

THE ARUBAN RESORT

Aruba, Dutch Caribbean

January 16, 2010

Dear Fellow Timeshare Owner,

As many timeshare owners of The Aruban Resort & Casino at Eagle Beach Fractional Cooperative Association know, the resort officially closed on December 14, 2009. Our previous management company went into a series of bankruptcies (the first of which was brought about for failure to pay our employees).

I have been coordinating a group of nearly 1,000 owners and we have been working literally 10 hours a day on this since the resort closed. We have been successful in several court cases where the Aruban Judge granted us the ability to call an Extra Ordinary Meeting to remove the previous Board of Directors, elect a new Board, and appoint an interim management company.

We expect the resort to reopen in the next couple of weeks. You may check for daily updates on the bulleting board <http://www.thearubanforum.com> and my email address is cljhn@aol.com. You will receive proper 2010 billing information shortly.

My wife and I are currently in Aruba for our 25th consecutive year and we have been owners at The Aruban Resort and Casino for 12 years. We own 12 weeks at the resort and we simply love Aruba, and the Aruban people.

We have been working closely with the professional management company Royal Resorts. <http://www.royalresorts.com> They have been in the timeshare business since 1977 and operate ten 5-star resorts in Cancun and Playa Del Carmen Mexico, and in St. Maarten, Curacao, and Aruba (they operate the Costa Linda Beach Resort).

I apologize to each of you who have been affected by this unfortunate turn of events. I assure you that we will get through this quickly. The bankruptcy Trustees have approved our proposal to reopen the resort ourselves so now we are working out all the details. In the end we may come out of this even stronger and truly in control of our resort.

Sincerely,

John Cole
TIMESHARE OWNER

Convocation 2010

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EXTRAORDINARY MEETING OF OWNERS
February 22, 2010 – 1:00 p.m.
The Meeting Room of the La Cabana Beach & Racquet Club

A G E N D A

- Registration of Owners and Distribution of Voting Cards to qualified timeshare owners
- Call to Order
- Appointment of Chairman and Secretary of Meeting and Introductions
- Certification of Proxies and Quorum
- Update on recent and relevant legal issues with KL Management and KL Resort Development and the current situation and opportunities.
- Proposal 1 – To dismiss the current Board and to elect a new Board of Directors consisting of five (5) members.
- Proposal 2 – To hire a duly qualified management company, or companies, to handle the day-to-day operations of The Aruban Resort and to conclude an interim operating agreement, being an agreement between the Association and a management company, or companies, or a interim multi party agreement in connection with the day-to-day operations of the Aruban Resort.
- Proposal 2a (if applicable) – To ratify the interim management agreement concluded by John Cole and 47 others timeshare owners in capacity of authorized agent on behalf of the Association.
- Proposal 2b (if applicable) – For John Cole and 47 others to report regarding the interim management agreement indicated under agenda point 2a.
- Proposal 2c (if applicable) - To discharge John Cole and 47 other timeshare owners from all liabilities in connection with the conclusion of the interim management agreement indicated under agenda point 2a.
- Proposal 3 - Authorization of the newly appointed Board, under Article 20 section 5-b to negotiate debt repayment terms with parties who owe monies to The Association.
- Proposal 4 - Scope of Article 21 of The Association Articles of Incorporation and consideration of selection of an expert to perform an investigation.
- Proposal 5 – To address any and all additional business and establish procedures for the continuation our The Aruban Resort.
- Management Report
- Legal Update
- Other Business and Vote Adjournment

THE ARUBAN RESORT

EXTRAORDINARY MEETING OF OWNERS February 22, 2010 – 1:00 p.m. The Meeting Room of the La Cabana Beach & Racquet Club

Dear Member(s) / Shareholder(s),

In compliance with court order no. 3794 of 2009, issued by the Court of First Instance of Aruba, you are hereby cordially invited to attend the upcoming Extraordinary General Meeting of Members/Shareholders.

