

RECORDATION REQUESTED BY:

South Valley Bank & Trust
263 Main Street
Klamath Falls, OR 97601

WHEN RECORDED MAIL TO:

South Valley Bank & Trust
263 Main Street
Klamath Falls, OR 97601

SEND TAX NOTICES TO:

The Win Associates
20 SW Greenwood Ave
Bend, OR 97701

SPACE ABOVE THIS LINE IS FOR RECORDER'S USE ONLY

MODIFICATION OF DEED OF TRUST

THIS MODIFICATION OF DEED OF TRUST IS DATED JANUARY 2, 1997, BETWEEN The Win Associates, vested as: THE WIN ASSOCIATES, LIMITED PARTNERSHIP, AN OREGON LIMITED PARTNERSHIP, AN ESTATE IN FEE SIMPLE (referred to below as "Grantor"), whose address is 20 SW Greenwood Ave, Bend, OR 97701; and South Valley Bank & Trust (referred to below as "Lender"), whose address is 263 Main Street, Klamath Falls, OR 97601.

DEED OF TRUST. Grantor and Lender have entered into a Deed of Trust dated February 27, 1995 (the "Deed of Trust") recorded in Deschutes County, State of Oregon as follows:

Recorded March 13, 1995 in Deschutes County at the County Clerk's Office Volume 357 Page 2480

REAL PROPERTY DESCRIPTION. The Deed of Trust covers the following described real property (the "Real Property") recorded in Deschutes County, State of Oregon:

Lots 5 and 6 in Block 11 of Bend, Deschutes County, Oregon

The Real Property or its address is commonly known as 1012 NW Wall St, Bend, OR 97701.

MODIFICATION. Grantor and Lender hereby modify the Deed of Trust as follows:

Extend Maturity date to May 1, 1997

CONTINUING VALIDITY. Except as expressly modified above, the terms of the original Deed of Trust shall remain unchanged and in full force and effect. Consent by Lender to this Modification does not waive Lender's right to require strict performance of the Deed of Trust as changed above nor obligate Lender to make any future modifications. Nothing in this Modification shall constitute a satisfaction of the promissory note or other credit agreement secured by the Deed of Trust (the "Note"). It is the intention of Lender to retain as liable all parties to the Deed of Trust and all parties, makers and endorses to the Note, including accommodation parties, unless a party is expressly released by Lender in writing. Any maker or endorser, including accommodation makers, shall not be released by virtue of this Modification, if any person who signed the original Deed of Trust does not sign this Modification, then all persons signing below acknowledge that this Modification is given conditionally, based on the representation to Lender that the non-signing person consents to the changes and provisions of this Modification or otherwise will not be released by it. This waiver applies not only to any initial extension or modification but also to all such subsequent actions.

EACH GRANTOR ACKNOWLEDGES HAVING READ ALL THE PROVISIONS OF THIS MODIFICATION OF DEED OF TRUST, AND EACH GRANTOR AGREES TO ITS TERMS.

GRANTOR:

The Win Associates

Patrick M. Giesler, General Partner

Joel T. Giesler, General Partner

LENDER:

South Valley Bank & Trust

By: [Signature]
Authorized Officer

PARTNERSHIP ACKNOWLEDGMENT

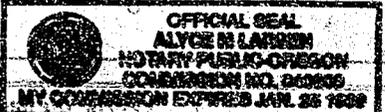
STATE OF Oregon

COUNTY OF Deschutes

On this 02th day of January, 1997, before me, the undersigned Notary Public, personally appeared Patrick M. Giesler and Joel T. Giesler, and known to me to be partners or designated agents of the partnership that executed the Modification of Deed of Trust and acknowledged the Modification to be the free and voluntary act and deed of the partnership, by authority of statute or its Partnership Agreement, for the uses and purposes therein mentioned, and on oath stated that they are authorized to execute this Modification and in fact executed the Modification on behalf of the partnership.

By: [Signature]
Notary Public in and for the State of Oregon

Notary Seal: ALYCE M. LARSEN, NOTARY PUBLIC-OREGON, COMMISSION NO. 060800, EXPIRES JAN. 28, 1998. Date: 01-25-99



LENDER ACKNOWLEDGMENT

(copying)

MODIFICATION OF DEED OF TRUST

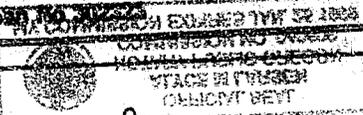
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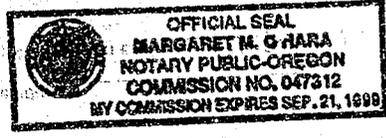
MODIFICATION OF DEED OF TRUST (Continued)

01-02-1997



LENDER ACKNOWLEDGMENT

STATE OF Oregon)
COUNTY OF Klamath) ss



On this 27th day of January, 1997, before me, the undersigned Notary Public, personally appeared South Valley Bank and known to me to be the Branch Manager, authorized agent for the Lender, that executed the within and foregoing instrument and acknowledged said instrument to be the free and voluntary act and deed of the said Lender, duly authorized by the Lender through its board of directors or otherwise, for the uses and purposes therein mentioned, and on oath stated that he or she is authorized to execute this said instrument and that the seal affixed is the corporate seal of said Lender.

By: [Signature]
Notary Public in and for the State of Oregon
Residing at: Crescent, Ore
My commission expires: Sept. 21, 1999

LASER PRO, Reg. U.S. Pat. & T.M. Off., Ver. 3.22b (c) 1997 CFI ProServices, Inc. All rights reserved. [OR-G202 F3.22 G16LERLN C4.OV.]

STATE OF OREGON: COUNTY OF KLAMATH: ss.

Filed for record at request of South Valley Bank the 27th day of January A.D. 19 97 at 1:46 o'clock P. M., and duly recorded in Vol. M97 of Mortgages on Page 2343 by Bernetha G. Letch, County Clerk

FEE \$15.00

NOTICE TO CREDITORS: The undersigned hereby certifies that the within and foregoing instrument was duly executed and acknowledged by the Lender, and that the seal affixed is the corporate seal of said Lender.

MODIFICATION OF DEED OF TRUST: This instrument is a modification of the deed of trust recorded in Volume M97 of Mortgages on Page 2343 of the public records of the County of Klamath, State of Oregon, and is subject to the terms and conditions of the original deed of trust.

RECORDED IN VOLUME M97 OF MORTGAGES ON PAGE 2343

RECORDED IN VOLUME M97 OF MORTGAGES ON PAGE 2343

RECORDED IN VOLUME M97 OF MORTGAGES ON PAGE 2343

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21 JAN 31 1997

RECORDED IN VOLUME M97 OF MORTGAGES ON PAGE 2343