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01 APR 17 PM 3:15MTC 47962-KR
SPECIAL WARRANTY DEED

Vol M01 Page 16448



KNOW ALL MEN BY THESE PRESENTS, That JELD-WEN, inc., an Oregon corporation, hereinafter called grantor, for the consideration hereinafter stated, does hereby grant, bargain, sell and convey unto WEST ONE AUTOMOTIVE GROUP, INC., an Oregon corporation, hereinafter called grantee, and unto grantee's heirs, successors and assigns all of that certain real property with the tenements, hereditaments and appurtenances thereunto belonging or in any way appertaining, situated in the County of Klamath, State of Oregon, described as follows, to-wit:

SEE ATTACHED LEGAL DESCRIPTION ON EXHIBIT "A" WHICH IS MADE A PART HEREOF BY THIS REFERENCE.

SUBJECT TO: THOSE EXCEPTIONS AS CONTAINED IN EXHIBIT "B" ATTACHED HERETO WHICH IS MADE A PART HEREOF BY THIS REFERENCE.

(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 the grantor hereby covenants to and with the grantee and grantee's heirs, successors and assigns that the real property is free from encumbrances created or suffered thereon by grantor and that grantor will warrant and defend the same and every part and parcel thereof against the lawful claims and demands of all persons claiming by, through, or under the grantor.

The true and actual consideration paid for this transfer, stated in terms of dollars, is \$ 1.00 and other valuable consideration. ~~However, the actual consideration consists of or includes other property or value given or promised which is~~ part of the consideration (indicate which). (The sentence between the symbols U, 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 day of April, 2001, 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 thereto 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.

JELD-WEN, inc., an Oregon corporation

by: [Signature]

STATE OF OREGON, County of Klamath) ss.

This instrument was acknowledged before me on , 19 ,

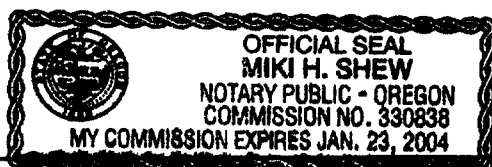
by

This instrument was acknowledged before me on April 16, 2001

by MARK BLANCHAT

as VICE-PRESIDENT

of JELD-WEN, inc., an Oregon corporation



M. H. Shew
Notary Public for Oregon
My commission expires Jan 23, 2004

JELD-WEN, inc., an Oregon corporation

Grantor's Name and Address
WEST ONE AUTOMOTIVE GROUP, INC.

Grantee's Name and Address
After recording return to (Name, Address, Zip):
WEST ONE AUTOMOTIVE GROUP, INC.

Until requested otherwise send all tax statements to (Name, Address, Zip):
WEST ONE AUTOMOTIVE GROUP, INC.

SPACE RESERVED
FOR
RECORDER'S USE

STATE OF OREGON, } ss.
County of

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 NAME TITLE
Deputy

41.00

EXHIBIT "A"
LEGAL DESCRIPTION

PARCEL 1:

A piece or parcel of land situated in the SE1/4 SW1/4 of Section 33, Township 38 South, Range 9 East of the Willamette Meridian, Klamath County, Oregon, being more particularly described as follows:

Beginning at the intersection of the Southerly right of way line of South Sixth Street and the Westerly right of way of the O.C. & E. Railroad spur; said point being also the Northeasterly corner of that parcel of land conveyed at page 8265 of Volume M68, of Klamath County Deed Records; thence North 58 degrees 24' 45" West along the Southerly right of way line of South Sixth Street 218.95 feet to a point; thence North 55 degrees 48' 55" West along said right of way line 180.4 feet to the most Northerly corner of that parcel of land conveyed at page 5330 of Volume M72 of Klamath County Deed Records; thence South 0 degrees 45' East 451.4 feet to a point; thence North 88 degrees 11' 20" East 203.85 feet to a point; thence South 0 degrees 51' 30" East 57.0 feet to a point; thence North 89 degrees 15' East 129.0 feet to a point on the West right of way line of the O.C. & E Railroad spur; thence North 0 degrees 45' West along said right of way spur 284.2 feet to the point of beginning with bearing based on County Survey No. 4254.

