ACKNOWLEDGMENT OF TERMINATION OF MEMORANDUM OF AGREEMENT AND MEMORANDA OF ASSIGNMENT VOLMES Page 14660

This Acknowledgment is executed by and between Crown Zellerbach Corporation, a Nevada corporation ("Crown"), Valley Power Associates, a California limited partnership ("Valley Power"), comprised of Valley Power Corporation, a California corporation as sole general partner and the limited partners thereby, and UTCC Finance Corporation, formerly known as PWA-C, Ltd., a Delaware corporation ("UTCC"), assignee of Valley Power, to acknowledge the termination of the Agreement of Sale and Purchase of Mazama Properties ("Mazama Agreement"), executed February 28, 1984 between Crown and Valley Power, as evidenced by the Memorandum of Agreement recorded in Volume M84 at Pages 3527 through 3535, Klamath County Records, and termination of the Mazama Assignment and Security Agreements, dated March 1, 1984, between Valley Power and UTCC (hereinafter "Mazama Assignment"), as evidenced by Memoranda of Assignment recorded in Volume M84 at Pages 3536 through 3549, Klamath County Records, the Memorandum of Assignment having been amended by Amendment to Memorandum of Assignment, dated March 30, 1984, recorded in Volume M84 at Page 5768 et seq, Klamath County Records.

The parties hereto acknowledge that all rights of Valley Power, UTCC, its assignee, and any and all parties claiming rights from Valley Power and UTCC to buy the Mazama Properties have been and are now terminated, and that Valley Power and UTCC have no further interest in the Mazama Properties described in Exhibit A to the Memorandum of Agreement

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STATE OF Oregon SS. COUNTY OF Multnoma

Crown Zellerbach Corporation

The foregoing instrument was acknowledged before me this 2342 day of <u>July</u>, 1985, by <u>W.R. Carlin</u> of Crown Zellerbach Corporation, a Nevada corporation, on behalf of the corporation.

martin Notary Public My Commission Expires 5-2-86

Power Corporation, General Ptnr.

Power Associates by Valley

STATE OF CALIFCRNIA COUNTY OF ORANGE

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The foregoing instrument was acknowledged before me this <u>lst</u> day of <u>July</u>, 1985, by <u>KENNETH L. HANSEN, President</u> of Valley Power Corporation, a California corporation, as General Partner of Valley Power Associates.

SS.

Valley

OFFICIAL SEAL MARTHA J. RICHEY NOTARY PUBLIC - CALIFORNIA PRINCIPAL OFFICE IN ORANGE COUNTY artha 9 Martha J. Richey Notary Public Commission Μv Expires: April 15, 1987 istion Exp. Apr. 15, 1987 χų velle UTCC Finance Corporation Scott W. Cleveland, Vice Pres. STATE OF CONNECTICUT) SS. HARTFORD COUNTY OF HARTFORD) The foregoing instrument was acknowledged before me this

28th day of June, 1985, by Scott W. Cleveland, Vice Pres. of UTCC Finance Corporation a Delaware corporation, on behalf of the corporation.

Notary Public And My Commission Expires

My Commission Explose Mar. 31, 1987

Return to Crown Zellerbach 1500 S.W. First Avenue Portland, Oregon 97201 Attn: Howard B. Mellors

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