Given the likely event that the requisite quorum of members/shareholder is not represented on February 22, 2010, the meeting will be closed and you are hereby invited for a **second meeting to be held on March 8, 2010** at the same time and location in accordance with the Articles of Association for the Aruban Resort & Casino at Eagle Beach Fractionals Cooperative Association, which provide that at a second meeting no quorum is required to adopt resolutions. We sincerely hope that you will be able to attend.

The following documents are found on www.aruban-resort.com: (i) the Notice of the proposed February 22, 2010 Extraordinary Meeting of Members/Shareholders, (ii) the Agenda, (iii) the Candidate Background Information Forms of the nominees to fill five (5) positions on the Board of Directors, (iv) the Proxy Statement, and (v) the (printable) Proxy.

As you can see from these documents, we individual members/shareholders of The Aruban Resort & Casino at Eagle Beach have made great progress together. The former developer and management company are no longer viable and the remaining individual members/shareholders are now called upon to assume the responsibility for the reorganization of the project in order to safeguard our investment. In the upcoming Extraordinary Meeting of Members/Shareholders you will be duly informed of the present status of the project as well as the various scenario's, the budget for 2010 will be ratified and you are also required to fill all five (5) Board positions for the Aruban Resort & Casino at Eagle Beach Fractionals Cooperative Association Board of Directors. Please take the time to carefully review them.

If you cannot attend, we urge you to review the documents and then vote by sending your completed Proxy (printable from www.aruban-resort.com) to: the The Aruban Resort Proxy, c/o Sigrid Torres, with the Fax / Address on the proxy form . **Your Proxy must be sent and/or postmarked no later than February 8, 2010.**

If you have any comments or questions regarding the 2010 Extraordinary Meeting of Members/Shareholders prior to the meeting, please address them in writing to the The Aruban Resort & Casino at Eagle Beach, c/o Mr. John Cole at cljhn@aol.com or fax 297-583-6734 / 1-888-847-0806. Please do not include any other materials with such correspondence. If you do not own a unit during the week of the Extraordinary Meeting, but plan to attend, please contact Costa Linda Reservations, in the US and Canada call 1-888 -858-0845, elsewhere call 1-954-302-9454. **(If you plan to attend the meeting at the Resort, please submit your questions in writing to the Secretary prior to the commencement of the meeting.)**

We look forward to seeing as many members/shareholders as possible in Aruba at the meeting.

Sincerely,

John Cole,
Members/Shareholders Representative

THE ARUBAN RESORT

Aruba, Dutch Caribbean

NOTICE OF EXTRAORDINARY MEETING OF OWNERS

To Be Held at 1:00 P.M. on February 22, 2010

NOTICE OF SECOND MEETING

To Be Held at 1:00 P.M. on March 8, 2010

To the Owners:

Pursuant to Article 16 of the Articles of Association, notice is hereby given that the February 22, 2010 Extraordinary Meeting of Timeshare Owners of The Aruban Resort will be held at The La Cabana Beach & Racquet Club, Aruba, for the following purposes:

1. To elect five (5) members of the Board of Directors of The Aruban Resort to fill five (5) Board positions in accordance with Articles 19 of the Articles of Association.
2. To hire a duly qualified management company, or companies, to handle the day-to-day operations of The Aruban Resort.
3. To address any and all additional business and establish procedures for the continuation of The Aruban Resort.

The agenda of this second meeting will be the same as the agenda of the Extraordinary meeting of February 22, 2010.

Only timeshare owners listed in the Register of Shareholders at The Aruban Resort as of the close of business on November 20, 2009, and who have not been suspended pursuant to the Bylaws of the Association "Use Rights and Penalties" are entitled to vote at the Extraordinary Meeting of Owners or any adjournment thereof. Please note that pursuant to the Bylaws of Association, members that have not paid their fees in full before the meeting may not vote. The fees were due December 15, 2009; however, will this year be considered on-time until February 15, 2010.

