

SECOND AMENDMENT TO DECLARATION
OF COVENANTS AND ENCUMBRANCES

THIS SECOND AMENDMENT TO DECLARATION OF COVENANTS AND ENCUMBRANCES ("Second Amendment") is entered into as of the 25th day of July, 1983 by and between Albertson's, Inc., a Delaware corporation ("Albertson's") and Elmer Belcastro and Jennie F. Belcastro ("Second Party"), collectively referred to as the "Parties".

RECITALS:

A. Albertson's is lessee, under a long-term lease dated April 1, 1968, a memorandum of which is recorded in Volume M-68, Page 3244, in the Official Records of Klamath County, State of Oregon, of the real property shown as Parcel I on Exhibit A attached hereto and more particularly described in Schedule I attached hereto.

B. Albertson's is the owner of that certain real property located in the City of ~~Klamath Falls~~, County of Klamath, State of Oregon, shown as Parcel III on Exhibit A and more particularly described in Schedule III attached hereto, Albertson's having purchased Parcel III from Second Party.

C. Second Party is the owner of that certain real property located in the City of Klamath Falls, County of Klamath, State of Oregon shown as Parcel II on Exhibit A and more particularly described in Schedule II attached hereto.

D. The parties have heretofore entered into a Declaration of Covenants and Encumbrances dated December 5, 1969, recorded in Volume M-69, Page 10367, in the Official Records of Klamath County, State of Oregon, as amended by the Amendment to Declaration of Covenants and Encumbrances dated November 5, 1971 and recorded in M-71, Page 12700, in the Official Records of Klamath County, State of Oregon (collectively referred to hereinafter as "Declaration"), covering Parcels I, II and III.

E. The parties wish to amend the Declaration by substituting a new Exhibit A.

AGREEMENTS:

NOW, THEREFORE, the Parties hereto agree as follows:

1. The Declaration is amended by deleting the Exhibit A attached thereto and substituting therefor the Exhibit A attached hereto.

RETURN TO
ALBERTSON'S INC
P.O. Box 20
BOISE, IDAHO 83726
ATTN: CATHY MC MENAMY

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2. The Declaration is amended by deleting the next to the last sentence of the second paragraph of Paragraph 7 (Common Areas) which reads: "For the purpose of this paragraph, Parcel IV shall be considered to be one of Second Party's parcels." and substituting therfor the following: "For the purpose of the paragraph, Parcel IV shall be considered a parcel of the owner of Parcel III."

3. Except as amended by this Second Amendment, the Declaration remains unchanged and in full force and effect.

EXECUTED as of the day first above written.

ALBERTSON'S, INC.,
a Delaware corporation

BY: Thomas K. Stald
Vice President & General Counsel

Elmer Belcastro

BY: Carol J.
5/5/47/1 Secretary

Jennie F. Belcastro

CONSENT & SUBORDINATION

The undersigned, hereby consents to the aforesaid Second Amendment to Declaration of Covenants & Encumbrances ("Amendment") and agree that its interest in the property covered by the aforesaid Amendment is junior to and subordinate to the provisions of the aforesaid Amendment.

Dated: September 23, 1983

KLAMATH FIRST FEDERAL SAVINGS
& LOAN ASSOCIATION

BY: James D. Bocchi
James D. Bocchi, Executive Vice Pres.

BY: Gerald V. Brown
Gerald V. Brown, Secretary

STATE OF Oregon)
) ss.
County of Klamath

On this 23rd day of September, 1983, before me, the undersigned a Notary Public in and for said State, personally appeared Elmer Belcastro and Jennie F. Belcastro known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

My commission expires:

May 14, 1984

Leith Owens
Notary Public in and for the
State of Oregon
Residing at Klamath Falls, Oregon

STATE OF OREGON)
) ss.
 County of Klamath)

On this 23rd day of September 23, 1983, before me the undersigned, a Notary Public in and for said State, personally appeared James D. Bocchi and Gerald V. Brown, to me known to be the Executive Vice President and Secretary, respectively, of Klamath First Federal Savings and Loan Association, the corporation that executed the foregoing instrument, and acknowledged to me that the said instrument is the free and voluntary act and deed of said corporation, for the uses and purposes therein mentioned and on oath stated that they are authorized to execute the said instrument and that the seal affixed is the corporate seal of said corporation.

WITNESS MY HAND and official seal hereto affixed the day, month and year in this certificate first above written.

