

ASSIGNMENT OF TRUST DEED, SECURITY AGREEMENT AND FIXTURE FILING

The undersigned Assignor, in consideration of the principal sum of TEN DOLLARS (\$10.00) and other good and valuable consideration received by the Assignor, hereby grants, assigns and transfers to TRUMAN PASSMORE, as Trustee of the TRUMAN PASSMORE REVOCABLE LIVING TRUST dated October 24, 1997, the Assignee, that certain Trust deed, Security Agreement and Fixture Filing executed by KLAMATH COLD STORAGE, Inc., an Oregon Corporation, as Grantor, to WILLIAM P. BRANDSNESS of Brandsness, Brandsness & Rudd, P.C., as Trustee, for TRUMAN PASSMORE, as Trustee of the TRUMAN PASSMORE TRUST dated December 5, 1988, as Beneficiary, and recorded February 22, 1996, in the office of the County Recorder of Klamath County, State of Oregon, in Volume M96, Page 4929, Mortgage Records of Klamath County, Oregon, securing the payment of and together with that certain Promissory Note in the sum of \$1,469,331.00, therein described and dated February 15, 1996, and the money to become due thereon with interest, from and after the 24th day of October, 1997, and Assignor further assigns to Assignee that certain Unconditional Guaranty of the payment of said Promissory Note dated February 15, 1996 executed by Daryl J. Kollman and Marta C. Kollman, as Guarantors thereof, in favor of Assignor and Assignor's assigns.

The Assignor does hereby make, constitute and appoint the Assignee as Assignor's attorney in fact, irrevocable, in Assignor's name or otherwise, but at the expense of the Assignee, to have, use and take all lawful means for the recovery of the

principal and interest and other sums secured by the said Trust deed, Security Agreement and Fixture Filing, including all rights and actions against said Guarantors, and in case of payment to discharge the said Trust deed, Security Agreement and Fixture Filing Deed as fully as the Assignor might, or could, do if this Assignment were not made.

DATED and executed this 12 day of Nov., 1997.

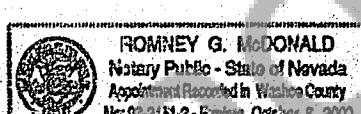
ASSIGNOR: TRUMAN PASSMORE TRUST
Dated December 5, 1988

BY: Truman Passmore
TRUMAN PASSMORE, TRUSTEE

STATE OF NEVADA)
COUNTY OF WASHOE)

) SS.

On Nov. 12 1997, personally appeared before me, a Notary Public, TRUMAN PASSMORE, who acknowledged that he executed the above instrument.



Romney G. McDonald
NOTARY PUBLIC

After recording please return to:
T. Michael Marfisi, LTD
P.O. Box 871
Elko, Nevada 89803

STATE OF OREGON: COUNTY OF KLAMATH: ss.

Filed for record at request of Brandness, Brandness the 6th day
of January A.D., 19 98 at 3:38 o'clock P M., and duly recorded in Vol. M98
of Mortgages on Page 356.

FEE \$20.00

By Bernetha G. Letsch
Bernetha G. Letsch, County Clerk