We look forward to seeing you at the Annual General Meeting of Owners. Should you be unable to attend, **PLEASE RETURN YOUR COMPLETED PROXY TO BE POSTMARKED NO LATER THAN FEBRUARY 8, 2010, TO:** The Aruban Resort Proxy, c/o ISCO, 3363 W. Commercial Blvd. Suite 202, Ft. Lauderdale, FL 33309 or by fax to Aruba Fax 297-583-6734, or to USA / Canada Fax: (Toll Free) 1-888-847-0806 or by email proxy@aruban-resort.com.

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THE ARUBAN BEACH RESORT BOARD CANDIDATES

Board of Directors

The Aruban Resort & Casino at Eagle Beach Fractional Cooperative Association

CANDIDATE BACKGROUND INFORMATION FORM

NAME: John S. Cole

ADDRESS: 39 Fieldstone Lane Candia, NH 03034 USA

Phone: Residence: 603-483-4820 Business: cell 603-860-5511

Fax 603-483-8469

E-mail cljhn@aol.com

Purchase Date of initial unit: January 1998

OWNERSHIP INFORMATION:

CONTRACT #	UNIT # - Week	CONTRACT #	UNIT # - Week
254401	2544-No. 1	354407	3544-No. 7
254402	2544-No. 2	354808	3548-No. 8
254403	2544-No. 3	56605	1566-No. 5
254404	2544-No. 4	156606	1566-No. 6
354405	3544-No. 5	157007	1570-No. 7
354406	3544-No. 6	157008	1570-No. 8

EDUCATIONAL BACKGROUND: Executive Master of Business Administration, Former Certified Police Officer, Recreational Design & Development, General Contractor & Real Estate Developer

BIOGRAPHICAL BACKGROUND: I have years of experience in development, construction and management as well as prior service of 23 years with the NH Department of Resources and Economic Development, mainly in the design and promotion of recreational facilities. I have 30 years experience in my own Import & Export and product development business. I have done many joint ventures in Asia as well as the West coast USA. I have helped establish new companies in China with as many as 5,000 employees. I am very familiar with the resort as well as being appointed a Goodwill Ambassador to Aruba by the Aruba tourism Authority.

CANDIDATE'S STATEMENT: The Aruban needs owner representation. One who has the judgment to make decisions to assist in all areas of the resort. To provide the much needed information to all owners to gain their trust and support so the Aruban can once again become a resort we can all take pride in. I have the time and the experience to devote to such a task. My commitment will be to benefit all who expect and rightfully deserve to feel they are a part of a resort they have invested in. To fight to see that transparency is maintained by the Board and that owner confidence is restored to a level that must be maintained so that sales can once again flourish. I am and always have been a man of the people and I respect and admire the Arubans and all that they stand for

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Board of Directors

The Aruban Resort & Casino at Eagle Beach Fractional Cooperative Association
CANDIDATE BACKGROUND INFORMATION FORM

NAME: Elliot Kracko

ADDRESS: 135 Kensington Oval, New Rochelle, NY 10805

Phone: Residence 914-633-9783 Business: 914-654-8880 Cell: 914-557-1256

Fax: 914-654-8881 E-mail: EKracko628@aol.com

OWNERSHIP INFORMATION:

Purchase Date of initial unit: December 30, 1998

Apt. 2550 is deeded to our name.

Contract #19632 Wks. 1-52

Original Purchase Agreement #98123001LV

EDUCATIONAL BACKGROUND: High School Graduate

BIOGRAPHICAL BACKGROUND

- Chairman of the Board of a \$200Mil company.
- On the Board of Directors of numerous companies.
- 39 years experience in the construction industry.
- Projects in New York, California, Florida, Canada and Dubai.
- Co-owner of CERD (Construction Equipment Rental Depot) in Aruba. My Aruban partner, at CERD, was originally the head maintenance engineer at The Villas.
- Major projects:
 - AOL Time Warner Center, Columbus Circle, New York
 - The Trump Hotel, Columbus Circle, New York
 - Ernst & Young, Times Square, New York
 - Conde Nast, Times Square, New York

CANDIDATE'S STATEMENT

We have been coming to Aruba now for 25 years, first staying at hotels, then buying time share units at La Cabana, then at the Villas, and I am now a full-time deeded owner of Apt. 2550. Based on all the things this Board now has to accomplish, I believe I would be an asset because of my experience and background in the construction industry.