My commission expires:

5-14-84

Ruth Owens
 Notary Public in and for the
 State of Oregon
 Residing at Klamath Falls, Oregon

STATE OF IDAHO)
) ss.
 County of Ada)

On this 29th day of September, 1983, before me, the Undersigned, a Notary Public in and for said State, personally appeared Thomas R. Saldin and Minnie O. Armstrong, to me known to be the Vice President and General Counsel and the Secretary, respectively, of Albertson's, Inc., the corporation that executed the foregoing instrument, and acknowledged to me that the said instrument is the free and voluntary act and deed of said corporation, for the uses and purposes therein mentioned, and on oath stated that they are authorized to execute the said instrument and that the seal affixed is the corporate seal of said corporation.

WITNESS MY HAND and official seal hereto affixed the day, month and year in this certificate first above written.

My commission expires:

10/30/84

Claudia C. Madison
 Notary Public in and for the
 State of Idaho.
 Residing at Boise, Idaho.

Return To: Albertson's, Inc.
 P.O. Box 20
 Boise, Idaho 83726
 Attn: Cathy McMenamy
 Legal Dept.

SCHEDULE I

All that certain real property situate in the City of Klamath Falls, County of Klamath, State of Oregon, bounded and described as follows:

A tract of land situated in the SW1/4NW1/4 of Section 2, Township 39 South, Range 9 East of the Willamette Meridian, more particularly described as follows:

Beginning at the West one-quarter corner of said Section 2, said point being marked by a brass plug in a capped monument which is 1.60 feet North of the centerline of State Highway 66 (South Sixth Street); thence

North $89^{\circ} 44' 52''$ East along the East-West centerline of said Section 2 (this is the bearing to the center one-fourth corner of said Section 2 which is monumented by a bolt in the pavement that is 1.20 feet North of the centerline of said highway) a distance of 517.06 feet; thence

North $0^{\circ} 20' 15''$ East a distance of 37.91 feet to a one-half inch iron pin on the true point of beginning, of this description, said point being on the Northerly line of State Highway 66 as relocated a distance of 40.00 feet at right angles to the centerline of said highway, said point also being on the Westerly line of the Bennington property as described in Deed Volume 331 at page 402, Klamath County Deed Records; thence

North $89^{\circ} 43' 30''$ East along the Northerly line of Highway 66 as relocated a distance of 40.00 feet at right angles to the centerline of said highway a distance of 166.30 feet to a $5/8$ inch iron pin on the Easterly line of said Bennington property and the Westerly line of the Peace Memorial Presbyterian Church property as described in Deed Volume 317 at page 491, Klamath County Deed Records; thence

North $0^{\circ} 20' 15''$ East along the last described line a distance of 196.70 feet to a $5/8$ inch iron pin; thence

North $05^{\circ} 06' 40''$ East a distance of 34.24 feet; thence

12706
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SCHEDULE II

Parcel II

A tract of land situated in the SW 1/4 NW 1/4 of Section 2, T 39 S, R 9 EWM, Klamath County, Oregon, more particularly described as follows:

Beginning at the west one-quarter corner of said Section 2, said point being marked by a brass plug in a capped monument which is 1.60 feet north of the centerline of State Highway 66 (South Sixth Street); thence N 89° 44' 52" E along the east-west centerline of said Section 2 (this is the bearing to the center one-fourth corner of said Section 2 which is monumented by a bolt in the pavement that is 1.20 feet North of the centerline of said highway) a distance of 517.06 feet; thence N 00° 20' 15" E a distance of 37.91 feet to a one-half inch iron pin on the northerly line of State Highway 66 to be relocated a distance of 40.00 feet at right angles to the centerline of said highway, said point also being on the westerly line of the Bennington property as described in Deed Volume 331, Page 402, Klamath County Deed Records; thence N 00° 20' 15" E along the westerly line of said Bennington property a distance of 186.70 feet to a 5/8 inch iron pin marking the True Point of Beginning of this description; thence S 89° 43' 30" W a distance of 136.30 feet to a 5/8 inch iron pin on the easterly right-of-way line of Etna Street; thence N 00° 20' 15" E along said easterly right-of-way line 250.00 feet to the northerly line of that tract of land described in Deed Volume 353, Page 398, Klamath County Deed Records; thence N 89° 43' 30" E along said northerly line a distance of 147.78; thence S 00° 14' 10" E a distance of 81.93 feet to the northwesterly corner of the Albertson's Food Center building; thence continuing S 00° 14' 10" E along the edge of the west wall of said building a distance of 123.96 feet to the southwest corner thereof; thence S 17° 20' 35" W a distance of 46.27 feet to the True Point of Beginning of this description.

