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UNITED STATES DEPARTMENT OF AGRICULTURE
FARM SERVICE AGENCYState of Oregon, County of Klamath
Recorded 03/06/2003 8:26 A m.
Vol M03 Pg 13597-99
Linda Smith, County Clerk
Fee \$ 31 # of Pgs 3**EXTENSION OR REAMORTIZATION AGREEMENT**

This agreement is made and entered into by CARLETON FARMS, A PARTNERSHIP herein called "Borrower," and the UNITED STATES OF AMERICA, acting through the FARM SERVICE AGENCY, (successor agency to the Farmers Home Administration), United States Department of Agriculture, herein called "Government," witnesseth:

WHEREAS, the Borrower is indebted to the Government, as evidenced by one or more promissory note(s), assumption agreement(s), shared appreciation agreement(s), agreement(s) to suspend payment of shared appreciation, buyout agreement(s), or interest credit recapture agreement(s), herein called "note," which has been executed or assumed by the Borrower; and

WHEREAS, as security for the repayment of the indebtedness evidenced by said note(s) and any renewals and extensions thereof and any agreements contained therein the Borrower granted unto the Government the following described real estate mortgage(s) or deed(s) of trust, herein called "security instrument," executed or assumed by the Borrower and recorded in the Mortgage

Records of KLAMATH County, State of OREGON, to wit:

Date of Security Instrument	Date of Recording	Volume or Book No.	Page Number	Recording or Instrument No.
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See Attachment A

WHEREAS, the Borrower has requested that the Government restructure the payment terms or amount due under the note; and

WHEREAS, the Government is willing to restructure, reschedule, reamortize, or extend the repayment terms or the amount of the existing indebtedness as authorized under Subparts G or S of 7 CFR Part 1951, or Subparts A or C of 7 CFR Part 1965.

NOW, THEREFORE, the parties, for themselves, their heirs, executors, administrators, and assigns, hereby mutually agree that the time provided in the security instrument for payment of the sum (including advances and accruals) now secured thereby, the rate of interest on the indebtedness secured thereby, or the amount of indebtedness secured thereby is modified as described below, to wit:

Date of Restructured Note	Principal Amount Now Secured	Annual Rate of Interest	Due Date of Final Restructured Installment
1/28/2003	\$ 285,207.39	3.75%	1/28/2018
1/28/2003	\$ 9,952.93	3.75%	1/28/2018
1/28/2003	\$ 53,906.15	5.00%	1/28/2032
1/28/2003	\$ 42,082.44	5.00%	1/28/2032
1/28/2003	\$ 171,963.49	4.875%	1/28/2018
1/28/2003	\$ 42,082.44	5.00%	1/28/2032
1/28/2003	\$ 36,663.74	5.00%	1/28/2032

It is expressly understood and agreed that the said security instrument(s) shall remain in full force and effect in all respects as if terms and provisions remained as originally provided, and that nothing herein shall affect or impair any rights and powers which the Government may have thereunder for the recovery of the said secured indebtedness with interest in case of the non-fulfillment of this agreement, and the Borrower hereby covenants and agrees that the Borrower will perform and observe the covenants and conditions of the said security instrument(s) as modified, and that the Borrower will pay the principal and interest (including advances and accruals) as evidenced by said modified note(s) secured by said security instrument(s) when due.

13598

As Individual(s):

DATED this 28th day of January, 2003JAMES A. CARLETON James A. CarletonRICHMOND J. CARLETON Richmond J. CarletonGREGORY G. CARLETON Gregory G. Carleton

CARLETON FARMS, A Partnership

UNITED STATES OF AMERICA
FARM SERVICE AGENCYJames A. Carleton
JAMES A. CARLETONRichmond J. Carleton
RICHMOND J. CARLETON

(Borrower)

Gregory G. Carleton
GREGORY G. CARLETON

(Borrower)

By: Dorothy M. Scull

DOROTHY M. SCULL

Farm Loan Officer

(Title)

ACKNOWLEDGEMENTS

STATE OF OREGON)COUNTY OF KLAMATH) ss:The foregoing instrument was acknowledged before me this 28th day of January, 2003 byJAMES A. CARLETON, RICHMOND J. CARLETON, GREGORY G. CARLETON; Partners of Carleton Farms,
A Partnership. (Names of Borrowers)Janice Wachter
Notary Public in and for theState of OregonMy Commission Expires 12/23/06STATE OF OREGON)COUNTY OF KLAMATH) ss:The foregoing instrument was acknowledged before me this 28th day of January, 2003 byDOROTHY M. SCULL

FARM LOAN OFFICER

Farm Service Agency,

(Name of FSA Employee)

(Title of FSA Employee)

United States Department of Agriculture, on behalf of the United States of America.

Janice Wachter
Notary Public in and for theState of OregonMy Commission Expires 12/23/06

Continuation and become a part of EXTENSION or REAMORTIZATION AGREEMENT: CARLETON FARMS, a partnership.

ATTACHMENT A

Date of Security Agreement	Date of Recording	Volume or Book No.	Page Number	Recording or Instrument No.
6/25/1999	6/28/1999	M99	25551	
6/25/1999	6/28/1999	M99	25560	
6/25/1999	6/28/1999	M99	25556	
6/25/1999	6/28/1999	M99	25565	
6/25/1999	6/28/1999	M99	25569	
6/25/1999	6/28/1999	M99	25573	
6/25/1999	6/28/1999	M99	25577	

ATTACHMENT B

Form EXTENSION OR REAMORTIZATION AGREEMENT CARLETON FARMS, A Partnership

In consideration of restructuring/reamortization of loans to CARLETON FARMS, a partnership, by the GOVERNMENT, the undersigned LAVONNE M. CARLETON, WENDY R. CARLETON, and MARGARET F. CARLETON, join in the execution of this extension or reamortization agreement as additional security for loans to the Borrower and for the purpose of subjecting the real estate herein described to all of the terms and provisions of this extension or reamortization to the same extent and in the same manner as if the undersigned had joined in executing the notes with the borrower.

Lavonne M. Carleton
LAVONNE M. CARLETON

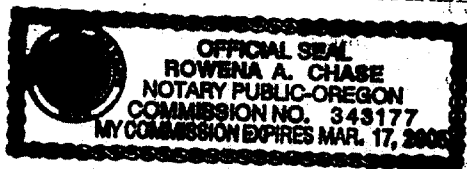
Margaret F. Carleton
MARGARET F. CARLETON

Wendy R. Carleton
WENDY R. CARLETON

ACKNOWLEDGEMENTS

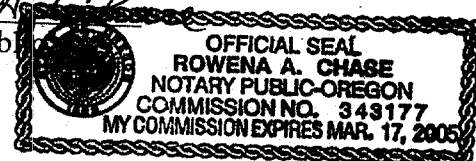
STATE OF Oregon
County of Klamath

The foregoing instrument was acknowledged before me this 28th day of January, 2003 by LAVONNE M. CARLETON, WENDY R. CARLETON and MARGARET F. CARLETON, as individuals.



STATE OF Oregon)
COUNTY OF Klamath)

ACKNOWLEDGEMENTS



The foregoing instrument was acknowledged before me this 7th day of February, 2003 by Margaret F. Carleton and Richmond J. Carleton.
Rowena A. Chase
NOTARY PUBLIC