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**AFTER RECORDING RETURN TO:**  
RICH MCINTYRE AND KAREN GREENE  
P. O. BOX 469  
FORT KLAMATH, OR 97626

**ALL TAX STATEMENTS TO BE SENT TO:**  
CRYSTAL WOOD LLC  
P. O. Box 469  
Fort Klamath, OR 97626

## **MEMORANDUM OF MEMBERSHIP AGREEMENT**

**WHEREAS, RICH MCINTYRE and KAREN GREENE**, husband and wife, of Fort Klamath, Oregon, were doing business as the **WILLIAMSON RIVER CLUB**, hereinafter "**WRC**"; and **WHEREAS**, **WRC** executed a membership agreement with **WILLIAM KARGES, JR.**, of Carmel, California, with an effective date of November 2, 1993;

**WHEREAS**, said membership agreement provides that the Twenty Thousand Dollar (\$20,000) investment in the **WRC** shall be secured by a third deed of trust, hereinafter "**Membership Trust Deed**", on the real property on which the **WRC** is located in Klamath County, Oregon, described as follows, to-wit:

**PARCEL 1:** The East one-half of the Southwest quarter, the Northwest one quarter of the Southeast quarter of Section 26, Township 34 South, Range 6 East of the Willamette Meridian, Klamath County, Oregon.

**PARCEL 2:** The Northeast quarter of the Northeast quarter of the Northwest quarter; North one-half of the Southeast quarter of the Northeast quarter of the Northwest quarter of Section 35, Township 34 South, Range 6 East of the Willamette Meridian, Klamath County, Oregon.

**ALSO THE FOLLOWING DESCRIBED TRACT OF LAND:** Beginning at the Northwest corner of the Northeast quarter of Section 35, Township 34 South, Range 6 East of the Willamette Meridian; thence South 15 chains; thence East 3 and 1/3 chains; thence North 15 chains; thence West 3 and 1/3 chains to the point of beginning.

**EXCEPTING THEREFROM THE FOLLOWING:** Beginning at a point on the section line between Section 26 and Section 35, Township 34 South, Range 6 East of the Willamette Meridian, 675.7 feet West of the Quarter Section corner; thence South along the West line of the Northeast quarter of the Northeast quarter of the Northwest quarter of Section 35 and of the North one-half of the Southeast quarter of the Northeast quarter of the Northwest quarter of Section 35 a distance of 990 feet; thence East on the South line of the North one-half of the Southeast quarter of the Northeast quarter of the Northwest quarter of Section 35, a distance of 530 feet; thence North a distance of 330 feet; thence West a distance of 135 feet; thence North a distance of 660 feet to intersect the above mentioned section line 395 feet East of point of beginning; thence West along the section line 395 feet to point of beginning.

**WHEREAS**, **WRC** previously executed membership agreements with the following persons: George Darcy and Karen Darcy, Garry Shapiro, Dr. Paul V. Palmer, Robert Gilbert, Alan Cochran and Denis Burger prior to the execution of the membership agreement with Grantee;

**WHEREAS**, **WRC** caused to be recorded the **Membership Trust Deed** in favor of the above-described members on October 21, 1993, as Document No. 70079 in Volume M93, Pages 27608 through 27613 in the Official Records of Klamath County, Oregon;

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**WHEREAS**, Paragraph 11.7 of the Membership Trust Deed specifically provides that WRC may obtain future advances from additional members, who shall become additional beneficiaries under the Membership Trust Deed and have the same priority as the original beneficiaries as and from the date of recording of the same provided that a Memorandum of the Membership Agreement is recorded specifically referring to the recording number of the Membership Trust Deed and the date of recording;

**WHEREAS**, WRC formed an Oregon limited liability company known as CRYSTAL WOOD LLC in June of 1996; **WHEREAS**, WRC transferred all right, title and interest in the real property described herein to Crystal Wood LLC in February of 1998;

**NOW, THEREFORE**, in consideration of the covenants and conditions contained in the Membership Agreement between WRC and Grantee with an effective date of November 2, 1993 and of the covenants and conditions contained in the Membership Trust Deed, WRC hereby executes this Memorandum of Membership Agreement and covenants that Grantee shall have the same priority as all beneficiaries named above in the Membership Trust Deed as and from the date of recording, October 21, 1993, subject to the subordination of said trust deed by the original beneficiaries thereof, which documents were recorded on September 7, 1994, in the Microfilm Records of Klamath County, Oregon, in Volume M94, Pages 28078, 28082, 28086, 28090, 28094 and 28098; provided, however, that WRC may obtain future advances from additional persons signing membership agreements with WRC and said persons shall become additional beneficiaries under the Membership Trust Deed and shall have the same priority as all beneficiaries named therein and all subsequent beneficiaries named in any Memorandum of Membership Agreement.

**IN WITNESS WHEREOF**, WRC has executed this document on the day and year written below.

DATED: March 19, 1998

Rich McIntyre  
Rich McIntyre

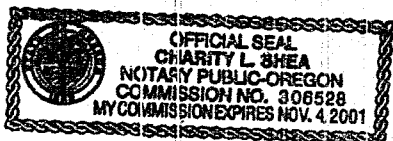
DATED: March 19, 1998

Karen Greene  
Karen Greene

"WRC"

STATE OF OREGON )  
 )ss.  
County of Klamath )

Personally appeared Rich McIntyre and Karen Greene and acknowledged the foregoing instrument to be their voluntary act and deed. Before me this 20 day of March, 1999.



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Charity L. Shea  
Notary Public for Oregon  
My Commission Expires: 11-4-01

-2- MEMORANDUM OF AGREEMENT  
STATE OF OREGON: COUNTY OF KLAMATH: ss.

Filed for record at request of Rich McIntyre et al the 23rd day  
of March A.D., 19 98 at 1:42 o'clock P M., and duly recorded in Vol. M98  
of Deeds on Page 9237.

FEE \$15.00  
Non Stan \$20.00

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