PARCEL 2:

A piece or parcel of land situated in the SE1/4 SW1/4 of Section 33, Township 38 South, Range 9 East of the Willamette Meridian, Klamath County, Oregon being more particularly described as follows:

Beginning at a point on the Westerly right of way line of the O.C. & E Railroad spur as the same is presently located and constructed from which the Northeasterly corner of that parcel of land conveyed on page 8265 of Volume M68 of Klamath County Deed Records bears North 0 degrees 45' West 284.2 feet distance; thence South 0 degrees 45' East along said railroad right of way 249.0 feet to a point; thence along a circular curve to the left (having a central angle of 14 degrees 25' 10" a radius of 429.51 and a long chord which bears South 7 degrees 57' 35" East 107.8 feet) a distance of 108.1 feet to a point; thence South 89 degrees 15' West 286.55 feet to a point; thence North 37 degrees 52' 10" West 284.80 feet to a point; thence North 1 degree 48' 40" West 180.0 feet to a point; thence North 88 degrees 11' 20" East 319.2 feet to a point; thence South 0 degrees 51' 30" East 57.0 feet to a point; thence North 89 degrees 15' East 129.0 feet, more or less to the point of beginning with bearings based on County Survey No. 4254.

PARCEL 3:

A parcel of land situated in the SW1/4 of Section 33, Township 38 South, Range 9 East of the Willamette Meridian, Klamath County, Oregon, more particularly described as follows:

Beginning at a point on the South line of Section 33, Township 38 South, Range 9 East of the Willamette Meridian, Klamath County, Oregon, from which the South quarter corner of said Section 33 bears North 89 degrees 26' East 313.83 feet distant; thence North 0 degrees 45' West 4.0 feet to an existing iron pin reference monument; thence North 0 degrees 45' West 176.00 feet to an existing iron pin; thence North 89 degrees 14' 40" East 166.00 feet to an existing iron pin; thence North 0 degrees 45' 30" West 76.50 feet to an existing iron pin on the Westerly right of way line of the O.C. & E. Railroad Spur as the same is presently located and constructed; thence following said right of way line along a 13.34 degree curve to the right, the long chord of which bears North 21 degrees 39' 25" West 72.70 feet, a distance of 72.8 feet to an iron pin; thence South 89 degrees 15' West 286.55 feet to an iron pin; thence North 37 degrees 52' 10" West 284.8 feet to an iron pin; thence North 1 degree 48' 40" West 180.0 feet to a point; thence North 88 degrees

- Continued -

EXHIBIT "A"
LEGAL DESCRIPTION
CONTINUED

16450

Parcel 3 Continued:

11' 20" East 115.35 feet to a point on the Southwest corner of that parcel designated as Parcel A in recorded survey no. 1922; thence North 0 degrees 45' West along the Westerly boundary of said Parcel A, 451.4 feet to a point on the Southerly right of way boundary of South Sixth Street as the same is presently located and constructed; thence North 68 degrees 29' 25" West along the Southerly right of way line of South Sixth Street 429.1 feet to a point on the Easterly right of way line of the Southern Pacific Railroad projected Northerly; thence South 0 degrees 45' East along said right of way line projected and along said right of way line 1195.1 feet to its intersection with the Northerly right of way line of the O.C. & E. Railroad; thence South 51 degrees 58' East along said Northerly right of way line 241.2 feet to its intersection with the South line of Section 33, Township 38 South, Range 9 East of the Willamette Meridian; thence north 89 degrees 26' East 415.45 feet, more or less, along said Section line to the point of beginning.

PARCEL 4:

A strip of land described as follows: Beginning at the intersection of the Westerly line of Owens Street and the Southerly line of Sixth Street as now located; thence North 56 degrees 01' 33" West, 176.10 feet, more or less, to the Easterly line of Deed Volume 82, page 96, and the true point of beginning of the strip of land to be described; thence South 0 degrees 57' 30" East along the Easterly line of said deed, 110 feet; thence North 56 degrees 01' 33" West 48.79 feet to the Westerly line of Deed Volume 82, page 96; thence North 0 degrees 57' 30" West 110 feet to the Southerly line of Sixth Street; thence South 56 degrees 01' 33" East 48.79 feet to the true point of beginning.

