico, Alaska or the Caribbean
- Escorted tours to Rome, Paris, or London
- Getaway on a California Wine tour
- Fishing trips, ball games or days at the spa
- Advertised in Destinations magazine and at www.worldmarktheclub.com

Solo Connections

Designed for our solo travelers who enjoy organized group travel
...Just as exciting and varied as Connections

TravelShare

Elite Tier Levels

Elite Tiers are Trendwest's way of saying Thank You to Owners who have made a substantial WorldMark commitment through Trendwest Resorts.

Elite Tier Levels

Elite

Diamond Elite

Platinum Elite

TravelShare Elite Tiers

Elite

Additional benefits are available for Members with 20,000-34,999 WorldMark Credits that are TravelShare qualified.

Tier Level	Credits
Elite	20,000-34,999
Diamond Elite	35,000-62,999
Platinum Elite	63,000 or More

Elite

20,000 – 34,999 Credits

Elite Benefits

- Expanded Fun Time Booking Window and Length of Stay
- Elite Rental Program
- 60 Day Elite Reservation Assistance*
- 13 Month Elite Reservation Assistance*
- Travel Ala Carte
- On Sale!
- Complimentary Movie Rental
- Elite Check-In
- Elite Grocery Service Reminder
- Exclusive Toll-Free Reservation Number
- Elite Membership Cards
- Elite News Flash*
- Additional Owner Referral Award Credits

***E-mail notification benefit**

Elite

20,000 – 34,999 Credits

Elite Benefits In addition to all basic TravelShare Benefits (shown in gray)		
Fun Time Booking Window: <u>15 – 21 Days & 4 night Max</u>	Fun Time Booking Window & Length of Stay 15 - 28 Days, 5 night maximum	Additional Owner Referral Award Credits – <u>10%</u>
RCI Membership	Elite Rental Program .14 Cents	Elite Grocery Services (e-mail reminder)
Affiliate Resorts	Elite Reservation Assistance 60 day and 13 months (e-mail reminder)	Exclusive Toll-Free Reservations Phone Number
Connections	Travel Ala Carte	Elite Membership Card
Quarterly Collection	On Sale!	Elite News Flash (e-mail notification)
Real Estate Referral Program	Complimentary Movie Rental	Elite Check-in

Elite

20,000 – 34,999 Credits

Elite Fun Time Booking Window

TravelShare: 15-21 days prior to arrival

Elite: 15-28 days prior to arrival, 5 night maximum stay, and 1 weekend per calendar quarter per 10,000 WTS Credits owned

Diamond Elite: 15-35 days prior to arrival

Platinum Elite: 15-42 days prior to arrival



Elite

20,000 – 34,999 Credits

Elite Rental

This exclusive rental program gives TravelShare Members an ability to extend their credit stay or share WorldMark with their friends and family without using their credits. Third party rentals are not allowed and certain resorts and times may be blacked out for this program.

Features

- **\$0.14** per credit
- Book up to 13 months prior to arrival
- 14 night maximum stay
- 1 weekend-only reservation per calendar quarter, per 10,000 WTS Credits owned

Elite

20,000 – 34,999 Credits

Elite Reservation Reminder Assistance

An e-mail benefit that alleviates the need to remember when to call the Vacation Planning Center or go on-line to book an important reservation when the date is within the appropriate booking window. TravelShare Members simply inform the Vacation Counselor of the date they wish to arrive and the Vacation Counselor will program their account to automatically send an e-mail a week (or less if they choose) before the opening of the booking window.

This feature is available for both the 60 day (less than 7 night in Red Season) window and the 13 month window.

Elite

20,000 – 34,999 Credits

Travel Ala Carte

TravelShare offers Elite Members a variety of travel opportunities. These offerings tend to be offered for extended periods of time, however, are subject to change depending on popularity and availability.

Elite

20,000 – 34,999 Credits

On Sale!

TravelShare Members can redeem their WorldMark Credits that are TravelShare qualified for merchandise and services. Merchandise and services are offered for extended periods of time, however, are subject to change depending on popularity and availability.

