

08 JUL 17 PM 2:29

Aspen 54827

Vol M03 Page 50195

State of Oregon, County of Klamath
Recorded 07/17/2003 2:29 p m.
Vol M03 Pg 50195-98
Linda Smith, County Clerk
Fee \$ 36.00 # of Pgs 4

UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (optional) Rosalee A. Mahoney (503) 937-7408	
B. SEND ACKNOWLEDGEMENT TO: (Name and Address) Orrick, Herrington & Sutcliffe LLP 224 NW 13th Avenue, Suite 300 Portland, OR 97209	

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE # Book M-99, Page 15738 filed April 27, 1999		1b. This FINANCING STATEMENT AMENDMENT is to be filed (for record) (or record) in the REAL ESTATE RECORDS. <input checked="" type="checkbox"/>	
2. <input type="checkbox"/> TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.			
3. <input type="checkbox"/> CONTINUATION: Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.			
4. <input type="checkbox"/> ASSIGNMENT: (full or partial): Give name of assignee in Item 7a or 7b and address of assignee in Item 7c; and also give name of assignor in Item 9.			
5. AMENDMENT (PARTY INFORMATION): This Amendment affects <input type="checkbox"/> Debtor or <input checked="" type="checkbox"/> Secured Party of record. Check only <u>one</u> of these two boxes. Also check one of the following three boxes and provide appropriate information in Item 6 and/or 7. <input checked="" type="checkbox"/> CHANGE name and/or address: Give current record name in Item 6a or 6b; also give new name (if name change) in Item 7a or 7b and/or new address (if address change) in Item 7c. <input type="checkbox"/> DELETE name: Give record name to be deleted in Item 6a or 6b. <input type="checkbox"/> ADD name: Complete Item 7a or 7b, and also Item 7c; also complete Items 7d-7g (if applicable).			
6. CURRENT RECORD INFORMATION:			
6a. ORGANIZATION'S NAME U.S. Bank Trust National			
OR	6b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME SUFFIX
7. CHANGED (NEW) OR ADDED INFORMATION:			
7a. ORGANIZATION'S NAME U.S. Bank National Association			
OR	7b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME SUFFIX
7c. MAILING ADDRESS 555 SW Oak Street		CITY Portland	STATE OR POSTAL CODE COUNTRY OR 97204 USA
DDL INFO RE ORGANIZATION DEBTOR	7e. TYPE OF ORGANIZATION	7f. JURISDICTION OF ORGANIZATION	7g. ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE
8. AMENDMENT (COLLATERAL CHANGE): check only <u>one</u> box. Describe collateral <input type="checkbox"/> deleted or <input type="checkbox"/> added, or give entire <input checked="" type="checkbox"/> restated collateral description, or describe collateral <input type="checkbox"/> assigned. See amended Exhibit B attached hereto and by this reference incorporated herein.			

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT (name of assignor, if this is an Assignment). If this is an Amendment authorized by a debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here <input type="checkbox"/> and enter name of DEBTOR authorizing this Amendment.			
9a. ORGANIZATION'S NAME U.S. Bank National Association			
OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME SUFFIX
10. OPTIONAL FILER REFERENCE DATA			

26 *

*Exhibit A***KLAMATH COGENERATION PROJECT - COGENERATION PLANT SITE - EXHIBIT A/S-1**

A parcel of land located in the Northwest quarter of the Southwest quarter (NW 1/4 SW 1/4), the Northeast quarter of the Southwest quarter (NE 1/4 SW 1/4), and Government Lots 4 and 5 of Section 18, Township 39 South, Range 9 East of the Willamette Meridian, in Klamath County, Oregon. Said parcel of land is described with reference to the Oregon Coordinate System, South Zone (NAD83/91), more particularly described as follows:

