

Until a change is requested,
send all tax statements to:
THE ZELMA HAUGEN LIVING TRUST
c/o Zelma Haugen
1911 Johnson Avenue
Klamath Falls, OR 97601
Tax Acct. No.: R216224 and R216233

After recording, return to:
Dwight G. Purdy
644 N. A Street
Springfield, OR 97477

MEMORANDUM OF THE ZELMA HAUGEN LIVING TRUST

STATE OF OREGON)
)ss.
County of Klamath)

I, **ZELMA HAUGEN**, being first duly sworn, depose and say:

That I am the Trustmaker of **THE ZELMA HAUGEN LIVING TRUST UTD 9/30/97**. The following portions of **THE ZELMA HAUGEN LIVING TRUST** are verbatim where indicated in quotes, and the following accurately represents the other portions of the trust:

- I. NAME OF TRUST: **THE ZELMA HAUGEN LIVING TRUST UTD 9/30/97**.
- II. TRUSTEES: **ZELMA HAUGEN**
- III. PROVISIONS OF THE TRUST:

"SECTION 5. TRUSTEE

5.1 The initial Trustee of this Trust is **ZELMA HAUGEN**. In the event she dies, is unwilling or unable to act, resigns, or is incapacitated as defined herein, **MERRILL LYNCH TRUST COMPANY OF CALIFORNIA**, a California corporation, (herein "Merrill Lynch") and **GARY A. SHILL**, of 10851 Highway 140 East, Klamath Falls, Oregon 97603, telephone: (541) 884-9847, shall act as Successor Co-Trustees.

5.2 Trustee may resign by giving written notice to the Successor Trustees. Such written notice shall be kept with this original Trust. The resignation of the Trustee shall be without the necessity of Court authorization or approval.

5.3 Either Successor Trustee may determine that the Trustee is incapacitated, as defined herein, and such determination shall be placed in writing and kept with the original of this Trust. Upon such determination, the Successor Trustees shall act as Trustees as set forth herein. Such determination of incapacity shall be without the need of Court determination or intervention. All persons or institutions dealing with the Trust may rely upon the written determination as placed with the original of this Trust. Such person or institution shall be indemnified by the assets of this Trust for such reliance.

5.4 Trustmaker hereby appoints **GARY A. SHILL**, as attorney-in-fact and grants him a Special Power of Attorney to make the decision that she is incapacitated as defined herein. In such

case, the Successor Co-Trustees shall act in her place as Trustee. In the alternative, GARY A. SHILL is given a Special Power of Attorney to amend this Trust to name the Successor Co-Trustees as Trustee.

5.5 The Trustees shall not be required to furnish any bond for the faithful performance of their duties. If a bond is required by any law or court of competent jurisdiction, it is the desire of the Trustmaker that no surety be required on such bond.

5.6 All Trusts created hereunder shall be administered free from the active supervision of any Court.

5.7 In the event no named Trustees are available, a majority of the beneficiaries hereunder shall forthwith name a corporate fiduciary as Trustee. If a majority of the beneficiaries cannot agree upon a corporate fiduciary, any beneficiary can petition a Court of competent jurisdiction, *ex parte*, to designate a corporate fiduciary as a Trustee.

5.8 Each Successor Trustee shall have all the powers and duties contained herein.

5.9 In the event that GARY A. SHILL acts as a Trustee hereunder, then he shall receive as compensation for acting as Trustee, One Thousand and No/100 Dollars (\$1,000.00) for the first twelve (12) months, then Five Hundred and No/100 Dollars (\$500.00) for each year or portion of a year thereafter.

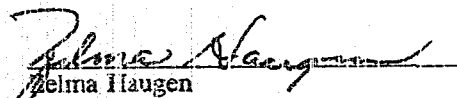
If MERRILL LYNCH acts as a Trustee, then it shall be compensated in accordance with their regular trust fee schedule. Trustmaker prefers the "Mutual Fund Option," which has a lower fee.

5.10 GARY A. SHILL is given the specific authority and responsibility for dealing with Trustmaker's whole body donation and all funeral arrangements.

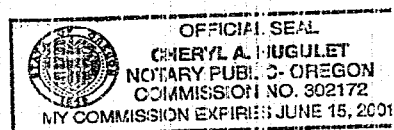
SECTION 6. GENERAL POWERS OF THE TRUSTEE

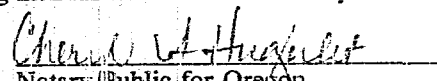
6.1 The Trustee shall have all of the rights, powers, and duties created by Oregon law, including those set forth in Oregon's Uniform Trustees' Powers Act, as the law now exists or is hereafter amended, and by the provisions of this Trust."

IV. THE ZELMA HAUGEN LIVING TRUST includes the real property located in Klamath County, as shown on Exhibit A attached hereto.


Zelma Haugen
Trustmaker/Trustee

Personally appeared before me on the 30 day of September, 1997,
ZELMA HAUGEN, and she acknowledged the foregoing instrument to be her voluntary act and deed.




Cheryl A. Hugulest
Notary Public for Oregon
My commission expires: 6-15-2001

Lots 3, 4 and 5, Block 36, Hillside Addition to the City of Klamath Falls, Oregon, according to the Official Plat on file in the Office of the County Clerk, Klamath County, Oregon; excepting:

Beginning at the Southeasterly corner of Lot 5, Block 36, Hillside Addition to the City of Klamath Falls; thence Westerly along the Southerly line of Lot 5, 40.60 feet to a line 60 feet distant westerly and parallel to the Westerly Right of Way line of the Southern Pacific Railroad; thence Northwesterly along said line 56.02 feet to the line common to lots 4 and 5; thence Easterly along the Northerly line of Lot 5, 65.86 feet to the Northeast corner of Lot 5; thence southerly along the Easterly line of said Lot 5, 50 feet to the point of beginning.

ALSO: Beginning at the Northeast corner of Lot 4, Block 36, Hillside Addition to the City of Klamath Falls; thence Southeasterly along the Northeasterly line of Lot 4, 53.0 feet; thence Southerly 2.70 feet to the Southeasterly corner of Lot 4; thence Westerly along the line common to Lots 4 & 5, 65.86 feet to a line 60 feet distant Westerly and parallel to the Westerly Right of Way line of the Southern Pacific Railroad; thence Northwesterly along said line, 56.02 feet to the line common to Lots 3 and 4; thence Easterly along the Northerly line of Lot 4, 67.22 feet to the point of beginning.

ALSO: Beginning at the Southeasterly corner of Lot 3, Block 36, Hillside Addition to the City of Klamath Falls; thence Westerly along the Southerly line of Lot 3 which is the line common to Lots 3 and 4, 67.22 feet to a line 60 feet distant Westerly and parallel to the Westerly Right of Way line of the Southern Pacific Railroad; thence Northwesterly along said line 56.02 feet to the line common to Lots 2 and 3; thence Easterly along the Northerly line of Lot 3, 67.22 feet to the Northeast corner of Lot 3; thence Southeasterly along the Northeasterly line of Lot 3, 56.0 feet to the point of beginning.

EXHIBIT "A"

STATE OF OREGON; COUNTY OF KLAMATH: ss.

Filed for record at request of Dwight G. Purdy the 6th day
of November A.D., 19 97 at 1:43 o'clock P. M., and duly recorded in Vol. M97
of Deeds on Page 36787

FEE \$20.00

By Bernetha G. Letsch County Clerk
Hadden