Theme Park Tickets

Movie Tickets

Gift Cards

Elite

20,000 – 34,999 Credits

Elite Check-In

TravelShare Members can enjoy the exclusive benefit of an expedited check-in area offered only at WorldMark-managed resorts.

Elite Grocery Service Reminder

This e-mail benefit arrives a week before a WorldMark arrival to remind Members to order their groceries to have in their unit on arrival day. Offered only at select WorldMark-managed resorts.

Complimentary Movie Rental

Elite status Members receive one free movie rental per stay (Pay-per-View movies not included). Offered only at select WorldMark-managed resorts.

Elite

20,000 – 34,999 Credits

Exclusive Toll-Free Reservation Number

TravelShare Members receive dedicated reservation assistance from a seasoned counselor on their exclusive toll free number into the Vacation Planning Center.

1-800-607-1944 Elite

Elite Membership Card

TravelShare Member Elite status will be displayed on a personalized Elite Membership Card with the associated toll free number.

Elite

20,000 – 34,999 Credits

Elite News Flash

This e-mail benefit will keep Elite Members among the first to know through announcements of new Affiliate Resorts, new vacation offerings and services, and any new TravelShare offering.

10% More Owner Referral Award Credits

Referrals from Elite Members are especially valued and these members may be eligible to receive an additional 10% in Owner referral award credits when they refer their friends and family to Trendwest.

Diamond Elite

Introduction

Diamond Elite

Additional benefits are available for Members with 35,000-62,999 WorldMark Credits that are TravelShare qualified.

Tier Level	Credits
Elite	20,000-34,999
Diamond Elite	35,000-62,999
Platinum Elite	63,000 or More

Diamond Elite

35,000 – 62,999 Credits

Diamond Elite Benefits

- **Expanded Fun Time Booking Window and Length of Stay**
- **Further discounted rate in the Elite Rental Program**
- **Additional Owner Referral Award Credits**
- **Personal Choice!**
- 60 Day Elite Reservation Assistance*
- 13 Month Elite Reservation Assistance*
- Travel Ala Carte
- On Sale!
- Complimentary Movie Rental
- Elite Check-In
- Elite Grocery Service Reminder*
- Exclusive Toll-Free Reservation Number
- Elite Membership Cards
- Elite News Flash*

*E-mail notification benefit

Diamond Elite

35,000 – 62,999 Credits

Diamond Elite In addition to all basic TravelShare and Elite Benefits (shown in gray)		
Fun Time Booking Window: <u>15 - 28 days & 5 night max</u>	Fun Time Booking Window 15 - 35 Days, 6 night maximum	Personal Choice! Every Other Year
RCI Membership	Elite Rental Program .12 Cents	Additional Owner Referral Award Credits <u>15%</u>
Affiliate Resorts	Elite Reservation Assistance 60 day and 13 months (e-mail reminder)	Exclusive Toll-Free Reservations Phone Number
Connections	Travel Ala Carte	Elite Membership Card
Quarterly Collection	On Sale!	Elite News Flash & Grocery Service (e-mail reminder)
Real Estate Referral Program	Complimentary Movie Rental	Elite Check-In