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SCHEDULE I

18691

All that certain real property situate in the City of Klamath Falls, County of Klamath, State of Oregon, bounded and described as follows:

A tract of land situated in the SW1/4NW1/4 of Section 2, Township 39 South, Range 9 East of the Willamette Meridian, more particularly described as follows:

Beginning at the West one-quarter corner of said Section 2, said point being marked by a brass plug in a capped monument which is 1.60 feet North of the centerline of State Highway 66 (South Sixth Street); thence

North $89^{\circ} 44' 52''$ East along the East-West centerline of said Section 2 (this is the bearing to the center one-fourth corner of said Section 2 which is monumented by a bolt in the pavement that is 1.20 feet North of the centerline of said highway) a distance of 517.06 feet; thence

North $0^{\circ} 20' 15''$ East a distance of 37.91 feet to a one-half inch iron pin on the true point of beginning, of this description, said point being on the Northerly line of State Highway 66 as relocated a distance of 40.00 feet at right angles to the centerline of said highway, said point also being on the Westerly line of the Bennington property as described in Deed Volume 331 at page 402, Klamath County Deed Records; thence

North $89^{\circ} 43' 30''$ East along the Northerly line of Highway 66 as relocated a distance of 40.00 feet at right angles to the centerline of said highway a distance of 166.30 feet to a $5/8$ inch iron pin on the Easterly line of said Bennington property and the Westerly line of the Peace Memorial Presbyterian Church property as described in Deed Volume 317 at page 491, Klamath County Deed Records; thence

North $0^{\circ} 20' 15''$ East along the last described line a distance of 196.70 feet to a $5/8$ inch iron pin; thence

North $05^{\circ} 06' 40''$ East a distance of 34.24 feet; thence

SCHEDULE II

Parcel II

A tract of land situated in the SW 1/4 NW 1/4 of Section 2, T 39 S, R 9 EWM, Klamath County, Oregon, more particularly described as follows:

Beginning at the west one-quarter corner of said Section 2, said point being marked by a brass plug in a capped monument which is 1.60 feet north of the centerline of State Highway 66 (South Sixth Street); thence N 89° 44' 52" E along the east-west centerline of said Section 2 (this is the bearing to the center one-fourth corner of said Section 2 which is monumented by a bolt in the pavement that is 1.20 feet North of the centerline of said highway) a distance of 517.06 feet; thence N 00° 20' 15" E a distance of 37.91 feet to a one-half inch iron pin on the northerly line of State Highway 66 to be relocated a distance of 40.00 feet at right angles to the centerline of said highway, said point also being on the westerly line of the Bennington property as described in Deed Volume 331, Page 402, Klamath County Deed Records; thence N 00° 20' 15" E along the westerly line of said Bennington property a distance of 186.70 feet to a 5/8 inch iron pin marking the True Point of Beginning of this description; thence S 89° 43' 30" W a distance of 136.30 feet to a 5/8 inch iron pin on the easterly right-of-way line of Etna Street; thence N 00° 20' 15" E along said easterly right-of-way line 250.00 feet to the northerly line of that tract of land described in Deed Volume 353, Page 398, Klamath County Deed Records; thence N 89° 43' 30" E along said northerly line a distance of 147.78; thence S 00° 14' 10" E a distance of 81.93 feet to the northwesterly corner of the Albertson's Food Center building; thence continuing S 00° 14' 10" E along the edge of the west wall of said building a distance of 123.96 feet to the southwest corner thereof; thence S 17° 20' 35" W a distance of 46.27 feet to the True Point of Beginning of this description.