PARCEL 5:

A piece or parcel of land situated in the SE1/4 SW1/4 of Section 33, Township 38 South, Range 9 East of the Willamette Meridian, Klamath County, Oregon, being more particularly described as follows:

Beginning at a point in the Southerly line of Sixth Street, City of Klamath Falls, County of Klamath, State of Oregon, said point lying distant 176.10 feet Westerly along the Southerly line of Sixth Street from the intersection of the Southerly line of the said Sixth Street with the Westerly line of Owens Street (formerly known as Front Street), running thence South 0 degrees 57' 30" East, a distance of 526.84 feet to a point; thence Southerly, along the arc of a curve, (said curve being tangent to the last mentioned course at the last mentioned point) concave to the left having a radius of 389.51 feet, a distance of 346.14 feet to a point in the Westerly line of Owens Street; thence South 0 degrees 55' 30" East, along the Westerly line of Owens Street, a distance of 50.02 feet to a point; thence Northerly along the arc of a curve (the tangent of the said curve bears North 56 degrees 05' West at the last mentioned point) concave to the right, having a radius of 429.51 feet, a distance of 413.24 feet, to a point; thence North 0 degrees 57' 30" West and tangent to the last mentioned course at the last mentioned point, a distance of 554.78 feet, to a point in the Southerly line of Sixth Street; thence South 56 degrees 01' 30" East, along the Southerly line of Sixth Street, a distance of 48.79 feet to the point of beginning, LESS AND EXCEPT a tract of land described as follows:

Beginning at the intersection of the Westerly line of Owens Street and the Southerly line of Sixth Street as now located; thence North 56 degrees 01' 33" West, 176.10 feet, more or less, to the Easterly line of Deed Volume 82, page 96, and the true point of beginning of the strip of land to be described; thence South 0 degrees 57' 30" East along the Easterly line of said deed, 110 feet; thence North 56 degrees 01' 33" West 48.79 feet to the Westerly line of Deed Volume 82, page 96; thence North 0 degrees 57' 30" West 110 feet to the Southerly line of Sixth Street; thence South 56 degrees 01' 33" East 48.79 feet to the true point of beginning.

EXHIBIT "B"

Rights of the public in and to any portion of the herein described premises lying within the limits of streets, roads or highways.

Easement for pole line in favor of The California Oregon Power Company and other easements apparent on the ground as shown in an instrument recorded in Deed Volume 154, page 164, Records of Klamath County, Oregon. (No exact location given)

Easement, subject to the terms and provisions thereof, contained in an instrument recorded April 10, 1947 in Deed Volume 204, page 475, Records of Klamath County, Oregon.

Easements, subject to the terms and provisions thereof, from W. D. Miller Construction Co. to Pacific Power and Light Company, formerly California Oregon Power Company, recorded March 9, 1956 in Deed Volume 281, page 378, Records of Klamath County, Oregon. (No exact location given)

Easement, subject to the terms and provisions thereof, from Miller Construction Co. to City of Klamath Falls, recorded June 12, 1957 in Deed Volume 292, page 298, Records of Klamath County, Oregon.

Easement, subject to the terms and provisions thereof, from W. D. Miller Estate to City of Klamath Falls, recorded July 18, 1957 in Deed Volume 293, page 162, Records of Klamath County, Oregon.

Easements, subject to the terms and provisions thereof, from W. D. Miller Construction Company to City of Klamath Falls, recorded February 25, 1959 in Deed Volume 310, page 114, Records of Klamath County, Oregon.

Indenture of Access, subject to the terms and provisions thereof, by and between State of Oregon by and through its State Highway Commission and Elbert W. Stiles and Wyoming Stiles, dated May 4, 1972, recorded November 29, 1972 in Volume M72, page 13695, Microfilm Records of Klamath County, Oregon.

