

93 MAR 17 11 10 43

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58728

After Recording Return to:  
Hawley, Foxell, Ennis & Hawley  
First Interstate Center  
Suite 1000  
P.O. Box 1617  
Boise, Idaho 83701  
ATTN: Rita A. Betty

ASPEN  
01038270  
01038251

#0510 6th & Homedale  
Klamath Falls, OR  
3/10/93

### MEMORANDUM OF OPTION TO PURCHASE

THIS MEMORANDUM OF OPTION TO PURCHASE is entered into as of the 16<sup>th</sup> day of March, 1993, between Mullendore Family Trust and Sierra Heating and Air Conditioning, Inc. (collectively "Seller"), Kraig B. Weider ("Buyer") and Albertson's, Inc., a Delaware corporation ("Albertson's").

1. **Premises:** The parties have heretofore entered into an Option to Purchase Real Property dated as of April 1, 1992, as supplemented by the First Supplement to Option to Purchase Real Property dated as of March 16<sup>th</sup>, 1993 (collectively the "Option") whereby Seller has granted to Buyer an exclusive option to purchase that certain real property located in the City of Klamath Falls, County of Klamath Falls, State of Oregon, described in the Option as more particularly described in Schedule I hereto (the "Subject Property"). Albertson's is the beneficiary of the Option.

2. **Exercise of Option:** Albertson's has exercised its option to purchase the Subject Property.

3. **Title:** The Option provides that from and after the date hereof, Seller will not in any way encumber or cloud or allow any third party to encumber or cloud title to the Subject Property.

4. **License:** From and following the date hereof until the expiration of the Option or the closing of the sale of the Subject Property, Seller hereby grants Albertson's and its employees, agents and assigns an irrevocable license to enter the Subject Property for the purpose of performing all work reasonably related to the relocation and channeling of the Enterprise Irrigation Canal and any other site work Albertson's may choose to

perform on the Subject Property to develop the Subject Property as intended by the Option. Seller hereby consents to the construction of such canal and site work prior to the closing of the sale of the Subject Property.

5. **Option Incorporated:** All the terms, conditions and covenants of the Option are incorporated herein by reference. The Option may be inspected at the offices of Albertson's at P.O. Box 20, Boise, Idaho 83726.

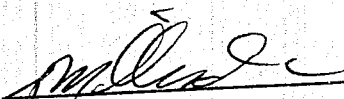
6. **Counterparts:** This Memorandum of Option may be executed in counterparts, each of which shall be deemed an original and all of which shall constitute a single instrument and shall be effective upon execution of one or more of such counterparts by each of the parties hereto.

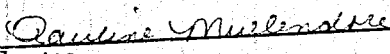
7. **Recordation:** This Memorandum of the Option shall be recorded at in the record of Klamath Falls County, Oregon.

EXECUTED as of the first date written above.

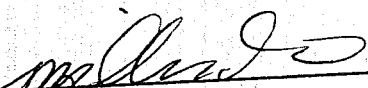
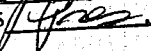
SELLER:

Mullendore Family Trust

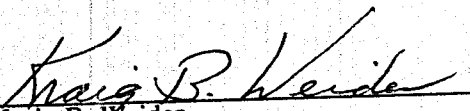
By:   
Trustee

By:   
Trustee


Sierra Heating and Air Conditioning, Inc.

By:   
Its 

BUYER:

  
Kraig B. Weider

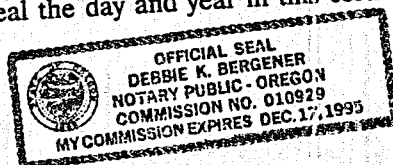
Albertson's, Inc.  
a Delaware corporation

BY:   
Vice President, Real Estate Law

STATE OF OREGON       )  
                                   ) ss.  
 County of Klamath       )

On this 16th day of March, 1993, before me, Debbie K. Bergener, a Notary Public in and for said State, personally appeared Mullendore's, known or identified to me to be the Trustee of the Mullendore Family Trust, the Trust that executed the within instrument or the person who executed the instrument on behalf of said Trust, and acknowledged to me that such Trust executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

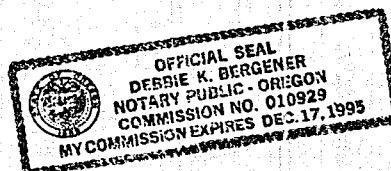


Debbie K. Bergener  
 Notary Public for Oregon  
 Residing at Klamath Falls  
 My commission expires 12-17-95

STATE OF OREGON       )  
                                   ) ss.  
 County of Klamath       )

On this 16th day of March, 1993, before me, Debbie K. Bergener, a Notary Public in and for said State, personally appeared J. Mullendore, known or identified to me to be the president of Sierra Heating and Air Conditioning, Inc., the corporation that executed the within instrument or the person who executed the instrument on behalf of said corporation, and acknowledged to me that such corporation executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.



Debbie K. Bergener  
 Notary Public for Oregon  
 Residing at Klamath Falls  
 My commission expires 12-17-95

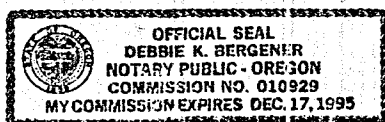
STATE OF OREGON

County of Klamath

) ss.

On this 11th day of march 1993, before me, Debbie K Bergener  
a Notary Public in and for said State, personally appeared Kraig B. Weider, known or  
identified to me to be the person whose name is subscribed to the foregoing instrument,  
and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my  
official seal the day and year in this certificate first above written.



Debbie K Bergener  
Notary Public for Oregon  
Residing at Klamath Falls  
My commission expires 12-17-95

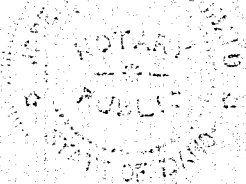
STATE OF IDAHO

County of Ada

) ss.

On this 12th day of March, 1993, before me, JOSEPHINE M. McDONALD,  
a Notary Public in and for said State, personally appeared William H.  
Arnold, to me known to be Vice President, Real Estate Law of Albertson's, Inc., the  
corporation that executed the foregoing instrument, and acknowledged to me that the said  
instrument is the free and voluntary act and deed of said corporation, for the uses and  
purposes therein mentioned, and on oath stated that he is authorized to execute the said  
instrument.

WITNESS MY HAND and official seal hereto affixed the day, month and year in  
this certificate first above written.



Josephine M. McDonald  
Notary Public in and for the State of Idaho  
Residing at Chambers, Idaho  
My Commission Expires 2-01-99

## SCHEDULE I

## PARCEL 1:

Lots 2 and 3, Block 1, BAILEY TRACTS NO. 2, in the County of Klamath, State of Oregon, EXCEPTING that portion conveyed to State of Oregon for highway purposes by Deed recorded April 21, 1964 in Book 352 at Page 421, Deed Records of Klamath County, Oregon.

CODE 41 MAP 3909-2DA TL 1300

STATE OF OREGON: COUNTY OF KLAMATH: ss.

Filed for record at request of Aspen Title Co the 17th day  
of March A.D., 19 93 at 10:43 o'clock A M., and duly recorded in Vol. M93,  
of Deeds on Page 5479

Evelyn Biehn County Clerk  
By Bernetha Pfeletoch

FEE \$35.00