

After recording return to:
AgAmerica FCB
P.O. Box 1119
Moses Lake, WA. 98837

K-48805

MEMORANDUM OF REAL ESTATE CONTRACT

On August 5, 1996, AgAmerica FCB, "Seller", whose address is P.O. Box 1119, Moses Lake, WA. 98837, and Owen N. Matthews and Debra G. Matthews, husband and wife "Purchaser", whose address is 29595 DeMeritt Rd. Malin, OR. 97632, entered into a Real Estate Contract ("Contract"), of which this Memorandum is an abstract, for the sale and purchase of real estate more particularly described in Exhibit A attached hereto and incorporated herein.

The true and actual consideration for the transfer, set forth in said contract is \$108,000.00, payable \$20,000.00 down on the signing of said contract and the balance payable in annual installments of not less than \$11,241.45 each; all deferred payments bear interest at the rate of 9.5% per annum from date of said contract until paid.

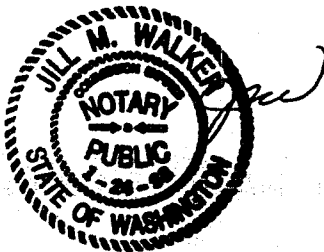
Dated: August 9, 1996

AgAmerica FCB

By: Thayne Rich
Thayne Rich - Authorized Agent

STATE OF Washington)
)ss.
County of Grant)

On this 9th day of August, 1996, before me personally appeared Thayne Rich, known to me to be an authorized agent of AgAmerica FCB that executed the within instrument, and acknowledged to me that such corporation executed the same as its free act and deed; and on oath stated that was authorized to execute said instrument.



Jill M. Walker
Notary Public for the State of Washington
Residing at Moses Lake
My commission expires 1/24/98

EXHIBIT "A"

DESCRIPTION OF PROPERTY

The following described real property situate in Klamath County, Oregon:

A parcel of land situated in Gov't Lot 16 in Section 16, Township 41 South, Range 12 E.W.M., more particularly described as follows:

Beginning at the intersection of the South line of said Section 16 with the centerline of South Malin Highway, as the same is now located and constructed; thence North along said centerline a distance of 35.0 feet and West a distance of 30.0 feet to the intersection of the West line of said Highway with the North right-of-way line of the U.S.B.R. No. 11-B-1-B Drain and the TRUE POINT OF BEGINNING of this description; thence West along the North line of said Drain a distance of 696.0 feet to a point; thence North a distance of 203.25 feet, more or less, to a East-West fence line; thence East along said fence line a distance of 380.0 feet, more or less, to a North-South fence line; thence South along said fence line a distance of 175.25 feet to a point 28.0 feet North of the North right-of-way line of said No. 11-B-1-B Drain; thence East along a fence line 316.0 feet, more or less, to the West line of said Highway; thence South along said West line a distance of 28.0 feet, more or less, to the point of beginning. Said parcel containing 2.0 acres, more or less.

STATE OF OREGON: COUNTY OF KLAMATH: ss.

Filed for record at request of Klamath County Title the 4th day
of September A.D., 19 96 at 11:18 o'clock AM., and duly recorded in Vol. M96,
of Deeds on Page 27541.

FEE \$35.00

Bernetha G Letsch, County Clerk

By Cheryl Russell