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Board of Directors

The Aruban Resort & Casino at Eagle Beach Fractional Cooperative Association CANDIDATE BACKGROUND INFORMATION FORM

NAME: William F. Scott

ADDRESS: 1495 Paul Blvd., Manahawkin, NJ 08050-4136

Phone: Residence: 609-597-8287 Business/cell: 609-290-6812

Fax: 609-5970701 E-mail: wfs2946@aol.com

Purchase Date of initial unit: 3558F - June 1998

OWNERSHIP INFORMATION:

CONTRACT #	UNIT #	-	Week
19148	3558F	-	16 The Aruban
42652	434F	-	17 La Cabana BRC
18345	226A	-	50 La Cabana BRC
3558	3558F	-	16 The Aruban (re-purchase)

EDUCATIONAL BACKGROUND:

Camden Catholic High School, Graduated June, 1967;
St. Joseph University, 1972, B.S. Business Administration

I seek election to the Interim Board/ Board of Directors at The Aruban resort and Casino because with my experience and management skills, I feel very strongly I can help return The Aruban Resort and Casino to a premiere, proud place and vacation Resort that it once enjoyed.

I have been visiting Aruba almost yearly since 1994. In 1998 I was able to purchase two timeshares, one at La Cabana BRC and the second at La Cabana Villas, now the Aruban. In 2004 I bought a third timeshare at La Cabana because I wanted to be able to spend more time on the Island. In addition to enjoying the environment Aruba has to offer, I also enjoy a close relationship with several Islanders. Over the years I have opened my home to them during their visits to the US on two occasions. During my past visits to Aruba, I have set time aside during my vacation to teach EMT Classes for the Aruban Emergency Medical Technicians and Red Cross.

As a member of the Board, I want to help re-build the Resort back to the way I once knew it. I want to assist in building it to "5 star" establishment complete with a profitable Casino. I will make every effort to bring a variety of shops and restaurants to the Resort to improve commerce. I want to restore the Resort to a place where people will be proud to own and want to visit.

If approved, I will work very hard to keep the Resort from ever going through another crisis of mis-management that we experienced with K L International. I will enforce the Association Rules and Regulations. As a Director, I will make sure there is a full accounting of all Funds collected. I will hold

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Management responsible for their actions, make the Management and Staff accountable. I will require a full accounting for all expenses of the Resort to the Board, Resort Owners according to the Association Regulations. I will work to make sure that the Aruban Resort and Casino becomes a place where "every employee" will be proud to work. I will assure each employee they will be treated fairly and will be paid on-time for their work.

RESUME of

1495 Paul Blvd.
Manahawkin, NJ 08050-4136

Phone:Home-609-597-8287;
Cell-609-290-6812
Fax 609-597-0701
E-mail wfs2946@aol.com

William F. Scott

Summary of qualifications

PARAMEDIC - December 2005 to the Present

EMT-A / EMT-BASIC / EMT-B (I) INSTRUCTOR & LEAD INSTRUCTOR

US POSTAL SERVICE/ US POSTAL INSPECTOR

Education

1968 – 1972 Saint Joseph University, Philadelphia, PA

Bachelor of Science - Business Administration

Management Major and Marketing Minor

1967 to 1968 Christian Brothers College, Memphis TN

One semester, Transferred to Saint Joseph University

1963- 1967 Camden Catholic High School, Cherry Hill, NJ, Graduated

Additional Professional Experience & Certifications

New Jersey State Police Academy, 134 MC, Sea Girt, NJ Graduated February 1972

United States Postal Inspection Service Academy-Bethesda MD, Graduated February 1977

US Secret Service Executive Protective Training, Washington, DC 1988

NJ State Licensed Private Detective, #7805, 2002 to present.