Beginning at a point that bears South 24° 28' 33" West, 982.35 feet from the Center Quarter Corner of said Section 18, evidenced by a 2" Iron pipe; thence South 27° 27' 32" East, 43.42 feet; thence South 25° 16' 54" East, 43.00 feet; thence South 15° 07' 32" East, 44.21 feet; thence South 06° 00' 20" East, 43.42 feet; thence South 00° 08' 27" East, 45.59 feet; thence South 09° 28' 58" West, 45.44 feet; thence South 13° 04' 36" West, 44.81 feet; thence South 12° 02' 25" West, 15.30 feet; thence South 81° 31' 36" West, 735.81 feet; thence South 64° 43' 42" West, 31.31 feet; thence South 08° 40' 42" East, 75.42 feet; thence South 87° 13' 48" West, 660.90 feet; thence North 02° 46' 12" West, 59.70 feet; thence North 88° 37' 32" West, 369.12 feet; thence North 75° 11' 09" West, 141.06 feet; thence North 69° 21' 26" West, 69.70 feet; thence North 02° 45' 41" West, 316.88 feet; thence North 87° 13' 39" East, 1954 feet; thence North 02° 46' 12" West, 12.93 feet; thence North 87° 13' 48" East 1906.00 feet; thence South 02° 46' 12" East, 12.84 feet; thence North 87° 13' 39" East, 36.59 feet to a point that bears South 24° 28' 33" West, 982.35 feet from the Center Quarter Corner of said Section 18.

KLAMATH COGENERATION PROJECT - ACCESS ROAD EASEMENT - EXHIBIT B/S-1

A parcel of land located in the Northeast quarter of the Southwest quarter (NE 1/4 SW 1/4), Government Lots 2, 3 and 4, and the Southwest quarter of the Northeast quarter (SW 1/4 NE 1/4) of Section 18, Township 39 South, Range 9 East of the Willamette Meridian, in Klamath County, Oregon. Said parcel of land is described with reference to the Oregon Coordinate System, South Zone (NAD83/91), more particularly described as follows:

Beginning at a point that bears South 24° 28' 33" East, 982.35 feet from the Center Quarter Corner of said Section 18, evidenced by a 2" Iron pipe; thence North 37° 13' 39" East, 33.01 feet; thence South 27° 27' 32" East, 30.20 feet; thence South 25° 16' 54" East, 46.24 feet; thence South 15° 07' 32" East, 49.27 feet; thence South 06° 00' 20" East, 47.35 feet; thence South 00° 08' 27" East, 49.65 feet; thence South 09° 28' 58" West, 48.90 feet; thence South 13° 04' 36" West, 24.97 feet; thence South 04° 53' 27" West, 55.90 feet to a point of curvature; thence on a curve to the left, with a radius of 205.93 feet, and an arc distance of 241.39 feet (chord South 28° 41' 24" East, 227.81 feet); thence South 62° 16' 16" East, 4.80 feet to a point of curvature; thence on a curve to the left, with a radius of 157.25 feet, and an arc distance of 220.88 feet (chord North 77° 29' 19" East, 203.16 feet); thence North 37° 15' 06" East, 83.60 feet to a point of curvature; thence on a curve to the right, with a radius of 1001.89 feet, and an arc distance of 107.42 feet (chord North 40° 03' 33" East, 107.37 feet) to a point of compound curvature; thence on a curve to the right, with a radius of 1779.19 feet, and an arc distance of 95.58 feet (chord North 50° 39' 22" East, 95.57 feet) to a point of compound curvature; thence on a curve to the right, with a radius of 934.28 feet, and an arc distance of 96.19 feet (chord North 57° 11' 42" East, 96.15 feet) to a point of reverse curvature; thence on a curve to the left, with a radius of 175.31 feet, and an arc distance of 90.95 feet (chord North 50° 27' 12" East, 89.93 feet); thence North 39° 06' 48" East, 982.11 feet to a point of curvature; thence on a curve to the left, with a radius of 1935.50 feet, and an arc distance of 98.96 feet (chord North 37° 38' 55" East, 98.94 feet); thence North 36° 11' 03" East, 158.91 feet to a point of curvature; thence on a curve to the left, with a radius of 481.43 feet, and an arc distance of 235.23 feet (chord North 22° 01' 11" East, 232.90 feet); thence North 08° 11' 19" East, 440.87 feet to a point of curvature; thence on a curve to the left, with a radius of 684.88 feet, and an arc distance of 97.00 feet (chord North 04° 07' 52" East, 96.92 feet); thence North 00° 04' 26" East, 43.74 feet to a point of curvature; thence

