

AFTER RECORDING MAIL TO:  
California First Bank  
P. O. Box 1311, San Diego, CA 92112  
Attn: C. Merrick, Escrow Dept.

35802

Re: KLAMATH FALLS TRAVELODGE

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SUBORDINATION AGREEMENT

28-12823

THIS AGREEMENT is between TRAVELODGE OF OREGON, INC., an Oregon corporation (hereinafter referred to as "TRAVELODGE"), and RAY D. ROBERTS

(hereinafter referred to as "SELLER") with reference to the following:

WHEREAS, TRAVELODGE, SELLER, and none

(hereinafter referred to as "CO-OWNER") entered into that certain Joint Venture Agreement, effective January 1, 1976, for the operation of the above referenced TRAVELODGE; and

WHEREAS, TRAVELODGE as to an undivided 50% interest, SELLER as to an undivided 50% interest, and CO-OWNER as to an undivided 0% interest are the assignees of the rights and obligations of the Lessee under that certain Lease entered into between DONALD F. KETTLEBERG, MILTON O. BROWN and RAYMOND J. KITTLESAN as Lessor, and TRAVELODGE, as Lessee, dated May 7, 1968 and recorded September 24, 1970, in Volume M-70 of Deeds, Page 8477 of Official Records of Klamath County, Oregon

for the property commonly known as 124 N. Second St., Klamath Falls;

WHEREAS, SELLER is desirous of conveying all of SELLER's interest in the above Joint Venture and in the above Lease to

STEPHEN G. JEYNES

(hereinafter referred to as "PURCHASER") and wishes to take back from PURCHASER a security interest and/or Deed of Trust in the above-captioned Joint Venture assets and Lease to secure payment of the purchase price; and

WHEREAS, said security interest to be held by SELLER would encumber a portion of the Joint Venture and title to the leasehold to the detriment of TRAVELODGE, and CO-OWNER;

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or the state in which the above referenced TRAVELODGE is located.

4. This new loan, for purchase or improvement, shall be secured by a security agreement, a Deed of Trust, or both; and such security interest shall constitute a lien in charge on the land and personalty hereinabove described, and shall be prior and superior to all liens, and the charge of all Deeds of Trust taken by SELLER in reference to the aforementioned assets and Lease.

5. SELLER further agrees to cause reference to this Subordination Agreement to be placed in all security instruments and Deeds of Trust charging any of the assets heretofore mentioned in this Agreement.

6. This Agreement shall be binding upon the successors, assigns, personal representatives, heirs, and beneficiaries of SELLER and shall be binding upon and inure to the benefit of the successors and assigns of TRAVELODGE.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement on the day and year set forth in the respective acknowledgments of this Agreement.

TRAVELODGE OF OREGON, INC.,  
an Oregon Corporation

by William L. Johnston  
WILLIAM L. JOHNSTON

by N. B. Broadwell  
NEEDHAM BROADWELL

"TRAVELODGE"

Ray D. Roberts  
Ray D. Roberts  
by Robert A. Robert  
his attorney in fact

"SELLER"



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STATE OF \_\_\_\_\_ )  
COUNTY OF \_\_\_\_\_ ) ss.

TO 444 C  
(Attorney in Fact)

STATE OF ~~Klamath~~ OREGON )  
COUNTY OF Klamath ) ss.

(TI)

undersigned, a

On June 30, 1977 before me, the undersigned, a Notary Public in and for said State,  
personally appeared Robert A. Roberts  
known to me to be the person whose name is subscribed to the within instrument, as the  
Attorney in fact of Ray D. Roberts  
and acknowledged to me that he subscribed the name  
of Ray D. Roberts thereto as principal  
and his own name as Attorney in fact.

within instrument

WITNESS my hand and official seal.

Signature

Patricia C. Trotman

NOTARY PUBLIC FOR OREGON

My Commission Expires: 10/24/79

Name (Typed or Printed)

(Patricia C. Trotman)

(This area for official notarial seal)

STATE OF CALIFORNIA )  
COUNTY OF SAN DIEGO ) ss.

On Sept 1, 1977, before me, the undersigned, a  
Notary Public in and for said County and State, personally appeared \_\_\_\_\_

NEEDHAM BROADWELL

known to me to be the Vice President,

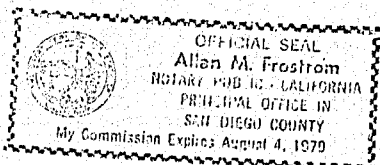
and WILLIAM L. JOHNSTON

known to me to be the Asst. Secretary

of the corporation that executed the within Instrument, and known to me to be the persons who  
executed the within instrument on behalf of the corporation therein named, and acknowledged to  
me that such corporation executed the same, and acknowledged to me that such corporation exe-  
cuted the within instrument pursuant to its By-Laws or a Resolution of its Board of Directors.

WITNESS my hand and official seal.

(SEAL)



Allan M. Frostrom  
Notary Public, residing at

El Cajon, CA

STATE OF OREGON; COUNTY OF KLAMATH; ss.

I hereby certify that the within instrument was received and filed for record on the 16th day of  
SEPTEMBER A.D., 1977 at 11:32 o'clock A.M., and duly recorded in Vol. M77  
of BEEDS on Page 17296

FEE \$ 9.00

WM. D. MILNE, County Clerk

By Bernetha H. Retach Deputy