Diamond Elite

35,000 – 62,999 Credits

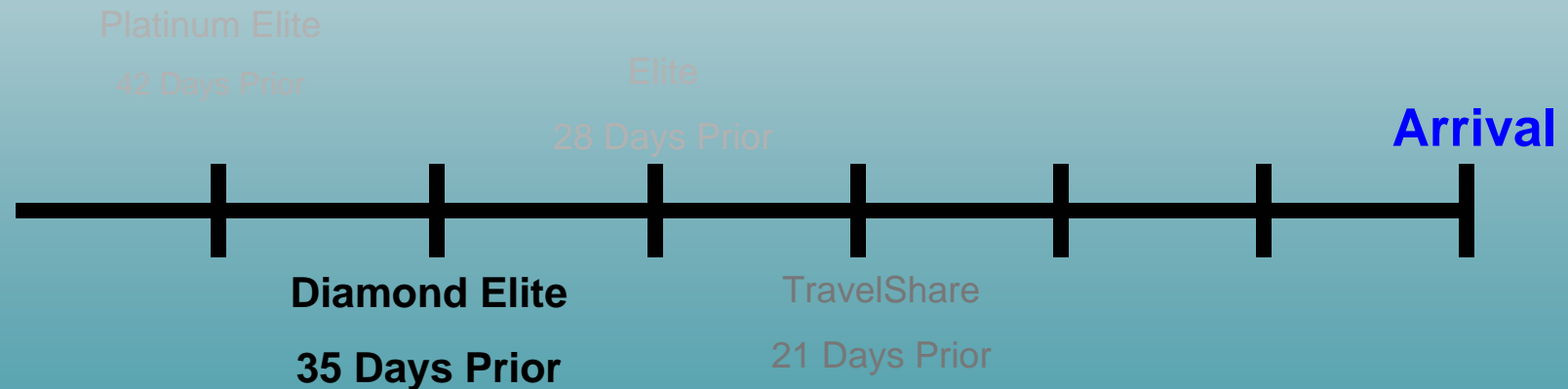
Diamond Elite Fun Time Booking Window

TravelShare: 15-21 days prior to arrival

Elite: 15-28 days prior to arrival

Diamond Elite: 15-35 days prior to arrival, 6 night maximum and 1 weekends per calendar quarter per 10,000 WTS Credits owned

Platinum Elite: 15-42 days prior to arrival



Diamond Elite

35,000 – 62,999 Credits

Diamond Elite Rental

Diamond Elite Members save an additional .02 cent per credit on this exclusive rental program.

Features:

- **\$0.12** per credit
- Book up to 13 months prior to arrival
- 14 night maximum stay
- 1 weekend-only reservation per calendar quarter, per 10,000 WTS Credits owned

Exclusive Toll-Free Reservation Number

TravelShare Members receive dedicated reservation assistance from a seasoned counselor on their exclusive toll free number into the Vacation Planning Center.

1-800-607-2656 Diamond Elite

Elite Membership Card

TravelShare Member Elite status will be displayed on a personalized Elite Membership Card with the associated toll free number.

Diamond Elite

35,000 – 62,999 Credits

15% More Owner Referral Award Credits

Referrals from Diamond Elite Members are even more valued and these members may be eligible to receive an additional 15% in Owner referral award credits when they refer their friends and family to Trendwest.

Personal Choice!

Diamond Elite Members choose where and when they want to travel with their credits. Diamond Elite Members can use up to their annual allotment of credits to purchase any qualified product through Trendwest Travel **every other year**. Buy any airline ticket, cruise or tour package... it's their Choice!

Platinum Elite

Introduction

Platinum Elite

Even more benefits for Members with 63,000 or more WorldMark Credits that are TravelShare qualified.

Tier Level	Credits
Elite	20,000-34,999
Diamond Elite	35,000-62,999
Platinum Elite	63,000 or More

Platinum Elite

63,000 or more

Platinum Elite Benefits

- **Complimentary Housekeeping**
 - **Unlimited Complimentary Movie Rentals**
 - Expanded Fun Time Booking Window and Length of Stay
 - Deeper discounted rate in the Elite Rental Program
 - Even more Owner Referral Award Credits
 - Expanded Personal Choice!
 - 60 Day Elite Reservation Assistance*
 - 13 Month Elite Reservation Assistance*
 - Travel Ala Carte
 - On Sale!
 - Elite Check-In
 - Elite Grocery Service Reminder*
 - Exclusive Toll-Free Reservation Number
 - Elite Membership Cards
 - Elite News Flash*
- *E-mail notification benefit

Platinum Elite

63,000 or more

Platinum Elite In addition to all basic TravelShare, Elite and Diamond Elite Benefits (shown in gray)		
Fun Time Booking Window: <u>15 – 35 Days & 6 night max</u>	Fun Time Booking Window 15 – 42 Days, 7 night maximum	Personal Choice! Every Year
RCI Membership	Elite Rental Program .10 Cents per credit	Additional Owner Referral Award Credits <u>20%</u>
Affiliate Resorts	Unlimited Complimentary Movie Rentals	Complimentary Housekeeping
Connections	Elite Reservation Assistance 60 day and 13 months (e-mail reminder)	Exclusive Toll-Free Reservations Phone Number
Quarterly Collection	On Sale! & Travel Ala Carte	Elite Membership Card
Real Estate Referral Program	Elite Check-In	Elite News Flash & Grocery Service (e-mail reminder)

