

Property Address: Pony Pass Motel
75 Main Street
Klamath Falls, Oregon

Aspen Title #01035678

SPECIAL WARRANTY DEED

THIS INDENTURE, made this 8th day of March, 1991, between COM Realty, Inc., a Delaware corporation (herein called "Grantor"), whose address is 2700 Sanders Road, Prospect Heights, Illinois 60070, and The Barnes Loving Trust dated November 29, 1990, as to an undivided one-third interest and Jon Putman, as to an undivided one-third interest and Harvey W. Houston and Charleen K. Houston, husband and wife, as to an undivided one-third interest (herein called "Grantee"), whose address is 415 Main Street, Klamath Falls, Oregon 97601.

WITNESSETH:

That Grantor, for and in consideration of the sum of Ten and No/100 Dollars (\$10.00) and other good and valuable consideration, in hand paid by Grantee, the receipt whereof is hereby acknowledged, and upon and subject to the Permitted Exceptions (hereafter defined) and the terms and provisions hereof, and pursuant to authority of the Board of Directors of Grantor, has GRANTED, SOLD and CONVEYED, and by these presents does hereby GRANT, SELL and CONVEY, unto Grantee, its successors and assigns, all of Grantor's right, title and interest in and to, that certain real estate located in Klamath County, Oregon and legally described in Exhibit "A" attached hereto and by this reference fully incorporated herein (the "Real Estate").

This conveyance is made subject and subordinate to easements, covenants, conditions and restrictions of record, if any; existing roads and highways; title matters arising on or before November 28, 1989; taxes, both general and special for the year(s) 1990 and all subsequent years; rights of public or quasi-public utilities, if any; building and zoning laws and ordinances, state and federal laws, rules and regulations, and the matters set forth on Exhibit "B" attached hereto and by this reference fully incorporated herein (collectively the "Permitted Exceptions").

The Grantor, for itself, and its successors, does hereby covenant, promise and agree, to and with the Grantee, its successors and assigns, that it has not done or suffered to be done, anything whereby the Real Estate hereby granted is, or may be, in any manner encumbered or charged, except as herein recited, and to WARRANT AND DEFEND such title to the Real Estate against all persons lawfully claiming, by, through or under the Grantor, but not otherwise, subject to the Permitted Exceptions.

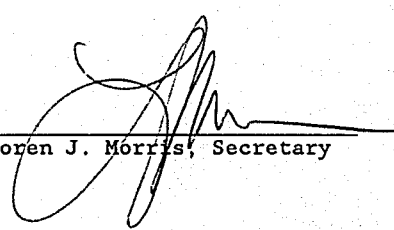
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IN WITNESS WHEREOF, Grantor has caused its corporate seal to be hereto affixed, and has caused its name to be signed to these presents by its Vice President, duly authorized so to do, and attested by its Secretary, the day and year first above written.

COM REALTY, INC.

By: Michael F. Waters
Michael F. Waters, Vice President

Attest:


Loren J. Morris, Secretary

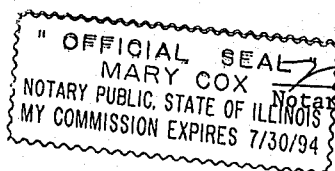


4434

STATE OF ILLINOIS)
COUNTY OF COOK) SS

I, Mary Cox, a notary public in and for said County, in the State aforesaid, DO HEREBY CERTIFY THAT Michael F. Waters, personally known to me to be the Vice President of Com Realty, Inc, a corporation of the state of ILLINOIS, and Loren J. Morris, personally known to me to be the Secretary of said corporation, and personally known to me to be the same persons whose names are subscribed to the foregoing instrument, appeared before me this day in person and severally acknowledged that as such Vice President and Secretary, they signed and delivered the said instrument as President and Secretary of said corporation, and caused the corporate seal of said corporation to be affixed thereto, pursuant to authority, given by the Board of Directors of said corporation as their free and voluntary act, and as the free and voluntary act, and deed of said corporation, for the uses and purposes therein set forth.

Given under my hand and official seal this 11th day of March, 1991.



This Instrument Prepared By (and after recording return to):
COM Realty, Inc.
Carl R. Nickens
2700 Sanders Road
Prospect Heights, Illinois 60070

Send subsequent tax bills to: c/o Cloyce E. Barnes
415 Main Street
Klamath Falls, Oregon 97601

EXHIBIT "A"Legal Description:

The following described real property situate in Klamath County, Oregon:

Lots 1, 2 and 3 and the Easterly 58.5 feet of Lot 4, Block 21, Original Town of Linkville, now City of Klamath Falls, Oregon, according to the official plat thereof on file in the office of the County Clerk of Klamath County, Oregon.

Also Lot 1 and the Easterly 24 feet of Lot 2 of Block 22; also that part of Closed Center Street lying between Lot 1 of Block 22 and Lot 4 of Block 21, being the Southerly one-half of Closed Center Street; also the Westerly 8 feet of Lot 4, Block 21; all being part of Original Town of Linkville, now City of Klamath Falls, Oregon, according to the official plat thereof on file in the office of the County Clerk of Klamath County, Oregon.

Exhibit "B"

1. Taxes for the years 1990 and all subsequent years.
2. Any facts, rights, interests, or claims which are not shown by the public records but which could be ascertained by an inspection of said land or by making inquiry of persons in possession thereof.
3. Easements, encumbrances, or claims thereof, not shown by the public records, unpatented mining claims, reservations or exceptions in patents or in acts authorizing the issuance thereof, water rights, claims or title to water.
4. Agreement, including the terms and provisions thereof, between Carsten Carl Nelson et ux and F. W. McReynolds et ux., dated October 10, 1960, recorded October 11, 1960, in Volume 324 page 525, Deed Records of Klamath County, Oregon, concerning the construction, operation and maintenance of a four inch sanitary sewer line.
5. Reservations and restrictions in deed from Carsten Carl Nelson et ux to Stanislaus Motor-In, Inc., a California corporation, dated October 24, 1960, recorded March 25, 1968, in Volume M68 page 2291, Deed Records of Klamath County, Oregon, as follows: "...existence of underground sewer line from the southeasterly line of Lot 6 of said Block under Lot 3 of said Block to Main Street, grantee waiving all claims against grantors by reason thereof."

STATE OF OREGON: COUNTY OF KLAMATH: ss.

Filed for record at request of Aspen Title Co. the 12th day
 of March A.D., 19 91 at 3:39 o'clock P. M., and duly recorded in Vol. M91,
 of Deeds on Page 4432.

FEE \$48.00

Evelyn Biehn County Clerk

By Carlene Mueller