MTC-61687

Vol_M03 Page_46330

Return Address

U S. Bank National Association 1420 Fifth Avenue, Suite 1100 Seattle, Washington 98101 Attention: Cathryn S. Schalkle State of Oregon, County of Klamath
Recorded 07/03/2003 3:27 p m.
Vol M03 Pg 46 330 33
Linda Smith, County Clerk
Fee \$ 360 # of Pgs 4

THIRD AMENDMENT TO DEED OF TRUST

The line of credit instrument, deed of trust, security agreement, assignment of leases and rents, and fixture filing described below ("Deed of Trust") encumbering certain real property in Klamath County, Oregon, is hereby amended as set forth herein:

Grantor: Red Lion Hotels, Inc., a Delaware corporation

Trustee: U.S. Bank Trust Company, National Association

Beneficiary: U.S Bank National Association, as administrative agent for the several financial institutions from time to time party to that certain amended and restated credit agreement dated as of December 29, 1999 (together with all amendments, modifications, supplements and exhibits thereto, the "Credit Agreement").

Recording No. of Document Amended Vol MO2, Pg 444-479

Tax Account Nos.: 3909-003DB-00500-000, 3909-003DB-00600-000

- 1. The Deed of Trust is hereby amended to reflect that (a) the Credit Agreement, the guaranty of which is secured by the Deed of Trust, has been amended and restated by that certain second amended and restated credit agreement of even date herewith, and (b) the maximum aggregate principal amount to be outstanding at any one time pursuant to the Credit Agreement, the guaranty of which is secured by the Deed of Trust, has been reduced to \$4,000,000
- 2. Except as specifically provided for herein, all of the terms and conditions of the Deed of Trust shall remain in full force and effect.

[The remainder of this page has been intentionally left blank.]

THIRD AMENDMENT TO DEED OF TRUST [12187-2047/SB031760 294]

IN WITNESS WHEREOF, Grantor and Beneficiary have executed this third amendment to deed of trust as of June 27, 2003

Grantor:

RED LION HOTELS, INC.

By Name

Title:

Beneficiary:

U S. BANK NATIONAL ASSOCIATION, as Agent

By

Name: Title

CHTURYU S. SCHALKLE

STATE OF WASHINGTON)
) ss.
COUNTY OF KING)

On this 2014 day of June, 2003, before me, the undersigned, a Notary Public in and for the State of Washington, duly commissioned and sworn, personally appeared Richard Barbieri, to me known to be the person who signed as Vice President of RED LION HOTELS, INC., the corporation acting that executed the within and foregoing instrument, and acknowledged said instrument to be the free and voluntary act and deed of said corporation for the uses and purposes therein mentioned, and on oath stated that he was duly elected, qualified and acting as said officer of the corporation, that he was authorized to execute said instrument, that the seal affixed, if any, is the corporate seal of said corporation.

IN WITNESS WHEREOF I have hereunto set my hand and official seal the day and year first above written

Signature of Notary

(Print or stamp name of Notary)

Washington, residing at Notate of Washington, residing at Notate of My Commission Expires 5/8/04



STATE OF WASHINGTON)) ss. COUNTY OF KING On this day of day of dashington, duly commissioned and sworn, personally appeared company. S. SCHALLEE, to me known to be the person who signed as of U.S. BANK NATIONAL ASSOCIATION, the national banking association that executed the within and foregoing instrument, and acknowledged said instrument to be the free and voluntary act and deed of said national banking association for the uses and purposes therein mentioned, and on oath stated that he was authorized to execute said instrument on behalf of the national banking association. IN WITNESS WHEREOF I have hereunto set my hand and official seal the day and year first above written. Signature of Notary) NOTARY PUBLIC in and for the State of Washington, residing at My Appointment Expires: Apple 1014 NOTARY PUBLIC in and for the State of Washington, residing at My Appointment Expires: Apple 1020 NOTARY PUBLIC in and for the State of Washington, residing at My Appointment Expires:	
On this day of	
Public in and for the State of Washington, duly commissioned and sworn, personally appeared CMRPAN S. SCHALLE, to me known to be the person who signed as of U.S. BANK NATIONAL ASSOCIATION, the national banking association that executed the within and foregoing instrument, and acknowledged said instrument to be the free and voluntary act and deed of said national banking association for the uses and purposes therein mentioned, and on oath stated that he was authorized to execute said instrument on behalf of the national banking association. IN WITNESS WHEREOF I have hereunto set my hand and official seal the day and year first above written. Signature of Notary) WHEREOF I have hereunto set my hand and official seal the day and year first above written. NOTARY PUBLIC in and for the State of Washington, residing at	, ***
THE OF THE PUBLIC in and for the State of Washington, residing at	Public in and for the State of Washington, duly commissioned and sworn, personally appeared Contrago S. SCHALELE, to me known to be the person who signed as of U.S BANK NATIONAL ASSOCIATION, the national banking association that executed the within and foregoing instrument, and acknowledged said
Wear first above written. But the Shace Joynson Signature of Notary) Bik - Har Grace Joynson (Print or stamp name of Notary) NOTARY PUBLIC in and for the State of Washington, residing at woodinully with	the uses and purposes therein mentioned, and on oath stated that he was authorized to execute
PUBLIC in and for the State of Washington, residing at wordingth with	IN WITNESS WHEREOF I have hereunto set my hand and official seal the day and year first above written.
(Print or stamp name of Notary) NOTARY PUBLIC in and for the State of Washington, residing at	
of Washington, residing at wooding wh	APRIL 9. APRIL 9. (Print or stamp name of Notary)
	of Washington, residing at wooding wh