Platinum Elite

63,000 or more

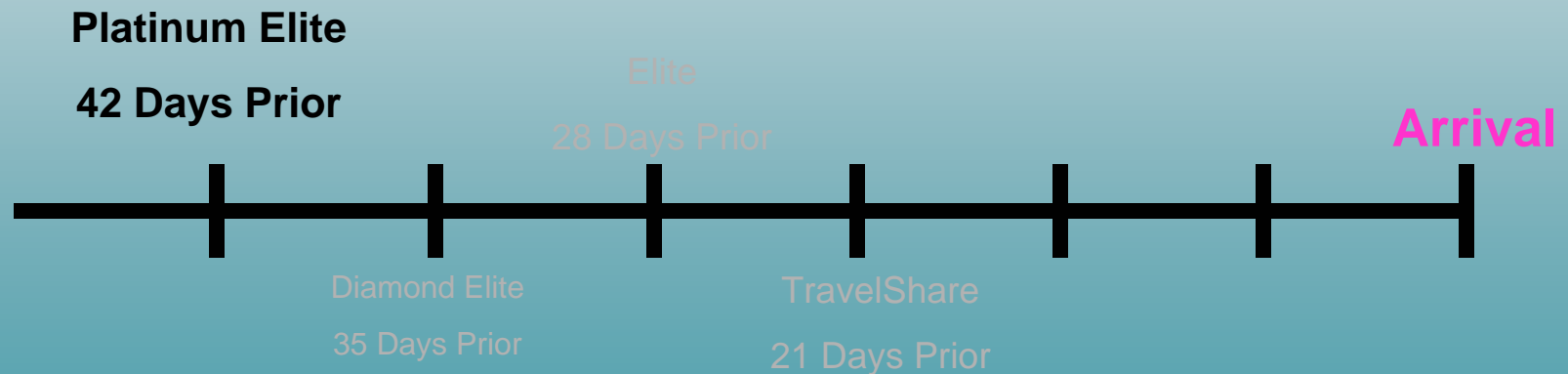
Platinum Elite Fun Time Booking Window

TravelShare: 15-21 days prior to arrival

Elite: 15-28 days prior to arrival

Diamond Elite: 15-35 days prior to arrival

Platinum Elite: 15-42 days prior to arrival, 7 night maximum and unlimited use



Platinum Elite

63,000 or more

Platinum Elite Rental

Platinum Elite Members save an additional .02 cent per credit on this exclusive rental program.

Features

- **\$0.10** per credit
- Book up to 13 months prior to arrival
- 14 night maximum stay
- Unlimited use

Exclusive Toll-Free Reservation Number

TravelShare Members receive dedicated reservation assistance from a seasoned counselor on their exclusive toll free number into the Vacation Planning Center.

1-800-607-4389 Platinum Elite

Elite Membership Card

TravelShare Member Elite status will be displayed on a personalized Elite Membership Card with the associated toll free number.

Platinum Elite

63,000 or more

20% More Owner Referral Award Credits

Referrals from Platinum Elite Members are the most valuable and these members may be eligible to receive an additional 20% in Owner referral award credits when they refer their friends and family to Trendwest.

Personal Choice!

Platinum Elite Members have the ultimate choice in travel with their credits. Platinum Elite Members can use up to their annual allotment of credits to purchase travel products through Trendwest Travel **each and every year**. Buy any qualified airline ticket, cruise or tour package... it's their Choice!

Platinum Elite

63,000 or more

Unlimited Complimentary Movie Rentals

Platinum Elite Members receive unlimited free movie rentals (Pay-per-View movies not included) at any WorldMark-managed resort (up to two movies checked out at a time).

Complimentary Housekeeping

TravelShare picks up the housekeeping fee for Platinum Elite Members when they check-out of their unit. One per reservation. Any requested midweek clean is not included in TravelShare.

