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ATC 27134

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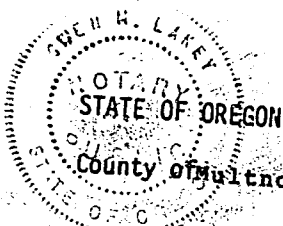
SUBORDINATION OF LEASE

KNOW ALL MEN BY THESE PRESENTS, that FRANKO OIL COMPANY, an Oregon
corporation * * * * *, (as Lessee) entered into a lease with
MID OIL COMPANY, an Oregon corporation * * * * *,
 (as Lessor), dated March 1, 1983.

By this instrument, we hereby agree that said Lease is subject and
 subordinate to that certain Mortgage executed by MID OIL COMPANY, an Oregon
corporation * * * * *, dated May 1, 1984,
 recorded in Mortgage Records of Klamath County, Oregon in
 favor of UNITED STATES NATIONAL BANK OF OREGON, a national banking association
 Executed this 13th day of July, 1984.

FRANKO OIL COMPANY, an Oregon corporation

BY: Frank J. Boresek
 FRANK J. BORESEK, PRESIDENT



Personally appeared FRANK J. BORESEK, and
 who, being sworn, stated that he, the said FRANK J. BORESEK is a PRESIDENT,
 and he, the said _____ is a _____
 of said corporation and that the seal affixed hereto is its seal
 and that this instrument was voluntarily signed and sealed in behalf of the
 corporation by authority of its Board of Directors.

Before me:

SEAL

Gwen M. Lakey
 Notary Public for Oregon
 My commission expires: 1-10-87

84 JUL 24 AM 10 40

To: United States National Bank of Oregon

September 30, 19 83

Gentlemen:

I, the undersigned Secretary of FRANKO OIL COMPANY-----
 a corporation, hereby certify that the following persons whose names, titles and signatures appear
 below are the persons authorized to act for said corporation in transactions with you in the manner
 and to the extent specified in the latest borrowing resolution duly adopted by the Board of Direc-
 tors of said corporation, a copy of which resolution is on file with you, and that such persons are
 now duly qualified and acting in their respective capacities.

Name	Signature	Office
<u>Frank J. Boresek</u>	<u>X Frank J. Boresek</u>	President
<u>Betty C. Boresek</u>	<u>X Betty C. Boresek</u>	Vice-President
		Secretary
		Treasurer

I hereby agree to notify you promptly in the event that any such person shall cease to occupy
 the office indicated or cease to be so authorized to act, and shall contemporaneously therewith
 certify to you the name and signature of this successor in such office or of any additional person
 so authorized to act.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

(SEAL)

X Betty C. Boresek
 Secretary

Frank J. Boresek
 Director*

*A director should certify when the secretary is among those authorized to act alone for the corpor-
 ation under the borrowing resolution.

IT IS HEREBY CERTIFIED THAT THE WITHIN DOCUMENT IS A TRUE & EXACT COPY OF THE ORIGINAL

53-528-1,77
Frank J. Boresek
 Frank J. Boresek

Betty C. Boresek
 Betty C. Boresek

MINUTES of a meeting of the Board of Directors of FRANKO OIL COMPANY

held at the office of the corporation on the 29th day of July, 1983, pursuant to a legal call therefor according to the bylaws of said corporation. There was present a quorum of the duly elected and qualified directors of said corporation, in accordance with the bylaws thereof; whereupon the following resolution, upon motion duly made and seconded was unanimously adopted:

1. Resolved, that this corporation borrow money or obtain credit from time to time from United States National Bank of Oregon (hereafter called "Creditor") at its INCOME PROPERTY FINANCE department, branch or office, and that the entire amount of borrowing or credit under this resolution at any one time, whether direct or indirect, absolute or contingent, shall not exceed \$* 1,300,000.00.

2. Resolved, that within the aggregate dollar amount set forth in 1 above any one of the following persons: Frank J. Borasek, President

is authorized and empowered in the name of this corporation to execute and deliver to the Creditor its promissory notes, real property mortgages, loan or letter of credit agreements, general guaranties guaranteeing the indebtedness of others to the Creditor, and powers of attorney authorizing the Creditor to execute notes in the name of this corporation showing the Creditor as payee.

