

ASSIGNMENT AGREEMENT

MTZ 27665-KR

This Assignment is made and entered into as of this 12th day of October, 1992 pursuant to the terms of a Purchase and Sale Agreement by and between Lawrence C. Jespersen and V. Maureen Jespersen, husband and wife, Kenneth L. Jespersen and Lorna Jespersen, husband and wife, and Leonard K. Jespersen and Vicky L. Jespersen, husband and wife, (hereinafter referred to as "Assignors") and JELD-WEN, inc., an Oregon corporation, (hereinafter referred to as "Assignee").

Assignors hereby assign, transfer and convey to Assignee all of Assignors' right, title and interest in and to the OPTION TO PURCHASE and FARM LEASE by and between Assignors and Otis M. Simpson and dated April 16, 1987, a memorandum of which was recorded June 30, 1987 in Volume M87, Page 11510, Microfilm Records of Klamath County, Oregon. Assignors further hereby assign, transfer and convey to Assignee all of Assignors' right, title and interest in and to the real property described on Exhibit "C" (hereinafter referred to as the "Real Property") and all personal property located upon the Real Property and/or described on Exhibit "D" (hereinafter referred to as the "Personal Property") copies of which Exhibits are attached and hereby incorporated by reference.

Assignors hereby covenant and warrant that the FARM LEASE is in good standing according to its terms, that it has not been amended or modified, and that Assignors have paid all rent due thereunder through but not including the payment due on the 1st day of May, 1992. Assignors further hereby covenant and warrant to Assignee that Assignors are the owners of the OPTION TO PURCHASE free and clear of all liens and encumbrances (except utility and road easements of record and a Contract of Sale dated June 22, 1976, a notice of which was recorded June 29, 1976 at Volume M76, page 9795, Microfilm Records of Klamath County, Oregon as modified by amendment dated April 12, 1978 and recorded at Volume M78, page 7070, Microfilm Records of Klamath County, Oregon) and that the combined remaining balance of the purchase price for the Real Property and the Personal Property under such FARM LEASE and OPTION TO PURCHASE is \$332,062.11 plus interest from December 1, 1991 through August 1, 1992.

Assignee hereby accepts the forgoing assignment by Assignors and assumes responsibility for payment and performance of all obligations of Assignors under the Farm Lease, including payment of all rentals required by the Farm Lease commencing with the semi-annual rental payment due on the 1st day of May, 1992.

ASSIGNMENT AGREEMENT
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Return to: Mountain Title Co. Attn: Kristi

Dated this 12th day of October, 1992.

Assignors:

Lawrence C. Jespersen

V. Maureen Jespersen

Kenneth L. Jespersen

Lorna Jespersen

Leonard K. Jespersen

Vicky Z. Jespersen

Assignee:

JELD-WEN, inc.

By: Richard

Title: President

State of Oregon)

: ss.

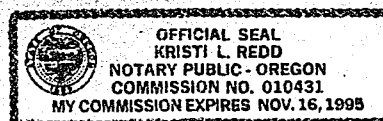
County of Klamath)

On this 12th day of October, 1992, personally appeared before me the above named Lawrence C. Jespersen and V. Maureen Jespersen, husband and wife, be first duly sworn, acknowledged the foregoing Assignment Agreement to be their voluntary act and deed.



Kristi L. Redd
NOTARY PUBLIC FOR OREGON
My Commission Expires: 11/16/95

State of Oregon)
 : ss.
County of Klamath)

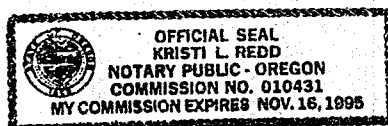


On this 12th day of October, 1992, personally appeared before me the above named Kenneth L. Jespersen and Lorna Jespersen, husband and wife, be first duly sworn, acknowledged the foregoing Assignment Agreement to be their voluntary act and deed.

Kristi L. Redd
NOTARY PUBLIC FOR OREGON
My Commission Expires: 11/16/95

State of Oregon)
 : ss.
County of Klamath)

On this 12th day of October, 1992, personally appeared before me the above named Leonard K. Jespersen and Vicki L. Jespersen, husband and wife, be first duly sworn, acknowledged the foregoing Assignment Agreement to be their voluntary act and deed.

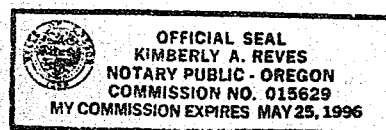


Kristi L. Redd
NOTARY PUBLIC FOR OREGON
My Commission Expires: 11/16/95

State of Oregon)
 : ss.
County of Klamath)

On this 12th day of October, 1992, personally appeared before me the above named R.C. Wendt and, being first duly sworn, did say that he is the President of JELD-WEN, inc., an Oregon corporation, and that he executed the foregoing Assignment Agreement on behalf of said corporation by authority of its Board of Directors and that such is the voluntary act and deed of said corporation.

Kimberly A. Reves
NOTARY PUBLIC FOR OREGON
My Commission Expires: 5-25-96



Real Property Description:

Section 20: S 1/2 SW 1/4

Section 29: NW 1/4 and N 1/2 SW 1/4

Section 30: NE 1/4, E 1/2 NW 1/4, Lot 2 and N 1/2 S 1/2

All in Township 37 South, Range 10 East of the Willamette Meridian,
Klamath County, Oregon

X RLW
LH
JH
KJ
2.5

EXHIBIT "D"

Personal Property Description:

1. All irrigation equipment located upon the Real Property described in Exhibit "C" including but limited to:
 - a) One (1) Valley electric pivot (900 feet).
 - b) One (1) Pierce electric pivot (1300 feet).
 - c) One (1) Western wheel line (1/4 mile).
2. All wells and pumps upon the Real Property described in Exhibit "C", including but not limited to:
 - a) One (1) house well (submersible pump).
 - b) One (1) irrigation well (40hp turbine, approximately 1200 to 1500gpm.).
 - c) Two (2) wells not currently in use.
 - d) One (1) 50hp booster pump.
 - e) One (1) 40hp booster pump.
3. All main line located upon the Real Property described in Exhibit "C", including but not limited to:
 - a) 1/4 mile 10" PVC.
 - b) 1000 feet 6" PVC.
 - c) 2600 feet 8" PVC.
 - d) 1/4 mile 4" PVC.
 - e) 1/2 mile 6" aluminum ring lock.
4. All other Personal Property of any kind or description located in or upon the Real Property described in Exhibit "C".

STATE OF OREGON, ss.
County of Klamath

Filed for record at request of:

Mountain Title co
on this 13th day of Oct. A.D., 19 92
at 2:55 o'clock P M. and duly recorded
in Vol. M92 of Deeds Page 23929.
Evelyn Biehn County Clerk
By [Signature] Deputy.

Fee, \$50.00

X RW
[Signature]
[Signature]