

After Recording Return to:

01038251

Rita Berry
Shirley Troxell Ennis & Hawley
First Interstate Center
Suite 1000
P.O. Box 1617
Boise, Idaho
83701

#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 22 day of March, 1993, between Kenneth D. Swanson and Shelli D. Swanson, husband and wife, and Fred Tschopp (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 July 10, 1992, as amended by the First Amendment to Option to Purchase Real Property dated as of March 15, 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.

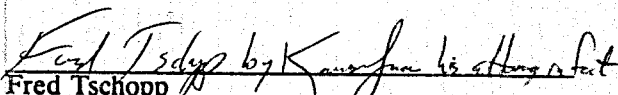
7. **Recordation:** This Memorandum of the Option shall be recorded at in the record of Klamath Falls County, Oregon.

EXECUTED as of the first date written above.

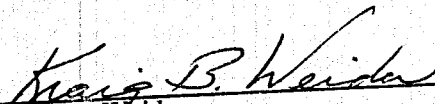
SELLER:


Kenneth D. Swanson

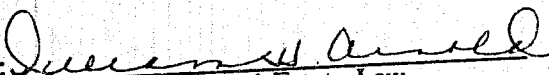

Shelli D. Swanson


Fred Tschopp

BUYER:


Kraig B. Weider

Albertson's, Inc.
a Delaware corporation

BY: 
Vice President, Real Estate Law

STATE OF OREGON

County of Klamath

) ss.

On this 22 day of March, 1993, before me, CAROLE JOHNSON, a Notary Public in and for said state, personally appeared Kenneth D. Swanson, known or identified to me to be the person whose name is subscribed to the within 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.

Carole Johnson
Notary Public for Oregon
Residing at Klamath Falls
My commission expires 1-15-94

STATE OF OREGON

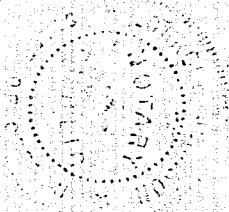
County of Klamath

) ss.

On this 22 day of March, 1993, before me, CAROLE JOHNSON, a Notary Public in and for said state, personally appeared Shelli D. Swanson, known or identified to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that she 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.

Carole Johnson
Notary Public for Oregon
Residing at Klamath Falls
My commission expires 1-15-94



STATE OF OREGON

County of Klamath

) ss.

On this 22 day of MARCH, 1993, before me, MARILEE D. HAKIN, a Notary Public in and for said State, personally appeared KENNETH D. SWANSON as Attorney-in-Fact for FRED TSCHOPP, 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 as Attorney-in-Fact for FRED TSCHOPP.

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

Marilee D. Hakin
Notary Public in and for the State of ~~Idaho~~ OREGON
Residing at Klamath Falls
My Commission Expires 1-15-94

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 Champan, Idaho
My Commission Expires 2-01-99

SCHEDULE I CONTINUED

PARCEL 2:

Lots 1, 2, 3, 4, 5, 6, 7, 8 and 9, Block 2, BAILEY TRACTS NO. 2, in the County of Klamath, State of Oregon, EXCEPTING THEREFROM the South 60 feet of Lots 1, 2, 3, 4, 5, 6, 7, 8 and 9, Block 2, of BAILEY TRACTS NO. 2.

ALSO EXCEPTING beginning at the Southwest corner of Lot 9, Block 2 of BAILEY TRACTS NO. 2; thence East 639 feet; thence South 60 feet; thence West 639 feet; thence North 60 feet to the place of beginning, being a part of BAILEY TRACTS NO. 2, which was formerly Nadine Street, in the County of Klamath, State of Oregon.

ALSO EXCEPTING THEREFROM a portion of Lots 8 and 9, Block 2, BAILEY TRACTS NO. 2, in the County of Klamath, State of Oregon, described as follows:

Beginning at a point on the West line of Lot 9, Block 2, BAILEY TRACTS NO. 2, which bears North 0 degrees 02' East 135 feet from the Southwest corner of said Lot 9; thence South 89 degrees 59' East 149 feet to the East line of Lot 8 said Block 2; thence North 0 degrees 02' East along the East line of said Lot 8, a distance of 75 feet; thence North 89 degrees 59' West a distance of 149 feet more or less to the West line of said Lot 9; thence South 0 degrees 02' West along the West line of said Lot 9 a distance of 75 feet, more or less to the point of beginning.

AND ALSO EXCEPTING THEREFROM beginning at a point on the West line of Lot 9, Block 2, BAILEY TRACTS NO. 2, which bears North 0 degrees 02' East 60 feet from the Southwest corner of said Lot 9; thence South 89 degrees 59' East 149 feet to the East line of Lot 8 said Block 2; thence North 0 degrees 02' East along the East line of said Lot 8 a distance of 75 feet; thence North 89 degrees 59' West a distance of 149 feet, more or less to the West line of said Lot 9; thence South 0 degrees 02' West along the West line of said Lot 9 a distance of 75 feet more or less to the point of beginning, being a portion of Lots 8 and 9, Block 2, BAILEY TRACTS NO. 2.

EXCEPTING THEREFROM that portion conveyed to Trustees of The Mulvey Loving Trust by Deed recorded December 2, 1992 in Book M-92 at Page 28570.

CODE 41 MAP 3909-2DA TL 1700

SCHEDULE I CONTINUED

PARCEL 3:

A parcel of land situated in the E 1/2 NE 1/4 SE 1/4 of Section 2, Township 39 South, Range 9 East of the Willamette Meridian, in the County of Klamath, State of Oregon, more particularly described as follows:

Beginning at a point on the South bank of the Enterprise Irrigation District Ditch where it crosses the East line of NE 1/4 SE 1/4 of Section 2, Township 39 South, Range 9 East of the Willamette Meridian, approximately 480 feet South of the quarter corner of the East line of said section; thence along the said South line or bank of said ditch, North 61 degrees 18' West a distance of 87 feet; thence North 70 degrees 38' West a distance of 524 feet; thence South 79 degrees 21' West a distance of 51 feet; thence South 39 degrees 14' West a distance of 68 feet to a point on the Easterly line of BAILEY TRACTS NO. 2 according to the duly recorded plat thereof; thence following said line South 0 degrees 19' West a distance of 322.5 feet to an iron pin; thence East 430.4 feet to an iron pin marking the most Northerly corner of Lot 3, Block 1, BEL AIR GARDENS; thence continuing East a distance of 75.0 feet to a point; thence North 0 degrees 14' 30" West a distance of 100.0 feet to a point; thence East a distance of 160.0 feet to a point on the East line of said Section 2; thence North along said section line to the point of beginning.

EXCEPTING the Easterly 30 feet thereof lying within the right of way of Madison Street.

EXCEPTING THEREFROM that portion conveyed to Trustees of The Mulvey Loving Trust by Deed recorded December 2, 1992 in Book M-92 at Page 28570.

CODE 41 MAP 3909-1DA TL 1000

STATE OF OREGON: COUNTY OF KLAMATH: ss.

Filed for record at request of Aspen Title co the 23rd day
of March A.D., 19 93 at 10:26 o'clock A.M., and duly recorded in Vol. M93
of Deeds on Page 5900.

FEE \$40.00

Evelyn Biehn County Clerk
By Douglas M. Nickerson