On a curve to the left, with a radius of 344.08 feet, and an arc distance of 93.92 feet (chord North 07° 44' 45" West, 93.62 feet); thence North 15° 33' 56" West, 133.49 feet to a point of curvature; thence on a curve to the right, with a radius of 70.00 feet and an arc distance of 75.65 feet (chord North 15° 23' 41" East, 7202 feet); thence North 46° 21' 17" East, 18.08 feet to a point on the Westerly right of way line of U.S. Highway 97; thence along said U.S. Highway 97 right of way South 13° 20' 54" East, 46.94 feet to a point of curvature; thence leaving said US Highway 97 right of way on a curve to the left, with a radius of 30.00 feet, and an arc distance of 26.79 feet (chord South 10° 01' 16" West, 25.91 feet); thence South 15° 33' 56" East, 133.49 feet to a point of curvature; thence on a curve to the right, with a radius of 384.08 feet, and an arc distance of 104.84 feet (chord South 07° 44' 45" East, 104.51 feet); thence South 00° 04' 26" West, 43.74 feet to a point of curvature; thence on a curve to the right with a radius of 724.88 feet, and an arc distance of 102.67 feet (chord South 04° 07' 52" West, 102.58 feet); thence South 08° 11' 19" West, 440.87 feet to a point of curvature; thence on a curve to the right, with a radius of 521.43 feet, and an arc distance of 254.78 feet (chord South 22° 11' 11" West, 252.25 feet; thence South 36° 11' 03" West, 158.91 feet to a point of curvature; thence on a curve to the right, with a radius of 1975.50 feet, and an arc distance of 101.00 feet (chord South 37° 38' 55" West, 100.99 feet); thence South 39° 06' 48" West, 982.11 feet to a point of curvature; thence on a curve to the right, with a radius of 213.87 feet, and an arc distance of 21.16 feet (chord South 38° 57' 08" West, 21.16 feet) to a point of compound curvature; thence on a curve to the right, with a radius of 213.87 feet, and an arc distance of 86.16 feet (chord South 53° 19' 43" West, 85.58 feet) to a point of compound curvature; thence on a curve to the left, with a radius of 894.28 feet, with an arc distance of 89.66 feet (chord South 57° 09' 48" West, 89.63 feet) to a point of compound curvature; thence on a curve to the left, with a radius of 1739.19 feet, and an arc distance of 25.98 feet (chord South 51° 44' 36" West, 25.98 feet) to a point of compound curvature; thence on a curve to the left, with a radius of 1739.19 feet, and an arc distance of 64.63 feet (chord South 50° 15' 03" West, 64.63 feet) to a point of compound curvature; thence on a curve to the left, with a radius of 961.89 feet, and an arc distance of 101.05 feet (chord South 39° 59' 49" West, 101.01 feet); thence South 37° 15' 05" West, 83.78 feet to a point of curvature; thence on a curve to the right, with a radius of 197.25 feet, and an arc distance of 277.06 feet (chord South 77° 29' 19" West, 254.84 feet); thence North 62° 16' 16" West, 4.80 feet to a point of curvature; thence on a curve to the right, with a radius of 245.93 feet, and an arc distance of 288.28 feet (chord North 28° 41' 24" West, 272.06 feet); thence North 04° 53' 27" East, 23.15 feet; thence North 81° 31' 36" East, 5.60 feet; thence North 12° 02' 25" East, 15.28 feet; thence North 13° 04' 36" East, 44.81 feet; thence North 09° 28' 58" East, 45.44 feet; thence North 00° 08' 27" West, 45.59 feet; thence North 06° 00' 20" West, 43.42 feet; thence North 15° 07' 32" West, 44.21 feet; thence North 25° 16' 54" West 43.00 feet; thence North 27° 27' 32" West, 43.42 feet to the point of beginning.

KLAMATH COGENERATION PROJECT - COOLING WATER & WASTEWATER PIPELINE EASEMENT - EXHIBIT B/S-2

A parcel of land located in the Northeast quarter of the Southwest quarter (NE 1/4 SW 1/4), Government Lots 2 and 4, and the Southwest quarter of the Northeast quarter (SW 1/4 NE 1/4) of Section 18, Township 39 South, Range 9 East of the Willamette Meridian, in Klamath County, Oregon. Said parcel of land is described with reference to the Oregon Coordinate System, South Zone (NAD83/91), more particularly described as follows:

