

MT 41916

47343

WARRANTY DEED

Vol 1197 Page 31694

KNOW ALL MEN BY THESE PRESENTS, That Running Y Resort, Inc., an Oregon corporation

hereinafter called the grantor, for the consideration hereinafter stated, to grantor paid by WorldMark, The Club, a California nonprofit mutual benefit corporation, hereinafter called the grantee, does hereby grant, bargain, sell and convey unto the grantee and grantee's heirs, successors and assigns, the real property, with the covenants, hereditaments and appurtenances thereunto belonging or in any way appertaining, situated in Deschutes County, State of Oregon, described as follows, to-wit:

See "Exhibit A" attached hereto and by this reference made a part hereof.

(IF SPACE INSUFFICIENT, CONTINUE DESCRIPTION ON REVERSE SIDE)

To Have and to Hold the same unto the grantee and grantee's heirs, successors and assigns forever. And grantor hereby covenants to and with grantee and grantee's heirs, successors and assigns, that grantor is lawfully seized in fee simple of the above granted premises, free from all encumbrances except those easements, restrictions, and rights-of-way of record as described on Exhibit A attached hereto

and that grantor will warrant and forever defend the premises and every part and parcel thereof against the lawful claims and demands of all persons whomsoever, except those claiming under the above described encumbrances.

The true and actual consideration paid for this transfer, stated in terms of dollars, is \$2,679,664.00. However, the actual consideration consists of or includes other property or value given or promised which is the whole part of the consideration (indicate which). (The sentence between the symbols, if not applicable, should be deleted. See ORS 93.030.)

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

In Witness Whereof, the grantor has executed this instrument this 17th day of October, 1997; if a corporate grantor, 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.

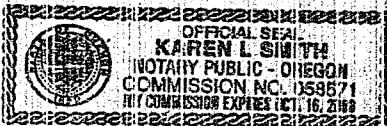
THIS INSTRUMENT WILL NOT ALLOW USE OF THE PROPERTY DESCRIBED IN THIS INSTRUMENT IN VIOLATION OF APPLICABLE LAND USE LAWS AND REGULATIONS. BEFORE SIGNING OR ACCEPTING THIS INSTRUMENT, THE PERSON ACQUIRING FEE TITLE TO THE PROPERTY SHOULD CHECK WITH THE APPROPRIATE CITY OR COUNTY PLANNING DEPARTMENT TO VERIFY APPROVED USES AND TO DETERMINE ANY LIMITS ON LAWSUITS AGAINST FARMING OR FOREST PRACTICES AS DEFINED IN ORS 30.930.

Running Y Resort, Inc.
Lauri J. Miller, Assistant Secretary

STATE OF OREGON, County of Deschutes ss.

This instrument was acknowledged before me on , 19 by

This instrument was acknowledged before me on October 17, 1997, by Lauri J. Miller as Assistant Secretary of Running Y Resort, Inc.



My commission expires 10-16-2000

Running Y Resort, Inc.
5115 Running Y Road
Klamath Falls, OR 97604
WorldMark, The Club
12301 N.E. 10th Pl.
Bellevue, WA 98005
After recording return to (Name, Address, Zip)
WorldMark, The Club
12301 N.E. 10th Pl.
Bellevue, WA 98005
Until requested otherwise send all tax statements to (Name, Address, Zip)

SPACE RESERVED FOR RECORDER'S USE

STATE OF OREGON, County of ss.
I certify that the within instrument was received for record on the day of 19, at o'clock M., and recorded in book/reel/volume No. on page and/or as fee/file/instrument/microfilm/reception No. Record of Deeds of said County.
Witness my hand and seal of County affixed.
By Deputy.

EXHIBIT A
LEGAL DESCRIPTION

Lot 88, of Running Y Resort - Phase 1 recorded August 2, 1996 in the Official Records of Klamath County Recorder, and all improvements located thereon;

SUBJECT TO:

1. The terms and provisions of the Declaration of Protective Covenants, Conditions, Restrictions and Easements for Running Y Ranch Resort dated August 2, 1996 and recorded August 2, 1996 in Volume M95, Pages 23543 through 23594, Official Records of Klamath County Recorder.
2. All other conditions, restrictions, reservations, exceptions, limitations, uses, rights-of-way, easements and other matters of record on the date thereof.
3. Any real property taxes which are a lien but not yet payable and any title, interest or encumbrance arising by, through or under Grantee.

STATE OF OREGON: COUNTY OF KLAMATH ss.

Filed for record at request of _____ Ass. _____
 of October A.D., 19 97 at 3:35 o'clock P.M., and duly recorded in Vol. M97
 of Deeds on Page 34694

FEE \$35.00

By Bernetha G. Letsch, County Clerk
R. K. Lunn Rosa