NJ State Certified EMT-Ambulance April 1990; EMT-B since 1994 New Jersey

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State EMT-A/B (I) Instructor/ Lead Instructor 1993 - 2007 National Registry
EMT-Basic since 2002 NJ State Certified Paramedic, # 2932, since December
2005 National Registry EMT- Paramedic, P0996117, since 2005 BLS Instructor,
CPR/AED, AHA, since 2000 ACLS Provider since 2004

PALS Provider since April 2004

PEEP Provider since 2004

ACLS Provider since May 2004

ICS First Responder, 100, 200, 300 trained and certified since 2004

NIMS 700 since 2005

CEVO II – Ambulance since 2006

FF I Certified

US Government, Top Secret Clearance, 1976 to present

Prior Employment

1972 – 1973 New Jersey State Alcoholic Beverage Control, Bellmawr, NJ,
Investigator, Supervisor Carl Gravel, Bellmawr, NJ

1973 to 2002 United States Postal Service, US Postal Inspection Service, US
Postal Inspector, US Postal Inspector Team Leader, Supervisors include:
Inspector in Charge Ira Carle (Ret.), Deputy Chief Postal Inspector, Kenneth R.
Jones, Frank X. Lynch (ret.) & Linda Klaus (ret.), Assistant Inspectors in Charge,
Philadelphia Division, Philadelphia, PA

1990 to 1998 Emergency Medical Technician Instructor, Instructor Intern,
Camden County College, and Camden County NJ, Supervisor Charles N.
Zarrelli

1998 – 2004- Community Medical Center, Office of EMS Education Toms River,
NJ, Supervisor Charles E. Livezey

2005 to April 2007 MONOC, EMS Education-South, Lead/Primary Instructor
Toms River, NJ Supervisor, Charles E. Livezey

2005 to Present, NJ State/ National Registered MICU EMT-Paramedic,
Monmouth Ocean Hospital Services Corporation, MONOC, full & per 4-diem
positions

2008 to Present, National Registered MICU EMT-Paramedic, AtlantiCare
Regional Medical Center, Atlantic City, NJ, Fullt

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Board of Directors

The Aruban Resort & Casino at Eagle Beach Fractional Cooperative Association
CANDIDATE BACKGROUND INFORMATION FORM

NAME: Ingrid Solomon

ADDRESS: Tibushi 33, Noord, Aruba

Phone: Residence 586-9866 Cell 565-6743

E-mail ingridsolomon@hotmail.com or ingridsolomon@aol.com

EDUCATIONAL BACKGROUND: High School plus numerous & middle management courses.

This is an opportunity to serve my island of Aruba in a positive manner, by guiding and providing years of experience to the present controversy surrounding The Aruban Resort. Having followed this development closely, it compels me to reassure our visitors that Aruba is a very warm and welcoming Island. We are known for being kind and honest people and therefore, I would like to assist the board and the Management of the Resort to reach the ultimate goal of a transparent operation and the service you as Owners deserve.

BIOGRAPHICAL BACKGROUND (WORK AND OTHER RELEVANT EXPERIENCE, ATTACHED)

CURICULUM VITAE

NAME : Ingrid Elizabeth Solomon

Date of Birth : August 1st, 1968

Place of Birth : Aruba

Nationality : Dutch

Address : Tibushi 33, Noord, Aruba

Cellular : 565-6743

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Education:

1972-1980: Heilig Hart College, Savaneta

Kleuterschool-Basis School

1980-1984: St. Augustinus College, San Nicolas (MAVO)

1984-1986: Colegio Arubano, Oranjestad (HAVO)

Short Bio;

I began working in the Time Share industry at age 18. We are also owners and active member of Interval International Exchange Company since 1996.

I attended several ARDA conventions as well as Interval International seminars to maintain an updated overview on the growth of the industry.

I met Arthur Solomon, my husband of 20 years in Aruba and we have a daughter by the name of Skyler and a son named Zachary. We lived in Coral Springs, Florida from 1995-2005, where I continued my career in the Time Share industry as well as Manage and Co-Own a Wholesale Travel Company with my husband, as well as a Jet/Charter Company.

