

1999 JUN 25 PM 3:25



Vol M99 Page 25308

WARRANTY DEED

ASPEN TITLE ESCROW NO. 01049447

AFTER RECORDING RETURN TO:
MATTHEW J. NELSON, TRUSTEE
THE DION EB LAND TRUST

P.O. Box 95
Medina, OR 97632

UNTIL A CHANGE IS REQUESTED ALL TAX
STATEMENTS TO THE FOLLOWING ADDRESS:
SAME AS ABOVE

MATTHEW J. NELSON, TRUSTEE OF THE ALAN DERBY LAND TRUST DATED
APRIL 30, 1999, hereinafter called GRANTOR(S), convey(s) and
warrants to ~~MATTHEW J. NELSON, TRUSTEE OF THE DION EB LAND~~
TRUST DATED MAY, 1999, hereinafter called GRANTEE(S), all that
real property situated in the County of Klamath, State of
Oregon, described as: * MATTHEW J. NELSON, TRUSTEE *re recorded*

SEE LEGAL DESCRIPTION MARKED EXHIBIT "A" ATTACHED HERETO AND BY
THIS REFERENCE MADE A PART HEREOF AS THOUGH FULLY SET FORTH
HEREIN

WAW
Law
"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 30.390."

and covenant(s) that grantor is the owner of the above described
property free of all encumbrances except covenants, conditions,
restrictions, reservations, rights, rights of way and easements
of record, if any, and apparent upon the land, contracts and/or
liens for irrigation and/or drainage AND See attached Exhibit
"B" attached hereto and by this reference made a part hereof as
though fully set forth herein, for continuation of this
paragraph

and will warrant and defend the same against all persons who may
lawfully claim the same, except as shown above.

The true and actual consideration for this transfer is
equitable exchange.

In construing this deed and where the context so requires, the
singular includes the plural.

IN WITNESS WHEREOF, the grantor has executed this instrument
this 18th day of June, 1999.

THE ALAN DERBY LAND TRUST DATED
APRIL 30, 1999

BY: *Matthew J. Nelson*
MATTHEW J. NELSON, TRUSTEE

STATE OF OREGON, County of Klamathless.

The foregoing instrument was acknowledged before me this 21st
day of June, 1999, by Matthew J. Nelson as Trustee of The Alan
Derby Land Trust Dated April 30, 1999.

Before me: *Marlene T. Addington*
Notary Public for Oregon
My Commission Expires: 3-27-01

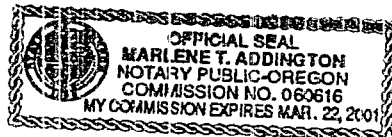


EXHIBIT "A" - 2

PARCEL 1: Lot 3, Block 202, MILLS SECOND ADDITION TO THE CITY OF KLAMATH FALLS, in the County of Klamath, State of Oregon.

CODE 1 MAP 3809-33DC TL 3700

PARCEL 2: A portion of Lots 25 and 26, Block 11, INDUSTRIAL ADDITION TO THE CITY OF KLAMATH FALLS, in the County of Klamath, State of Oregon, more particularly described as follows:

Beginning at the Southeasterly corner of the said Lot 25; thence Northerly along the Easterly boundaries of the said Lots 25 and 26, 58.0 feet; thence Northwesterly along the Northeasterly boundary of the said Lot 26, 21.00 feet, more or less, to a point in a line parallel with and 29.00 feet distant at right angles Southeasterly from the Northwesterly boundaries of the said Lots 25 and 26; thence Southwesterly along said parallel line, 85.62 feet, more or less, to a point in the Southerly boundary of the said Lot 25; thence Easterly along the said Southerly boundary of Lot 25, 66.57 feet, more or less, to the point of beginning.

CODE 1 MAP 3809-33BA TL 11900

PARCEL 3: Lot 8, Block 4, FIRST ADDITION TO THE CITY OF KLAMATH FALLS, in the County of Klamath, State of Oregon.

CODE 1 MAP 3809-29CD TL 8900

PARCEL 4: Lot 379, Block 122, MILLS ADDITION TO THE CITY OF KLAMATH FALLS, in the County of Klamath, State of Oregon.

CODE 1 MAP 3809-33AD TL 8400

PARCEL 5: The North 40 feet of Lots 388 and 389, Block 113, MILLS ADDITION TO THE CITY OF KLAMATH FALLS, in the County of Klamath, State of Oregon.

CODE 1 MAP 3809-33AC TL 8000

PARCEL 6: Lot 371, Block 122, MILLS ADDITION TO THE CITY OF KLAMATH FALLS, in the County of Klamath, State of Oregon.

CODE 1 MAP 3809-33AD TL 8200

PARCEL 7: Lots 14 and 15, Block 25, INDUSTRIAL ADDITION TO THE CITY OF KLAMATH FALLS, in the County of Klamath, State of Oregon,.

CODE 1 MAP 3809-33AB TL 5200

PARCEL 8: The Northwesterly one half of lots Five and Six in Block Twenty two of INDUSTRIAL ADDITION to the City of Klamath Falls, in the County of Klamath, State of Oregon.

