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[redacted]

Vol M03 Page 56425

UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

State of Oregon, County of Klamath
Recorded 08/06/2003 9:03 a. m
Vol M03 Pg 56425-26
Linda Smith, County Clerk
Fee $ 26.00 # of Pgs 2

A. NAME & PHONE OF CONTACT AT FILER [optional]
Phone (800) 331-3282 Fax (818) 662-4141

B. SEND ACKNOWLEDGEMENT TO: (Name and Mailing Address) 510937 IWASHINGTON

RV
UCC Direct Services
P.O. Box 29071
Glendale, CA 91209-9071

5842969.2
ORORFIXTURE

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE #
Vol M98 Pg 44830 12-08-98 CC OR Klamath

1b. [X] This FINANCING STATEMENT AMENDMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS.

2. [ ] 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. [ ] CONTINUATION: Effectiveness of the Financing Statement identified above with respect to the security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4. [ ] ASSIGNMENT (full or partial): Give name of assignee in item 7a or 7b and address of assignee in 7c; and also give name of assignor in item 9.

5. AMENDMENT (PARTY INFORMATION): This Amendment affects [ ] Debtor or [X] Secured Party of record. Check only one of these two boxes.

Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.

[X] 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.
[ ] DELETE name: Give record name to be deleted in item 6a or 6b.
[ ] 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
Washington Mutual Bank dba Western Bank

OR

6b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

7. CHANGED (NEW) OR ADDED INFORMATION:

7a. ORGANIZATION'S NAME
Washington Mutual Bank

OR

7b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

7c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY
12655 SW CENTER STREET SUITE 380	BEAVERTON	OR	97005	

7d. TAX ID#: SSN or EIN	ADD'L INFO RE ORGANIZATION DEBTOR	7e. TYPE OF ORGANIZATION	7f. JURISDICTION OF ORGANIZATION	7g. ORGANIZATIONAL ID #, if any
				[ ] NONE

8. AMENDMENT (COLLATERAL CHANGE): check only one box.

Describe collateral [ ] deleted or [ ] added, or give entire [ ] restated collateral description, or describe collateral [ ] assigned.

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 [ ] and enter name of DEBTOR authorizing this Amendment.

9a. ORGANIZATION'S NAME
Washington Mutual Bank dba Western Bank

OR

9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

10. OPTIONAL FILER REFERENCE DATA
5842969.2 Debtor Name: SOUTHERN OREGON GOODWILL INDUSTRIES, INC. 0010113974-18 3125

FILING OFFICE COPY - NATIONAL UCC FINANCING STATEMENT AMENDMENT (FORM UCC3) (REV. 07/29/98)

Prepared by UCC Direct Services, P.O. Box 29071 Glendale, CA 91209-9071 Tel (800) 331-3282

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5842969 **EXHI[illegible] TO UCC-1A FINANCING [illegible]TEMENT** 5842969

November 15, 1998

DEBTOR
Southern Oregon Goodwill Industries, Inc. SSN / Tax ID # 91-0564141

56426

MAILING ADDRESS:
604 N. Fir Street, Medford, OR 97501

COLLATERAL DESCRIPTION:
All Fixtures; whether any of the foregoing is owned now or acquired later; all accessions, additions, replacements, and substitutions relating to any of the foregoing; all records of any kind relating to any of the foregoing; all proceeds relating to any of the foregoing (including insurance, general intangibles, and accounts proceeds)
This Financing Statement is to be recorded in the real estate records. Some or all of the collateral is located on the following described real estate: PARCEL 1: Lots 1 and 2, Block 2, Tract 1183, FREEMONT PARK, in the County of Klamath, State of Oregon. LESS AND EXCEPT that portion of Lot 1, Block 2 deeded to the State of Oregon, by and through its Department of Transportation, recorded November 16, 1995 Book M-95 at Page 31162. CODE 41 MAP 3909-10BC TL 800 CODE 41 MAP 3909-10BC TL 700. PARCEL 2: Lots 3 and 4, Block 2, Tract 1183, FREEMONT PARK, in the County of Klamath, State of Oregon. CODE 41 MAP 3909-10BC TL 600 CODE 41 MAP 3909-10BC TL 500

This Exhibit is executed on the same date as the UCC-1A Financing Statement by Washington Mutual Bank doing business as Western Bank and the undersigned.

Gayle E. Byrne, President
Gayle E. Byrne
Signature(s) of Debtor(s)

Washington Mutual Bank doing business as Western Bank
By: [signature]
Signature(s) of Secured Party (ies)

STATE OF OREGON: COUNTY OF KLAMATH : ss.

Filed for record at request of Aspen Title & Escrow the [illegible] day of December A.D., 19 98 at 3:12 o'clock P. M., and duly recorded in Vol. M98 of Mortgages on Page 44850

Bernetha G. Letsch, County Clerk
By Kathleen [illegible]

FEE $10.00

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ATTENTION FILING OFFICER, PLEASE STAMP AND RETURN WITH UCC-1