Work/Professional experience:

2006-2010 : Local Restaurant - Food & Beverage - Owner & Operations Director

2005-2006 : Caribbean Palm Village Resort / The Mill Resort- Sales Executive

1995-2005 : Native Weddings Honeymoons and Resorts Department-

Position : Managing Director/Owner

1995-2005 : Caribbean Palm Village Resort U.S.A. - Mortgage and Collections Manager & Account Receivables Manager

2002-2005 : Royal Resorts, U.S.A. - Account Receivables Manager

1994-1996 : Caribbean Palm Village Resort, Aruba - Mortgage & Collections Manager

1990-1994 : Caribbean Palm Village Resort, Aruba - Contract Manager

1986-1990 : Caribbean Palm Village Resort, Aruba - Assistant Contract Manager

1986 : Talk Of the Town and Manchebo Beach Hotel - Reservations Clerk

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Board of Directors

The Aruban Resort & Casino at Eagle Beach Fractional Cooperative Association
CANDIDATE BACKGROUND INFORMATION FORM

NAME: JUAN THIJZEN

ADDRESS: _PONTON 69B Oranjestad, Aruba

Phone: Residence: 5839282 Business/cell: 592.5152

Fax_582.8595 E-mail_vtv@setarnet.aw

Purchase Date of initial unit: Not Applicable

OWNERSHIP INFORMATION:

CONTRACT #	UNIT # - Week	CONTRACT #	UNIT # - Week
N/A	N/A	N/A	N/A

EDUCATIONAL BACKGROUND: ACCOUNTING AND ADMINISTRATION AND FINANCIAL:

BIOGRAPHICAL BACKGROUND: I PERFORMED FOR OVER 20 YEARS IN HOTEL AND RESORTS AND RESTAURANTS IN ARUBA AND VENEZUELA AS FINANCIAL CONTROLLER AND GENERAL MANAGER. SINCE 1996 I AM ALSO DOING ACCOUNTING WORK FOR SOME SELECTIVE CLIENTS. I CONSIDER MYSELF STRONG IN RESORT OPERATIONS AND CONTROL.

I LOVE WORKING IN THE RESORT AREA AND INTERESTING IN OCCUPYING THE POSITION AS PRESIDENT OF THE BOARD. AFTER CONVERSATION WITH THE RESORT OWNER REPRESENTATIVE

I WANT TO KNOW THE DETAILS AND PLANS OF OPERATION OF THE RESORT AT THIS STAGE.

CURRICULUM VITAE

Name : Juan Rudolfo Thijzen

Adress : Ponton 69B, Oranjestad, Aruba, D.C.

Date of Birth : January 22nd, 1952

Nationality : Dutch, born in Aruba

Marital Status : Married

Telephone : 583.9282

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Fax : 582.8595

Cellular : 592.5152

E_mail : vtv@setarnet.aw

WORK EXPERIENCE

February 2004 - October 2009

Director of Finance for Benihana Restaurant, Hooters Restaurant, E.R.A.-

March 1996 - September 2003

Assistant Director of Finance for J.A.C. Holdings N.V., Management Company responsible for the following companies:

Codemsa N.V. (construction/hardware and house materials), Caribbean Palm Village Development Co. ; Time share sales, A/R Mortgage administration and Valentino's Italian restaurant and as the Management Company for Caribbean Palm Village Resort Coop Assn. a timeshare resort. Caribbean Speed Printers N.V. (newspapers Bon Dia Aruba and Aruba Today), Kentucky Fried Chicken N.V. (fast food service outlet).

June 1992 to February 1995

Private Hotel Consultant for two medium sized hotels and one time-share resort on the Island of Margarita, Venezuela.

The hotels are, Perla Caribe Club and Resort a time share resort, Blue Lion City Hotel and Marina Bay Beach Hotel,

October 1988 to January 1992

Financial Controller - La Cabana Beach & Racquet Club, Aruba, a time share resort.

August 1987 to October 1988

General Administrator - Reeberg & Zonen, N.V., Aruba.

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April 1985 to October 1986

Resident Controller - Divi Hotels, Aruba.

