

AFTER RECORDING RETURN TO:  
James K. Coons  
777 High Street, Suite 200  
Eugene, OR 97401

SEND TAX STATEMENTS TO:  
Paul W. Flury  
3715 Schooler Court  
Klamath Falls, OR 97603

### MEMORANDUM OF LEASE AGREEMENT

By an instrument in writing dated the 17th day of September, 1993, Winema Motors, Inc., an Oregon corporation (Lessor), has leased to G.B. Investment Company, an Oregon corporation (Lessee), the real property described as follows:

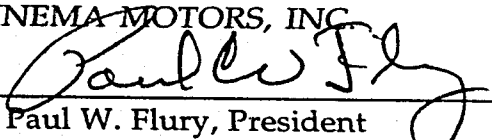
KLAMATH, BLOCK 98, LOT 1 THROUGH 10, in the City of Klamath Falls, County of Klamath, State of Oregon.

This Memorandum is executed to evidence and confirm the Lease Agreement referred to above, to which Lease Agreement reference is made for all of the terms and conditions which include the following:

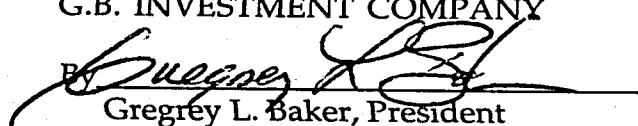
1. Term. The initial term of the Lease Agreement commenced September 20, 1993, and ends ten years from the date hereof. The Lease Agreement contains an option for Lessee to renew for an additional five-year term.
2. Option to Purchase. The Lease Agreement grants to Lessee an option to purchase the property on terms and conditions described therein. The option is to be exercised by written notice delivered within a period beginning 60 days before and ending 60 days after the fifth anniversary date of the date hereof.
3. Right of First Refusal. The Lease Agreement grants to Lessee the right of first refusal to purchase the property in the event Lessor elects to sell the property at any time during the lease term or any renewal thereof.

DATED: May 13, 1994 ("Closing Date" as defined in the Lease.)

WINEMA MOTORS, INC.

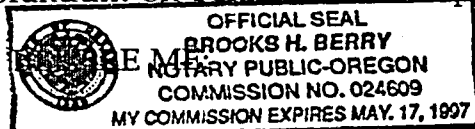
By   
Paul W. Flury, President

G.B. INVESTMENT COMPANY

  
Gregory L. Baker, President

HUTCHINSON, ANDERSON, COX & COONS, P.C.  
ATTORNEYS AT LAW  
200 FORUM BUILDING  
777 HIGH ST.  
EUGENE, OREGON 97401-2782  
(503) 886-9180

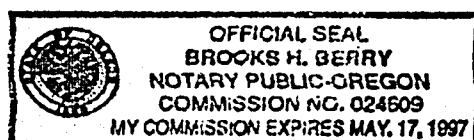
On this 13 day of May, 1994, personally appeared PAUL W. FLURY, President, as authorized by Winema Motors, Inc., and acknowledged this Memorandum on behalf of the Corporation.



Brooks H. Berry  
Notary Public for Oregon  
My Commission expires: MAY 17, 1997

On this 13 day of May, 1994, personally appeared GREGREY L. BAKER, President, as authorized by G.B. Investment Company, and acknowledged this Memorandum on behalf of the Corporation.

BEFORE ME:



Brooks H. Berry  
Notary Public for Oregon  
My Commission expires: MAY 17, 1997

STATE OF OREGON: COUNTY OF KLAMATH: ss.

Filed for record at request of Hutchinson, Anderson et al the 24th day of May A.D., 19 94 at 9:24 o'clock A M., and duly recorded in Vol. M94 of Deeds on Page 16298.

FEE \$35.00

Evelyn Biehn, County Clerk  
By Pauline Millendore

HUTCHINSON, ANDERSON, COX & COONS, P.C.  
ATTORNEYS AT LAW  
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(503) 686-8160