3. Resolved, that any one of the persons specified in paragraph 2 above or any one of the following persons: ***

is hereby authorized and empowered in the name of this corporation to:

- (a) within the aggregate dollar amount set forth in 1 above, draw, discount and transfer drafts and acceptances to Creditor;
- (b) grant to the Creditor a security interest in such assets (except real estate as provided above) of which this corporation is the owner or in which it has an interest, as he shall consider necessary or expedient to secure payment and performance of liabilities and obligations of this corporation to Creditor of every kind and description, direct or indirect, absolute or contingent, due or to become due, now existing or hereafter arising; and in furtherance thereof perform any and all acts in the name of this corporation as necessary including but not limited to:
 - (1) endorse, assign and deliver to the Creditor, promissory notes, security agreements, chattel paper and all other documents, instruments and agreements issued or executed by others and owned by this corporation, and
 - (2) execute in the name of this corporation and to deliver to Creditor, security agreements, chattel paper, financing statements, general collateral agreements and such agreements of any and every character (except agreements specifically designated in paragraph 2 above) as the Creditor shall require in relation to this corporation's discounting, transferring, pledging or granting a security interest in assets of this corporation or in which it has an interest or in relation to the Creditor's collection and sale thereof.

4. Resolved, that any one of the persons specified in paragraph 2 or 3 above, or any one of the following persons: ***

is hereby authorized and empowered in the name of this corporation, without limit as to amount, to

- (a) discount with and sell to Creditor notes, acceptances, drafts, receivables, land sale contracts, conditional sales contracts, leases, and any other evidences of indebtedness or financial obligation payable to this corporation, owned by this corporation, or in which this corporation has an interest, ("Obligations") together with all mortgages, deeds of trust, leased property, guaranties, security interests, and any other securities therefore, ("Securities") all upon such terms as may be agreed upon by such person and Creditor, and
- (b) endorse, assign, convey, deliver, and otherwise transfer to Creditor the above Obligations and Securities and any documents relating thereto, and to execute and deliver to Creditor such guaranties, hold harmless covenants, warranties, agreements to repurchase, and such other financial undertakings and agreements relating to such Obligations, Securities and related documents, as Creditor shall require.

5. Resolved, that this resolution shall constitute a continuing authority to the designated person or persons to act on behalf of this corporation, and the powers and authority granted herein shall continue until revoked by this corporation, and formal written notice of such revocation shall have been given to the Creditor. This resolution revokes similar prior resolutions given to the department, branch or office of the Creditor set forth above but does not revoke any resolutions given to any other department, branch, or office.

6. Resolved, that the Secretary of this corporation be and he is hereby authorized and directed to deliver to said Creditor a copy of this resolution, properly certified by him, in evidence of the authority of said persons to borrow money and to execute and deliver the instruments above specified and secure payment thereof as above provided.

This Certifies, that the undersigned is the Secretary of the above named corporation; that the foregoing is a full, true and correct copy of a resolution unanimously passed by the Board of Directors thereof at a meeting of said Board held on the day and at the place above specified, legally called and held, at which a quorum was present and voting.

In Witness Whereof, I have affixed my signature this 29th day of August, 1983

(Seal if required by state of incorporation)

- * If amount not limited hereby, insert "unlimited", otherwise state amount.
- ** Designation by corporate title rather than individual name is preferred but not required.
- *** Other persons not included in the paragraph(s) above may be added if desired.

If Secretary is authorized in paragraph 2, 3 or 4 above to sign alone, this resolution must also be certified by a Director.

Secretary
Certified a True Copy

Director

IT IS HEREBY CERTIFIED THAT THE WITHIN DOCUMENT
IS A TRUE & EXACT COPY OF THE ORIGINAL

Frank J. Borasek

Betty C. Borasek

Return: A.T.C.

[illegible]

00.006.091.7.12.000

[illegible]

100-44291-332016

[illegible]

Very respectfully,
 J. Edgar Hoover

Problems of your system have already taken place but I have not been able to find any direct evidence of this. I am afraid that the only way to find out is to check the system logs. I have not been able to find any direct evidence of this. I am afraid that the only way to find out is to check the system logs.

12469

I hereby certify that the within instrument was received and filed for record on the 24th day of July A.D., 1984 at 10:40 o'clock A M, and duly recorded in Vol. m84, of Mortgages on page 12466.

Fee: \$16.00

by: F. B. Smith, Deputy

[illegible][illegible]

100-443887-1000

1. Internal state - the state of the system
 2. External state - the state of the environment
 3. Internal state - the state of the system
 4. External state - the state of the environment

[illegible]