mjs

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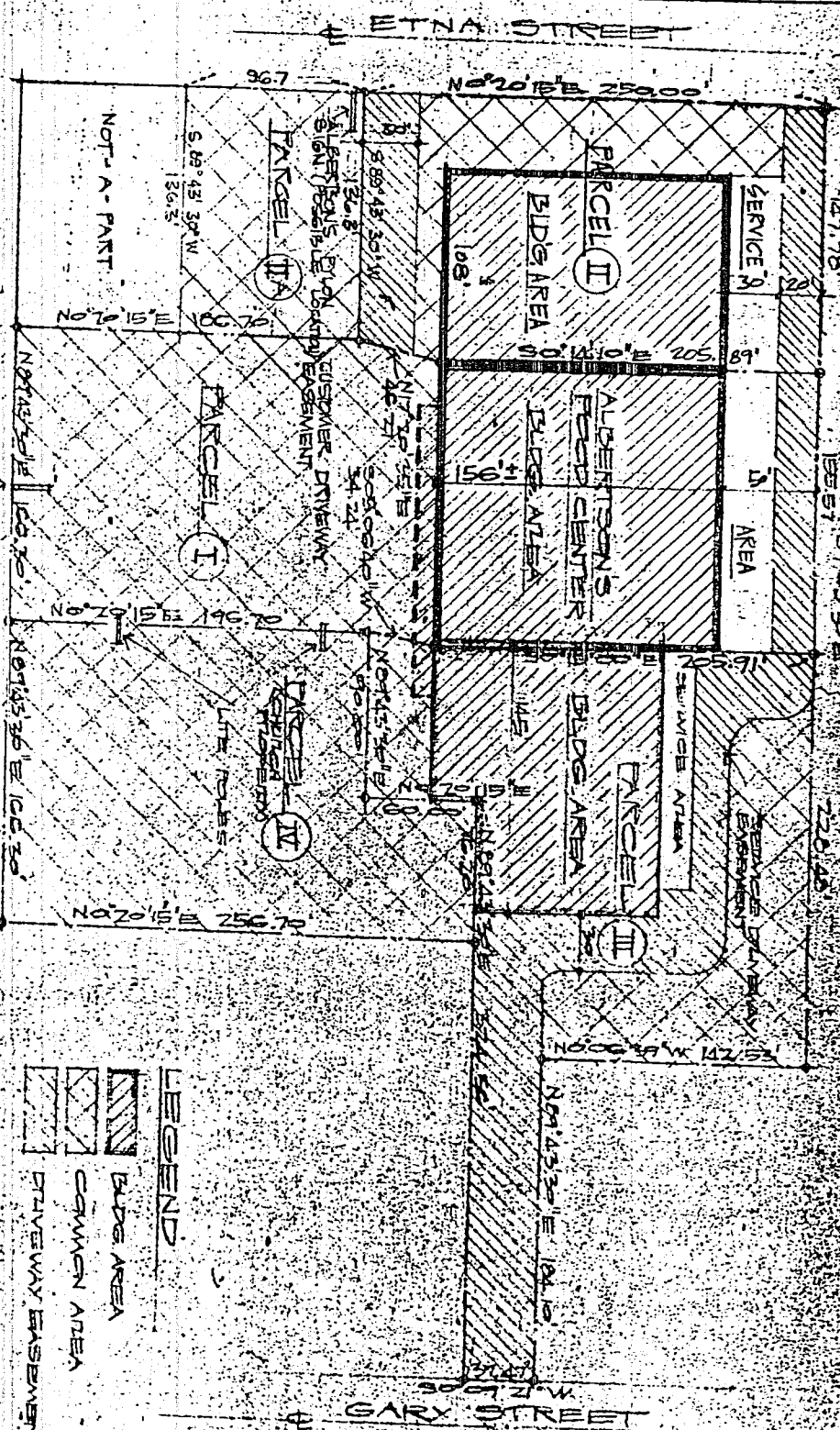
SCHEDULE III

DESCRIPTION

A tract of land situated in the SW $\frac{1}{4}$ NW $\frac{1}{4}$ of Section 2, Township 39 South, Range 9 East of the Willamette Meridian, in the County of Klamath, State of Oregon, described as follows:

Commencing at the Westerly one-quarter corner of said Section 2; thence North 89° 44' 52" East 517.06 feet; thence North 00° 20' 15" East 37.91 feet to a point on the Northerly boundary line of State Highway 66; thence North 89° 43' 30" East 166.30 feet; thence North 00° 20' 15" East 196.70 feet; thence North 05° 06' 40" East 34.24 feet to the true point of beginning; thence North 00° 15' 00" West 205.91 feet; thence North 89° 43' 30" East 228.48 feet; thence South 00° 06' 39" East 142.53 feet; thence North 89° 43' 30" East 184.10 feet to the Westerly boundary line of Gary Street; thence South 00° 09' 21" West 37.47 feet; thence South 89° 43' 30" West 324.56 feet; thence South 00° 20' 15" West 60.00 feet; thence South 89° 43' 30" West 90.00 feet thence N 05° 06' 40" E 34.24 feet to the true point of beginning.

18634



LEGEND

BLDG AREA

COMMON AREA

DRIVEWAY EASEMENT

EXHIBIT "A"

SCALE: 1" = 85' 6.71' LINE - 66.6'

2 NOV. '71 V.M.

4 APRIL '75

2 MAY '83 DBS

STATE HIGHWAY NO 66 (50 CTH ST)

PROPOSED ADJUNCTION ---

EXISTING 50 FT 19,291 #

PROPOSED:

5106 6,200 #

PROPT 1,508 #

TOTAL 26,999 #

KLAMATH FALLS, ORE

NB 524

STATE OF OREGON: COUNTY OF KLAMATH: ss

I hereby certify that the within instrument was received and filed for record on the 28th day of October A.D., 1983 at 3:47 o'clock p M, and duly recorded in Vol M83, of Deeds on page 18636.

EVELYN BIEHN, COUNTY CLERK

by *Pam Smith* deputy

Fee \$ 36.00