The reservation as set out in that certain Bargain and Sale Deed recorded July 25, 1975 in Volume M75, page 8485, Microfilm Records of Klamath County, Oregon, wherein Southern Pacific Transportation Company, a Delaware Corporation is grantor and Stiles Enterprises, Inc., an Oregon Corporation is grantee, to wit:

"Excepting therefrom that portion of said property lying below a depth of five hundred (500) feet measured vertically from the contour of the surface thereof; provided, however, that Grantor, its successors and assigns shall not have the right for any purpose whatsoever to enter upon, into or through the surface of the property granted herein or any part thereof lying between said surface and five hundred (500) feet below said surface."

Access Easement for Major Land Partition, subject to the terms and provisions thereof, Dated: June 26, 1985 Recorded: July 16, 1985 Volume: M85, page 11223, Microfilm Records of Klamath County, Oregon

Reservations contained in Deed from Oregon, California & Eastern Railway Company to Oliver R. Spires, dated October 29, 1987 and recorded November 13, 1987 in Volume M87, page 20623, Microfilm Records of Klamath County, Oregon, as follows:

1. To the rights of Stiles Enterprises, Inc. by reason of an Irrigation Canal, Drainage Canal, Water Pipe or Sewer Pipe Permit dated April 28, 1972.

2. To the rights of the public in and to any public roads existing or heretofore established.

Grantor hereby expressly saves, excepts and reserves out of the grant hereby made, unto itself, its successors and assigns, forever, all geothermal steam and heat and all metals, ores and minerals of any nature whatsoever in or upon said land, not previously reserved, including but not limited to, coal, lignite, peat, oil and gas, including coal seam gas, together with the right to enter upon said lands for the purpose of exploring the same for such geothermal resources, metals, ores and minerals, and drilling, opening, developing and working mines and wells thereon and taking out and removing therefrom, including by surface mining methods, all such geothermal resources, metals, ores and minerals, and to occupy and make use of so much of the surface of said land as may be reasonably necessary for said purpose; provided, that Grantee and Grantee's heirs, representatives, successors and assigns, shall be paid just and reasonable compensation for any injury or damage to the surface of said land, to the crops or to the improvements thereon caused by the exercise of any rights herein reserved; provided, further, that the exercise of such rights by Grantor shall not be postponed or delayed pending reasonable efforts to agree upon or have determined such just and reasonable compensation. (Affects Parcel 5)

An easement created by instrument, subject to the terms and provisions thereof, Dated: October 15, 1987 Recorded: December 9, 1987 Volume: M87, page 22086, Microfilm Records of Klamath County, Oregon In Favor of: CP National Corporation For: 10 foot wide natural gas easement (Affects Parcel 5)

Reservation contained in deed from Southern Pacific Transportation to Oliver R. Spires, dated August 5, 1988 and recorded September 16, 1988 in Volume M88, page 15358, Microfilm Records of Klamath County, Oregon, as follows:

"Grantor excepts from the property hereby conveyed and reserves unto itself, its successors and assigns, all sand and gravel and all minerals and mineral rights, interests, and royalties, including without limiting the generality thereof, oil, gas, and other hydrocarbon substances, as well as metallic or other solid minerals, in and under said property; however, Grantor or its successors and assigns shall not have the right for any purpose whatsoever to enter upon, into or through the surface of said property in connection therewith."

Reservations and restrictions contained in Deed wherein Burlington Northern Railroad Company, formerly named Burlington Northern Inc., is grantor and Oliver R. Spires and Dianne E. Spires, husband and wife, is grantee, recorded October 13, 1988 in Volume M88, page 17232, Microfilm Records of Klamath County, Oregon, as follows:

"EXCEPTING AND RESERVING, however, unto said Grantor, its successors and assigns, all of the coal, oil, gas, casinghead gas and all ores and minerals of every kind and nature underlying the surface of the premises herein conveyed, together with the full right, privilege and license at any and all times to explore, or drill for and to protect, conserve, mine, take, remove and market any and all such products in any manner which will not damage structures on the surface of the premises herein conveyed, together with the right of access at all times to exercise said rights."

Subject to any unrecorded leases and tenancies, if any.

State of Oregon, County of Klamath
Recorded 04/17/01, at 3:15 p.m.
In Vol. M01 Page 16448
Linda Smith,
County Clerk Fee \$ 41.06