I was hired as the Resident Controller for Divi Hotels Aruba, which consisted of Divi Divi Beach Hotel & Resort, Tamarijn Beach Hotel, The Dutch Village Beach Resort a time share resort and the Papagayo Restaurant. Divi Hotels Aruba at that time had a total of 536 beach front deluxe rooms and time-share suites. My main responsibility was to improve control of the financial and accounting departments for the smooth running of the resort administration . Participation in the acquisition of the "Lodgistix - IBM Hotel System 36" computerized hotel system for front and back office.

July 1977 to August 1984

General Controller - Aruba Concorde Beach Resort, Aruba and Margarita Concorde Beach Resort, Margarita Island, Venezuela.

October 1974 to June 1977

Assistant Accountant - Belcar S.A. , Caracas, Venezuela.

February 1970 to July 1974

Food & Beverage Cost Controller - Aruba Sheraton Hotel, Aruba.

EDUCATIONAL BACKGROUND

Superior Studies :

1965 – 1969 St. Augustinus Collage, MULO school (high school education) , San Nicolas, Aruba.

Majored in : Languages, Accounting, Commerce and Business Administration.

1969 - 1972 Cursus Succes, Oranjestad, Aruba.

Subject : Practical Accounting Diploma.

1982 - 1985 Open University System, Margarita Island, Venezuela.

Major : Accounting till 6th Semester, not finished.

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POWER OF ATTORNEY / PROXY HOLDERS

Mr. Joseph Dijkhoff

Kieto 8F
Noord, Aruba
Telephone 297-586-4499

Joseph is a respected former sales person who because of his strong work ethic, now is in sales at the Marriott. He is an owner in good standing at the Aruban of weeks 29,30,31,32 unit 1575.

OR

Mr. Victor Mondello

A3 Colonial Drive Unit 3
Andover Mass 01810 USA
Telephone 978-409-2898
Cell 617-312-9951

Retired Principal in Construction Firm Norfolk Electric Boston Ma. An owner in good standing at the Aruban, Unit 5567G, Weeks 3,4,5 and 6 And Unit 1520F, Weeks 3 and 4.

Please select one Power of Attorney on the voting ballot to represent you at the Annual General Members Meeting on February 22, 2010, and if needed on March 8, 2010 and at any adjournment thereof, the Aruban Resort established in Aruba, with the right of substitution.

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PROXY STATEMENT

The Proxy is solicited by and on behalf of the timeshare owners of The Aruban Resort, an association formed under the laws of the Netherlands Antilles (the "Association"), for use at the Extraordinary Meeting of Owners to be held at or near The Aruban Resort, Aruba on February 22, 2010 at 1:00 P.M., local time, and if needed on March 8, 2010 at 1:00 P.M., local time and at any adjournment thereof.

Each Proxy executed and returned by an owner may be revoked at any time thereafter, by written notice to that effect to the Association, attention of the Secretary, prior to the Extraordinary Meeting, or in person to the Chairman of the Extraordinary Meeting, or by the execution and return of a later-dated Proxy prior to the Extraordinary Meeting.

The Proxies in the accompanying form will be voted in accordance with the specifications made thereon, and where no specifications are given, such Proxies will be voted (i) FOR the approval of Proposals 1, 2, and 3 below, and (ii) in the discretion of the Proxy holder and in the best interests of the Association upon such other matters as may properly come before the Extraordinary Meeting.

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ATTENTION: THIS BALLOT WILL NOT BE VALID UNLESS YOU FILL OUT THE PROXY SECTION ON PAGE 17 AND RETURN THE PROXY WITH THIS BALLOT.

Board Propositions

Proposal 1 – To dismiss the current Board and to elect a Board of Directors consisting of five (5) members as follows: The Candidates are:

Please refer to the Candidate Background Information Forms.

