

12074-A

To induce the second party to make the loan last mentioned, the first party heretofore has agreed and consented to subordinate first party's lien to the lien about to be taken by the second party as above set forth.

NOW, THEREFORE, for value received, and for the purpose of inducing the second party to make the loan aforesaid, the first party, first party's personal representatives (or successors) and assigns, hereby covenants, consents and agrees to and with the second party, second party's personal representatives (or successors) and assigns, that the first party's lien on the property is and shall always be subject and subordinate to the lien about to be delivered to the second party, as aforesaid, and that second party's lien in all respects shall be first, prior and superior to that of the first party, provided always, however, that if second party's lien is not duly filed or recorded or an appropriate financing statement thereon duly filed within 45 days after the date hereof, this subordination agreement shall be null and void and of no force or effect.

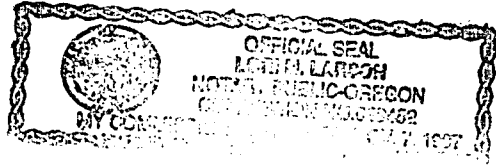
It is expressly understood and agreed that nothing herein contained shall be construed to change, alter or impair the first party's lien, except as hereinabove expressly set forth.

In construing this subordination agreement, and where the context so requires, the singular includes the plural, and all grammatical changes shall be made so that this agreement shall apply equally to corporations and to individuals.

IN WITNESS WHEREOF, the undersigned has executed this agreement; if the undersigned is a corporation, it has caused its name to be signed and its seal, if any, affixed by an officer or other person duly authorized to do so by order of its board of directors.

Transamerica Financial Services

BY: Robert L. Mullins



STATE OF OREGON, County of Deschutes

This instrument was acknowledged before me on April 18 1994,
by Robert L. Mullins

This instrument was acknowledged before me on _____, 19____,
by _____

as _____

of _____

[Signature]

My commission expires 11/7/97 Notary Public for Oregon

STATE OF OREGON: COUNTY OF KLAMATH: ss.

Filed for record at request of Aspen Title Co the 22nd day
of April A.D., 19 94 at 11:10 o'clock A.M., and duly recorded in Vol. M94
of Mortgages on Page 12074.

FEE \$15.00

Evelyn Biehn County Clerk
By Rauline Mullins

MTC 46355

79559

04-22-94A11:14 RCVD

DEED OF RECONVEYANCE

0100141031

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