CODE 1 MAP 3809-33BA TL 2100

EXHIBIT "B" - 2

The Grantor(s) herein is conveying to Grantee herein all that real property described in Exhibit "A" of this Deed subject to those items as mentioned on Page One of the Deed as well as:

Any and all delinquent real property taxes and all accruing interest thereon AND

Trust Deed, including the terms and provisions thereof to secure the amount noted below and other amounts secured thereunder, if any:

Grantor: Leela Benjamin and Helen Wolter
Trustee: William L. Sisemore
Beneficiary: Klamath First Federal Savings and Loan Association
Dated: September 30, 1988
Recorded: October 7, 1988
Book: M-88
Page: 16911
Fee No.: 92428
Amount: \$21,350.00
Loan No.: 09-13648

Conditional Assignment of Rentals, including the terms and provisions thereof:

From: Leela Benjamin and Helen Wolter
To: Klamath First Federal Savings and Loan Association,
a Federal Corporation
Dated: September 30, 1988
Recorded: October 7, 1988
Book: M-88
Page: 16917
Fee No.: 92429

Given as additional security for the Trust Deed shown above.

Trust Deed, including the terms and provisions thereof to secure the amount noted below and other amounts secured thereunder, if any:

Grantor: Bruce E. Brink, a married man
Trustee: Aspen Title and Escrow
Beneficiary: Mortgage Market Inc., a Oregon Corporation
Dated: May 14, 1997
Recorded: May 28, 1997
Book: M-97
Page: 16227
Fee No.: 38305
Amount: \$41,750.00
Loan No.: X108

The beneficial interest was assigned by instrument, including the terms and provisions thereof,

Dated: May 27, 1997
Recorded: November 5, 1998
Book: M-98
Page: 40580
Recorder's Fee No.: 69207
To: The Bank of New York, Trustee under the
Pooling and Servicing Agreement Series
1997A at 101 Barclay Street, New York, NY
10286 Corp. Trust - MBS

Trust Deed, including the terms and provisions thereof to secure the amount noted below and other amounts secured thereunder, if any:

Grantor: Bruce E. Brink, a married man
Trustee: Aspen Title and Escrow

Beneficiary: Mortgage Market Inc., a Oregon Corporation
Dated: May 14, 1997
Recorded: May 28, 1997
Book: M-97
Page: 16227
Fee No.: 38305
Amount: \$41,750.00
Loan No.: X108

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Dated: May 27, 1997
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Recorder's Fee No.: 69207
To: The Bank of New York, Trustee under the
Pooling and Servicing Agreement Series
1997A at 101 Barclay Street, New York, NY
10286 Corp. Trust - MBS

Trust Deed, including the terms and provisions thereof to secure the amount noted below and other amounts secured thereunder, if any:

Grantor: Bruce E. Brink
Trustee: Aspen Title & Escrow, Inc.
Beneficiary: Jack F. Simington and Erlene G. Simington, husband
and wife with full rights of survivorship
Dated: April 10, 1996
Recorded: April 19, 1996
Book: M-96
Page: 10932
Fee No.: 16674
Amount: \$43,000.00
(Covers additional property)

Assignment of Leases and Rents, including the terms and provisions thereof:

From: Bruce E. Brink
To: Jack F. Simington and Erlene G. Simington, husband
and wife with full rights of survivorship
Dated: April 10, 1996
Recorded: April 19, 1996
Book: M-96
Page: 10935
Fee No.: 16675
Given as additional security for the Trust Deed shown above.

Trust Deed, including the terms and provisions thereof to secure the amount noted below and other amounts secured thereunder, if any:

Grantor: Bruce E. Brink, a married man
Trustee: Aspen Title and Escrow
Beneficiary: Mortgage Market Inc., a Oregon Corporation
Dated: May 12, 1997
Recorded: May 30, 1997
Book: M-97
Page: 16482
Fee No.: 38417
Amount: \$34,100.00
Loan No.: X083

The beneficial interest thereunder was assigned:

To: The Bank of New York Trustee under the Pooling
and Servicing Agreement Series 1997-3 at 101



25312

Barclay Street New York, NY 10286 Corp. Trust-MBS
Recorded: March 9, 1998
Book: M-98
Page: 7563
Fee No.: 54335

Trust Deed, including the terms and provisions thereof to secure the amount noted below and other amounts secured thereunder, if any:

Grantor: Bruce E. Brink and Helen G. Wolter, not as tenants in common, but with rights of survivorship
Trustee: Aspen Title & Escrow, Inc.
Beneficiary: Vernon G. Ludwig and Ofelia Ludwig, husband and wife, with full rights of survivorship
Dated: January 5, 1996
Recorded: January 9, 1996
Book: M-96
Page: 694
Fee No.: 11665
Amount: \$50,000.00
(Covers additional property)

Said instrument was re-recorded

Date: February 12, 1996
Book: M-96
Page: 3973
Fee No.: 13245

Trust Deed, including the terms and provisions thereof to secure the amount noted below and other amounts secured thereunder, if any:

Grantor: Leela Benjamin and Helen Wolter
Trustee: William L. Sisemore
Beneficiary: Klamath First Federal Savings and Loan Association
Dated: December 7, 1988
Recorded: December 22, 1988
Book: M-88
Page: 21852
Fee No.: 95240
Amount: \$117,625.00
Loan No.: 09-13684

State of Oregon, County of Klamath
Recorded 6/25/89, at 3:25 p. m.
In Vol. M99 Page 25308
Linda Smith.
County Clerk Fees 50- RR