Chairman: Juan Rudolfo Thijzen, Aruba resident

Secretary: Ingrid Solomon, Aruba resident

Board Member & Treasurer: Elliot Krako, William Scott, John S. Cole

For _____ Against _____ Abstain _____

• **Proxy** **Mr. Joseph Dijkhoff** **Mr. Victor Mondello**

Please choose one only

Total votes: _____ (see addendum 1 for Calculation of voting shares)

Note: Please detail unit #(s) _____ and week(s) _____

Print Name: _____

Signed: _____ Date: _____

Email: _____ Fax: _____

Complete and fax

Please kindly fax your Agenda Point Voting Ballot no later than February 15, 2010, before 5:00 PM Aruba time.

Aruba Fax: (297)-583-6734 USA / Canada Fax: (Toll Free) 1 888 847 0806

Email: proxy@aruban-resort.com

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ATTENTION: THIS BALLOT WILL NOT BE VALID UNLESS YOU FILL OUT THE PROXY SECTION ON PAGE 17 AND RETURN THE PROXY WITH THIS BALLOT.

Proposal 2 – To hire a duly qualified management company, or companies, to handle the day-to-day operations of The Aruban Resort.

For _____ Against _____ Abstain _____

Proposal 3 – To authorize Board to negotiate debt with parties who owe monies to the Association.

For _____ Against _____ Abstain _____

Proposal 4 – To authorize Board to select an expert to perform an investigation under Article 21.

For _____ Against _____ Abstain _____

Proposal 5 – To address any and all additional business and establish procedures for the continuation our The Aruban Resort.

For _____ Against _____ Abstain _____

Print Name: _____

Signed: _____ Date: _____

Email: _____ Fax: _____

Complete and fax

Please kindly fax your Agenda Point Voting Ballot no later than February 15, 2010, before 5:00 PM Aruba time.

Aruba Fax: (297)-583-6734 USA / Canada Fax: (Toll Free) 1 888 847 0806

Email: proxy@aruban-resort.com

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Addendum 1

The Aruban Resort & Casino at Eagle Beach Fractionals Cooperative Association

Calculation of voting shares:

The number of votes you are entitled to cast is based on the type of unit(s) owned and whether it is annual or odd/even contract(s). Please review very carefully your contracts for accurate voting. Every vote to be cast at the Extraordinary Meeting is important.

Contracts Unit	Votes (shares)	Contracts Unit	Votes (shares)
Annual Types		Odd & Even Types	
1 Bedroom Superior KP1	2 votes	1 Bedroom Superior KP1	1 vote
1 Bedroom Deluxe DP1	2 votes	1 Bedroom Deluxe DP1	1 vote
1 Bedroom TP1	2 votes	1 Bedroom TP1	1 vote
1 Bedroom Condo T11	2 votes	1 Bedroom Condo T11	1 vote
2 Bedroom KP2	4 votes	2 Bedroom KP2	2 votes
2 Bedroom Condo T12	4 votes	2 Bedroom Condo T12	2 votes
2 Bedroom Penthouse T22	4 votes	2 Bedroom Penthouse T22	2 votes
3 Bedroom Condo T13	6 votes	3 Bedroom Condo T13	4 votes
3 Bedroom Penthouse T23	6 votes	3 Bedroom Penthouse T23	4 votes

Example:

An owner of unit 1566 a 2 bedroom in Building C weeks 5 & 6 annually

Contracts: #156605 = 4 shares and #156606 = 4 shares

Total votes = 8

THE ARUBAN RESORT

RESERVATION FORM

If you plan to attend this meeting, please e-mail or fax this form to:

FAX number: 1-888-847-0806 / 011-297-583-6734

Phone: 1-888 -858-0845 / 1-954-302-9454

Subject to availability we will make a reservation for your to stay at the Aruban Resort or comparable location. We are pleased to offer you a special discount of 50% off the rack rates if you are interested in attending the annual meeting, 19% taxes will be applied daily.

Please be aware that maximum capacity per room is **(6) six** persons in a two bedroom suite or **4** persons in a one bedroom suite.

Name : _____

Address : _____

Date of arrival: _____

Date of departure: _____

Airline & flight number: _____

Amount of persons: _____

DUE TO LIMITED ROOMS AVAILABILITY, PLEASE CALL OR FAX
RESERVATION REQUEST AS SOON AS POSSIBLE.