

After Recording Return To:
Myles Conway
Ball Janik, LLP.
15 SW Colorado, Suite K
Bend, OR 97702
Attn: Myles Conway

MTL 54157

MEMORANDUM OF CONTRACT

Stanley M. Russell and Rene K. Russell ("Seller"), and Hooker Creek Land Company LLC., an Oregon Limited Liability Company("Buyer"), have entered into a Contract of Sale dated July__, 2001 pursuant to which Seller agreed to sell and Buyer agreed to buy the real property legally described as Parcels 1 and 2 of Major Land Partition No. 17-87, as filed in the Klamath County Clerk's office, on the terms and conditions set forth in that Contract of Sale.

If not earlier paid, all amounts owed under the Contract of Sale shall be due and payable on May 5, 2007.

The true and actual consideration for this conveyance is \$750,000.00.

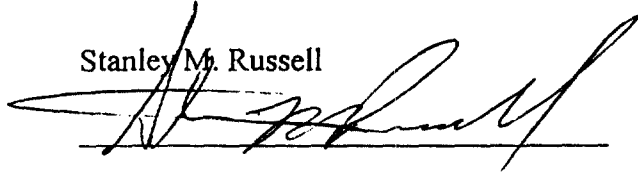
THIS INSTRUMENT WILL NOT ALLOW USE OF THE PROPERTY DESCRIBED IN THIS INSTRUMENT IN VIOLATION OF APPLICABLE LAND USE LAWS AND REGULATIONS. BEFORE SIGNING OR ACCEPTING THIS INSTRUMENT, THE PERSON ACQUIRING ANY INTEREST IN OR TO THE PROPERTY SHOULD CHECK WITH THE APPROPRIATE CITY OR COUNTY PLANNING DEPARTMENT TO VERIFY APPROVED USES AND TO DETERMINE ANY LIMITS ON LAWSUITS AGAINST FARMING OR forest PRACTICES AS DEFINED IN ORS 30.930.

35207

IN WITNESS WHEREOF, the parties have executed this Memorandum of Contract on July 17, 2001.

Seller:

Stanley M. Russell



Rene K. Russell

Rene K. Russell

Purchaser:

Hooker Creek Land Company, LLC.

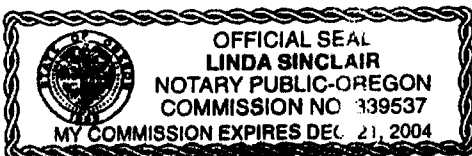
By 

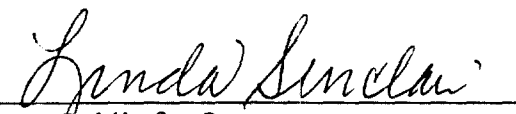
Its Managing Member

STATE OF OREGON)
) ss.
County of Deschutes)

State of Oregon, County of Klamath
Recorded 07/18/01 at 2:52 p.m.
In Vol. M01 Page 3526
Linda Smith,
County Clerk Fee \$ 26⁰⁰

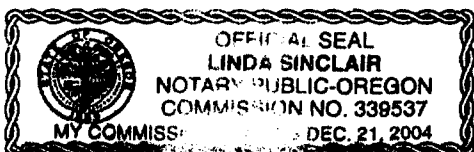
The foregoing instrument was acknowledged before me this 17 day of July, 2001, by Stanley M. Russell and Rene K. Russell.

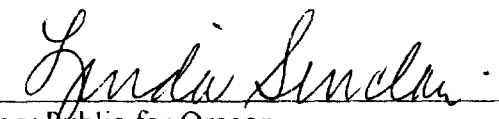



Notary Public for Oregon
My Commission Expires: 12/21/2004

STATE OF OREGON)
) ss.
County of Deschutes)

The foregoing instrument was acknowledged before me this 17 day of July, 2001, by Howard M. Day, Managing Member of Hooker Creek Land Company, LLC, an Oregon Limited Liability Company




Notary Public for Oregon
My Commission Expires: 12/21/2004