TravelShare

Benefits Summary

TRAVELSHARE BY TRENDWEST®

Benefits	WorldMark with TravelShare	Elite 20,000-34,999	Diamond Elite 35,000 - 62,999	Platinum Elite 63,000 plus
Fun Time	•	• 15-28-day Booking Window	• 15-35-day Booking Window	• 15-42-day Booking Window
RCI® Membership	•	•	•	•
Affiliate Resorts	•	•	•	•
Connections	•	•	•	•
Quarterly Collection	•	•	•	•
Real Estate Referral Program	•	•	•	•
Elite Travel Planning Tools and Vacation Opportunities				
Elite Rental Program		•	•	•
Exclusive Toll-Free Reservations Number		•	•	•
* Elite 60-Day Reservation Assistance		•	•	•
* Elite 13-Month Reservation Assistance		•	•	•
Travel Ala Carte		•	•	•
Personal Choice			• Every other calendar year	• Every year
Elite Benefits at WorldMark® Managed Resorts				
Complimentary Movie Rental		• 1 per stay	• 1 per stay	• Unlimited (limit 2 per check out)
Elite Check-In Services		•	•	•
* Elite Grocery Service Reminder		•	•	•
Complimentary Housekeeping				• 1 per reservation
Extra Elite Benefits				
On Sale!		•	•	•
Elite Membership Card		•	•	•
* Elite News Flash		•	•	•
Additional Owner Referral Award Credits		10%	15%	20%

TravelShare Dues Chart

Credits	Annual	Monthly	Credits	Annual	Monthly	Credits	Annual	Monthly	Credits	Annual	Monthly
1000	\$54.00	\$4.50	16000	\$114.00	\$9.50	31000	\$174.00	\$14.50	46000	\$234.00	\$19.50
2000	\$58.00	\$4.83	17000	\$118.00	\$9.83	32000	\$178.00	\$14.83	47000	\$238.00	\$19.83
3000	\$62.00	\$5.17	18000	\$122.00	\$10.17	33000	\$182.00	\$15.17	48000	\$242.00	\$20.17
4000	\$66.00	\$5.50	19000	\$126.00	\$10.50	34000	\$186.00	\$15.50	49000	\$246.00	\$20.50
5000	\$70.00	\$5.83	20000	\$130.00	\$10.83	35000	\$190.00	\$15.83	50000	\$250.00	\$20.83
6000	\$74.00	\$6.17	21000	\$134.00	\$11.17	36000	\$194.00	\$16.17	51000	\$254.00	\$21.17
7000	\$78.00	\$6.50	22000	\$138.00	\$11.50	37000	\$198.00	\$16.50	52000	\$258.00	\$21.50
8000	\$82.00	\$6.83	23000	\$142.00	\$11.83	38000	\$202.00	\$16.83	53000	\$262.00	\$21.83
9000	\$86.00	\$7.17	24000	\$146.00	\$12.17	39000	\$206.00	\$17.17	54000	\$266.00	\$22.17
10000	\$90.00	\$7.50	25000	\$150.00	\$12.50	40000	\$210.00	\$17.50	55000	\$270.00	\$22.50
11000	\$94.00	\$7.83	26000	\$154.00	\$12.83	41000	\$214.00	\$17.83	56000	\$274.00	\$22.83
12000	\$98.00	\$8.17	27000	\$158.00	\$13.17	42000	\$218.00	\$18.17	57000	\$278.00	\$23.17
13000	\$102.00	\$8.50	28000	\$162.00	\$13.50	43000	\$222.00	\$18.50	58000	\$282.00	\$23.50
14000	\$106.00	\$8.83	29000	\$166.00	\$13.83	44000	\$226.00	\$18.83	59000	\$286.00	\$23.83
15000	\$110.00	\$9.17	30000	\$170.00	\$14.17	45000	\$230.00	\$19.17	60000	\$290.00	\$24.17

