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ASSIGNMENT OF PARTNERSHIP INTEREST

FOR VALUE RECEIVED, I hereby assign to JESSE W. JACK all my right, title and interest in and to that partnership known as M.J.B., LTD, a California limited partnership.

DATED this 9 day of August, 1982.

Danny O'Neill
DANNY O'NEILL

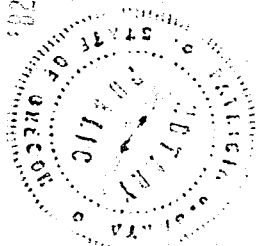
SUBSCRIBED AND SWORN to before me this 9 day of August, 1982.

Patricia Porto
Notary Public for Oregon
My Commission Expires: 3/7/84

ACCEPTANCE OF ASSIGNMENT

I DO HEREBY ACCEPT the foregoing Assignment and agree to assume and perform all duties and obligations to be performed by DANNY O'NEILL under said partnership agreement therein specified to the same extent as if I had been the original party thereto, and do also agree to indemnify, defend and hold harmless DANNY O'NEILL against any and all claims, liabilities, losses, costs, damages, fees of attorneys and other expenses, past, present and future, which DANNY O'NEILL has incurred or may incur as a result of his being a partner in M.J.B., LTD., on any matters, past, present or future, arising out of the operation of the WINEMA MOTOR HOTEL and RESTAURANT. I do also hereby agree to amend said partnership agreement to reflect that DANNY O'NEILL is no longer a partner thereof and to prepare all documents necessary and to

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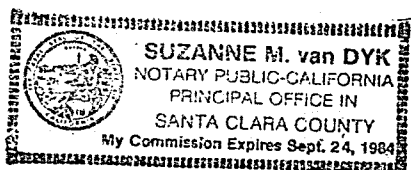
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obtain all signatures necessary in order to perfect said amendment,
and in the event such be legally necessary to make any filings that
are required in amending said limited partnership agreement.

Jesse W. Jack
JESSE W. JACK

SUBSCRIBED AND SWORN to before me this 12th day of August, 1982.



Suzanne M van Dyk
Notary Public for California
My Commission Expires: 9-24-84

STATE OF OREGON; COUNTY OF KLAMATH; ss.

Filed for record .

this 13 day of Sept A.D. 19 82 at 11:57 o'clock A.M. in
duly recorded in Vol. M82 of Misc on file 12084

Fee \$8.00

By Evelyn Birn County Clerk

Stanley Jones
625 Main K Falls