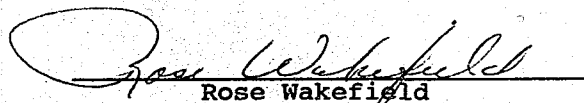


FOWLER, ALLEY & MCNAIR
ATTORNEYS AT LAW
705 WEST TENTH STREET
P. O. BOX 1746
MEDFORD, OREGON 97501-0136

SUBORDINATION AGREEMENT

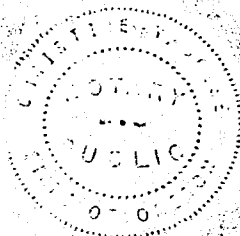
KNOW ALL MEN BY THESE PRESENTS that, in return for valuable consideration, that certain Mortgage dated June 10, 1988, and recorded July 8, 1988 in Volume M88 of Mortgages on Page 10728, Klamath County, Oregon, wherein **TIMOTHY G. WAKEFIELD** is Mortgagor, and **ROSE M. WAKEFIELD** is Mortgagee, a copy of which is attached hereto as Exhibit "A", and by this reference made a part hereof, is hereby subordinated, and hereafter shall be inferior in priority to, the Judgment Lien in favor of United States National Bank of Oregon, and against Timothy G. Wakefield, entered and docketed in proceedings entitled "United States National Bank of Oregon v. Timothy G. Wakefield, dba Tim Wakefield Logging, et al", Klamath County Circuit Court Case No. 89-1279-CV.

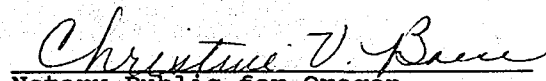
DATED: May 25, 1990.


Rose Wakefield

STATE OF OREGON)
) ss.
County of)

On this 25th day of May, 1990, personally appeared before me **ROSE M. WAKEFIELD** and acknowledged the foregoing instrument to be her voluntary act and deed.




Notary Public for Oregon
My Commission Expires: 11-13-93

190 JUL 12 PM 2:00

ok
2300