TravelShare Dues Chart

Credits	Annual	Monthly	Credits	Annual	Monthly	Credits	Annual	Monthly	Credits	Annual	Monthly
61000	\$294.00	\$24.50	76000	\$354.00	\$29.50	91000	\$414.00	\$34.50	106000	\$474.00	\$39.50
62000	\$298.00	\$24.83	77000	\$358.00	\$29.83	92000	\$418.00	\$34.83	107000	\$478.00	\$39.83
63000	\$302.00	\$25.17	78000	\$362.00	\$30.17	93000	\$422.00	\$35.17	108000	\$482.00	\$40.17
64000	\$306.00	\$25.50	79000	\$366.00	\$30.50	94000	\$426.00	\$35.50	109000	\$486.00	\$40.50
65000	\$310.00	\$25.83	80000	\$370.00	\$30.83	95000	\$430.00	\$35.83	110000	\$490.00	\$40.83
66000	\$314.00	\$26.17	81000	\$374.00	\$31.17	96000	\$434.00	\$36.17	111000	\$494.00	\$41.17
67000	\$318.00	\$26.50	82000	\$378.00	\$31.50	97000	\$438.00	\$36.50	112000	\$498.00	\$41.50
68000	\$322.00	\$26.83	83000	\$382.00	\$31.83	98000	\$442.00	\$36.83	113000	\$502.00	\$41.83
69000	\$326.00	\$27.17	84000	\$386.00	\$32.17	99000	\$446.00	\$37.17	114000	\$506.00	\$42.17
70000	\$330.00	\$27.50	85000	\$390.00	\$32.50	100000	\$450.00	\$37.50	115000	\$510.00	\$42.50
71000	\$334.00	\$27.83	86000	\$394.00	\$32.83	101000	\$454.00	\$37.83	116000	\$514.00	\$42.83
72000	\$338.00	\$28.17	87000	\$398.00	\$33.17	102000	\$458.00	\$38.17	117000	\$518.00	\$43.17
73000	\$342.00	\$28.50	88000	\$402.00	\$33.50	103000	\$462.00	\$38.50	118000	\$522.00	\$43.50
74000	\$346.00	\$28.83	89000	\$406.00	\$33.83	104000	\$466.00	\$38.83	119000	\$526.00	\$43.83
75000	\$350.00	\$29.17	90000	\$410.00	\$34.17	105000	\$470.00	\$39.17	120000	\$530.00	\$44.17

WorldMark Premier Ownership

Benefits **without** TravelShare

Perpetual Ownership

Access to WorldMark Resorts

Bonus Time

Inventory Specials

RCI or II Membership

TravelShare

Terms & Conditions of Membership

1. Membership – Trendwest Resorts, Inc. (“Trendwest”) has established the TravelShare program (“TravelShare”) whereby and owner of WorldMark, The Club (“WorldMark Owner”) who is a member of TravelShare can redeem certain WorldMark Vacation Credits (“WorldMark Credits that are TravelShare-Qualified” or “WTS Credits”) for, and among other things, cruises, airfare, select hotels and car rentals and other vacation and travel opportunities (“Benefits”). By signing the TravelShare membership Agreement, the applicant (“You” or “Your”) agrees to abide by these terms and conditions (“Terms & Conditions”), along with those other provisions, rules and guidelines contained in the TravelShare Program Guide (“Program Guide”) and other TravelShare materials (collectively, “Program Documents”), as they may be amended from time-to-time. Membership in TravelShare is voluntary.

2. Membership Eligibility – (i) Individuals who purchase a Worldmark ownership on or after November 5, 2006 from Trendwest or a subsidiary or affiliated company of Trendwest; and (ii) WorldMark Owners who, on or after November 5, 2006, make a single purchase of at least 5,000 WorldMark Vacation Credits from Trendwest, or a subsidiary or affiliate of Trendwest, are eligible to become members of Travel Share. Additionally, Transferees of WTS Credits who acquire such WTS Credits from a TravelShare member by will or intestate succession, or transferees of WTS Credits who acquire such WTS Credits from an Immediate Family Member who is a TravelShare member are eligible to become members of TravelShare. “Immediate Family Member” includes parents, spouses, domestic partners, siblings, children and grand-children. Trendwest, in its sole discretion, with or without notice, has the unilateral right to expand or contract the list of WorldMark Owners who are eligible to become TravelShare members.