Beginning at a point that bears South 34° 55' 30" West, 1566.48 feet from the Center Quarter Corner of said Section 18, evidenced by a 2" Iron pipe; thence North 81° 31' 36" East, 15.00 feet; thence South 09° 07' 14" East, 20.51 feet; thence North 80° 52' 46" East, 143.53 feet; thence North 09° 07' 14" West 18.72 feet; thence North 80° 52' 46" East, 15.00 feet; thence South 09° 07' 14" East, 18.72 feet; thence North 80° 52' 46" East, 139.35 feet; thence South 79° 25' 36" East, 463.53 feet; thence North 65° 19' 19" East, 465.91 feet to a point of curvature; thence on a curve to the left, with a radius of 234.77 feet, an arc distance of 49.23 feet (chord of North 51° 04' 11" East, 48.77 feet); thence on a compound curve to the left, with a radius of 232.25 feet, an arc distance of 21.16 feet (chord of North 38° 53' 06" East, 21.16 feet); thence North 39° 06' 48" East, 982.11 feet to a point of curvature; thence on a curve to the left, with a radius of 1975.50 feet, and an arc distance of 101.00 feet (chord of North 37° 38' 55" East, 100.99 feet); thence North 36° 11' 03" East, 158.91 feet to a point of curvature; thence on a curve to the left, with a radius of 521.43 feet, an arc distance of 254.78 feet (chord of North 22° 11' 11" East, 252.25 feet); thence North 08° 11' 19" East, 440.87 feet to a point of curvature; thence on a curve to the left, with a radius of 724.88 feet, an arc distance of 102.67 feet (chord North 04° 07' 52" East, 102.58 feet); thence North 00° 04' 26"

East, 43.74 feet to a point of curvature; thence on a curve to the right, with a radius of 384.08 feet, an arc distance of 104.84 feet (chord of North 07° 44' 45" West, 104.61 feet); thence North 15° 33' 56" West, 133.49 feet to a point of curvature; thence on a curve to the right, with a radius of 30.00 feet, an arc distance of 26.79 feet (chord North 10° 01' 16" East, 25.91 feet); thence South 13° 20' 59" East, 171.13 feet; thence South 19° 43' 27" East, 29.76 feet; thence South 19° 43' 25" East, 46.80 feet; thence South 00° 04' 18" West, 62.78 feet to a point of curvature; thence on a curve to the right, with a radius of 744.52 feet, an arc distance of 105.51 feet (chord South 04° 07' 54" West, 105.42 feet); thence South 08° 11' 29" West, 440.85 feet to a point of curvature; thence on a curve to the right, with a radius of 541.70 feet, an arc distance of 261.92 feet (chord South 22° 10' 55" West, 261.92 feet); thence South 36° 10' 21" West, 157.47 feet to a point of curvature; thence on a curve to the right, with a radius of 17742.82 feet, an arc distance of 104.87 feet (chord South 37° 38' 30" West, 104.85 feet); thence South 39° 06' 40" West, 1003.76 feet to a point of curvature; thence on a curve to the right, with a radius of 254.77 feet, an arc distance of 55.06 feet (chord South 51° 05' 51" West, 54.95 feet); thence South 65° 19' 19" West 473.70 feet; thence North 79° 25' 36" West, 466.41 feet; thence South 80° 52' 46" West, 309.41 feet; thence North 09° 07' 14" West, 40.68 feet to the point of beginning.

KLAMATH COGENERATION PROJECT - POTABLE WATER PIPELINE EASEMENT - EXHIBIT B/S-3

A right of way 15 feet wide over and across the Northwest quarter of the Southwest quarter (NW 1/4 SW 1/4) of Section 18, Township 39 South, Range 9 East and the Northeast quarter of the Southeast quarter (NE 1/4 SE 1/4) of Section 13, Township 39 South, Range 8 East of the Willamette Meridian, in Klamath County, State of Oregon. The boundaries of said right of way lie 7.5 feet each side of, and parallel with, the centerline and are to be extended or shortened to terminate at the Klamath Cogeneration Plant boundary and property lines. The centerline is described with reference to the Oregon Coordinate System, South Zone (NAD83/91), as follows:

Beginning at a point on the West line of the Klamath Cogeneration Plant that bears South 11° 34' 47" East, 1357.33 feet from the East Quarter Corner of said Section 13, evidenced by a 1 1/2" Iron pipe; thence North 37° 17' 39" West, 23.71 feet; thence North 82° 17' 39" West, 989.09 feet; thence North 59° 47' 39" West, 31.76 feet; thence North 14° 54' 43" West, 118.58 feet to a point that bears South 36° 40' 11" West, 1306.15 feet from the East Quarter Corner of said Section 13.

KLAMATH COGENERATION PROJECT - RAILROAD ACCESS EASEMENT - EXHIBIT B/S-4

A parcel of land located in Government Lot 2 and 3 of Section 18, Township 39 South, Range 9 East of the Willamette Meridian, in Klamath County, Oregon. Said parcel of land is generally shown on the Exhibit B/S-4 sketch attached hereto.