

UCC EXHIBIT A

Schedule of Collateral

1. **The Real Property.** The real property described on Exhibit "B" hereto, including all of Debtor's right, title and interest now held or hereafter acquired therein, together with all right, title and interest of Debtor in and to any and all roads, easements, streets and ways, open or proposed, bounding the real property described on Exhibit "B," and all rights of ingress and egress thereto (herein the "Real Property").
2. **The Improvements.** All buildings, structures, fixtures and other improvements of every kind and nature now or hereafter located on or about the Real Property, together with all renewals, replacements, substitutions, accessions, additions, products, proceeds, and proceeds of proceeds (of any generation) thereto and thereof (herein the "Improvements").
3. **The Personal Property.** All personal property, except personal property owned by tenants occupying the Improvements, of every kind and nature now owned and/or hereafter acquired and situated upon and/or used in connection with the operation, ownership, use or enjoyment of the Real Property and/or the Improvements or derived from the Tenant Leases or operation of the Real Property and Improvements, together with all renewals, replacements, substitutions, revenues, accessions, additions, products, proceeds, and proceeds of proceeds (of any generation) thereto and thereof (herein the "Personal Property"), including (without limitation) the following:
 - (i) All accounts, accounts receivable, chattel paper, income, revenues from operations conducted on the Premises, contracts for sale, leases, warranties, deposit accounts, documents, documents of title, equipment, fixtures, contract rights, general intangibles, goods, instruments, inventory, assumed business names of Grantor, and money;
 - (ii) All present and future accessions, conditional sales contracts, warranties, licenses, plats, franchises, as-built plans, approvals, permits, plans, specifications and general construction contracts;
 - (iii) All legal and equitable claims, judgments and awards now or hereafter accruing to the benefit of the Premises or the owner thereof;
 - (iv) Products and cash and noncash proceeds thereof as defined in the Uniform Commercial Code, now or at any time acquired, used or to be used for or in connection with the construction, use or enjoyment of the Real Property, whether in the possession of Grantor, warehousemen, bailees or any other person and whether located at the Real Property or elsewhere;

(v) All building, maintenance or service equipment; building, maintenance or raw materials or supplies; component parts or work in process; appliances; furnishings; equipment; furniture; machinery; and tools;

(vi) All bonding, construction, development, financing, guaranty, indemnity, maintenance, management, service, supply and warranty agreements; commitments; contracts, subcontracts, architectural and engineering plans and specifications, franchises, reports, studies and agreements; insurance policies; and licenses and bonds;

(vii) All deposits, reserves, prepayments, deferred payments, rebates, refunds and returns of money or property paid to or deposited with any governmental body, agency or authority, any public or private utility, district or company, insurance companies, or any other person, and all claims, causes of action, judgments and settlements at any time arising from damage to, taking of, or any loss, impairment or diminution in value of any of the Premises or in the use thereof; and

(viii) All approvals, permits, licenses, or grants of rights or privileges which Grantor is required to obtain or comply with pursuant to its business operations.

4. **The Tenant Leases.** All of Debtor's right, title and interest in and to all leases and rental agreements for occupants, tenants and lessees of the Real Property and/or Improvements, whether now or hereafter existing (herein the "Tenant Leases").

5. **Income from Operations.** All income, room rates, revenues, rents, issues, profits, accounts, accounts receivable, general intangibles, contract rights or any other revenues related to the Real Property, Improvements or Tenant Leases (collectively, the "Premises") or generated from operations conducted on the Premises, whether now or hereafter existing and whether characterized as being derived from real or personal property, including, without limitation, income from: inventory sales, tenant or guest occupancy of the Premises, personal services, amenities, concessions, vendors, food and bar services.

6. **Inventory.** All goods that are raw materials, all goods that are work in process, all goods that are materials used or consumed in the ordinary course of Debtor's business, all goods that are, in the ordinary course of Debtor's business, held for sale or lease or furnished or to be furnished under contracts of service, and all substitutes and replacements for, and parts, accessories, additions, attachments, or accessions to all of the goods (herein the "Inventory").

7. **Special Use Permit.** The special use permit for operating and maintaining the Odell Lake Resort issued to Debtor on JUNE 30, 1997, by the United States Department of Agriculture - Forest Service (herein the "Special Use Permit").

8. **Proceeds.** Without limiting the foregoing, all insurance and/or condemnation proceeds and awards (including title insurance proceeds) related to any of

25084

the foregoing or any interest in the foregoing, regardless of form or generation and regardless of the source of payment of insurance premiums (herein the "Proceeds").

25085

EXHIBIT B

Legal Description

A parcel of land consisting of 8.25 acres within unsurveyed Sections 25 and 26, Township 23 South, Range 6 East of the Willamette Meridian, as shown on a site plan approved by the Assistant Regional Forester, on December 5, 1966.

The above land is commonly known as the "ODELL LAKE LODGE" aka "ODELL LAKE RESORT".

25086

EXHIBIT C

JESSE ENTERPRISES, LLC, an
Oregon limited liability company

By: Paul A. Berse
Name: Paul A. Berse
Title: Manager

STATE OF OREGON

COUNTY OF Klamath

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)SS
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BE IT REMEMBERED, That on this 31st day of July, 1997, before me, the undersigned, a Notary Public in and for said County and State, personally appeared the within named Vincent J. Jesse and Paulette A. Jesse of JESSE ENTERPRISES, LLC., AN OREGON LIMITED LIABILITY COMPANY and that said instrument was signed in the behalf of said corporation by authority of its board of directors; and they acknowledged said instrument to be its voluntary act and deed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal the day and year last above written.

Kelli J. Nerseth
NOTARY PUBLIC FOR OREGON



STATE OF OREGON: COUNTY OF KLAMATH: ss.

Filed for record at request of Aspen Title & Escrow the 1st day
of August A.D., 19 97 at 2:24 o'clock P. M., and duly recorded in Vol. M97
of Mortgages on Page 25081

FEE \$35.00

By Bernetha G. Letsch, County Clerk
Kathleen R. Ross