3. Membership Conditions – Membership in TravelShare is subject to the following conditions: (i) You are a TravelShare member in good standing, and all TravelShare dues, charges and fees, including interest and late charges, if any, are current; (ii) You are not in violation of the Program Documents; (iii) You are a WorldMark Owner in good standing with WorldMark, and all WorldMark dues, assessments, charges and fees, including interest and late charges, if any, are current; and (iv) You are not delinquent on any installment loan payment to Trendwest or in default under the Trendwest loan document. Failure to satisfy any of these conditions could result in cancellation of a reserved or purchased Benefit, suspension of Your use of Benefits, or the termination of Your TravelShare membership.

4. Membership Restrictions – Your TravelShare membership (i) **is not transferable**; (ii) does not confer on You any vested or prescriptive right or easement in or to use any facility where Benefits are offered; (iii) does not constitute an investment in, nor does it entitle You to, an equity or ownership interest in Trendwest, TravelShare or WorldMark; and (iv) will not entitle You to become involved in the management or operation of Trendwest, TravelShare, WorldMark or any provider of Benefits. You should not expect to derive any economic profits from TravelShare. Benefits are offered only for Your recreational use. **Your sale or rental of Benefits is not permitted and can result in the suspension or termination of Your TravelShare membership.**

5. WorldMark Credits that are TravelShare-Qualified – The following WorldMark Vacation Credits are eligible to be WTS Credits: (i) WorldMark Vacation Credits owned before November 5, 2006; (ii) WorldMark Vacation Credits acquired from Trendwest, or a subsidiary or affiliated company of Trendwest, on or after November 5, 2006; (iii) WTS Credits transferred by will or intestate succession; (iv) WTS Credits transferred from an Immediate Family Member; and (v) other types of credits issued by Trendwest, or a subsidiary or an affiliate of Trendwest as determined by Trendwest from time-to-time. WorldMark Vacation Credits purchased on or after November 5, 2006, from private individuals or resale companies are not eligible to be WTS Credits. If you own multiple WorldMark ownerships, you may have a separate TravelShare membership for each WorldMark ownership; however, WTS Credits from one TravelShare membership cannot be combined with WTS Credits from another TravelShare membership to reserve, purchase or use a particular Benefit, or to determine Your Tier level. WTS Credits that are unused at the end of an Anniversary Year (as defined in the WorldMark Governing Documents) will automatically carry over for use in the following year, and will expire at the end of that year. Except as otherwise provided in the Program Guide, WTS Credits that have been carried over for use in the following year may be used for Benefits. WTS Credits may not be borrowed from a future year for Benefits.

6. TravelShare Tiers – There are four TravelShare membership tiers (“Tiers”): TravelShare, TravelShare Elite, TravelShare Diamond Elite, and TravelShare Platinum Elite. The Benefits and costs associated with each Tier are set forth in the Program Documents, and are subject to change. Your Tier is determined by the number of WTS Credits in your TravelShare account.

7. Tiers and Benefits – Tiers and Benefits available to You are determined by Trendwest. The terms of individual TravelShare Membership Agreement. Benefits are also subject to the separate terms and conditions of their individual providers and are subject to change from time-to-time. Trendwest accepts no responsibility for the acts or omissions of any person providing Benefits to TravelShare members. There may be certain additional costs, fees and expended associated with certain Benefits. Trendwest cannot guarantee that You will be able to reserve, purchase or use a particular Benefit. Your Tier level will determine the Benefits You are eligible to receive. Additionally, Your Tier level can change during Your TravelShare membership based on the number of WTS Credits in Your TravelShare account. To receive particular Tier benefits, You may be required to be at the designated Tier level at the time the Benefit is purchased or reserved, and at the time the Benefit is used. Cancellation windows varying by Benefit. Consult Your Program Guide for current Benefit cancellation rules.

8. Modifications – Trendwest reserves the right in its sole discretion, without prior notice to You, to (i) revise the Program Documents; (ii) add, delete and/or change Tiers and Benefits; or (iii) terminate TravelShare. If a Tier or Benefit becomes unavailable for any reason whatsoever, You hereby waive any and all claims against Trendwest resulting from the unavailability of such Tier or Benefit.