

AFTER RECORDING, RETURN TO:

Laurie N. Ragen

Rt. DORSEY & WHITNEY LLP
1420 Fifth Avenue, Suite 3400
Seattle, WA 98101

State of Oregon, County of Klamath
Recorded 12/31/03 12:37 P m
Vol M03 Pg 94255-94260
Linda Smith, County Clerk
Fee \$ 46.00 # of Pgs 6

SEND TAX STATEMENTS TO:

Cathy Gray

U.S. Timberlands Services Yakima, LLC
6400 Highway 66
Klamath Falls, OR 97601

TIMBER DEED
(Klamath County- Turn Back Units)

U.S. TIMBERLANDS KLAMATH FALLS, L.L.C., a Delaware limited liability company ("Grantor"), conveys to AMERICAN FOREST SERVICES, LLC, a Delaware limited liability company ("Grantee"), certain timber located on the land situated in Klamath County, Oregon, more particularly described on Exhibit A, attached hereto and incorporated herein by this reference, and more specifically, within the "Units" depicted on the maps, also set forth in Exhibit A.

The true and actual consideration for this transfer is \$120,000.00.

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 FEE TITLE 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.

Dated and effective as of the 12th day of December, 2003.

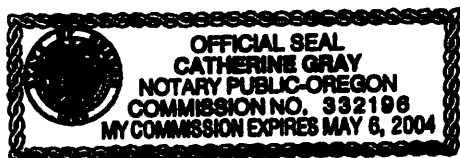
U.S. TIMBERLANDS KLAMATH FALLS, L.L.C.

By: TIMBER RESOURCE SERVICES,
LLC, its sole manager

By: *Martin Lugus*
Martin Lugus, Vice President Timber
Operations

STATE OF OREGON)
) ss.
COUNTY OF KLAMATH)

This instrument was acknowledged before me on December 30, 2003 by Martin Lugus, as the Vice President, Timber Operations, of TIMBER RESOURCE SERVICES, LLC, the limited liability company acting as Manager of U.S. TIMBERLANDS KLAMATH FALLS, L.L.C.



Catherine Gray
NOTARY PUBLIC FOR *Oregon*
My commission expires: *5/6/04*

EXHIBIT A

KLAMATH COUNTY TURN BACK UNITS

Klamath County, State of Oregon

Plan 90008

Portions of the following:	NE $\frac{1}{4}$ NE $\frac{1}{4}$	Section 6, T40S, R7E
	NW $\frac{1}{4}$ NE $\frac{1}{4}$	" " "
	SE $\frac{1}{4}$ NE $\frac{1}{4}$	" " "

Plan 90010

Portions of the following:	SW $\frac{1}{4}$ SE $\frac{1}{4}$	Section 27, T39S, R7E
	SE $\frac{1}{4}$ SW $\frac{1}{4}$	" " "

NE $\frac{1}{4}$ NE $\frac{1}{4}$	Section 34	" "
NW $\frac{1}{4}$ NE $\frac{1}{4}$	"	" "
NE $\frac{1}{4}$ NW $\frac{1}{4}$	"	" "

Portions of the following:	SW $\frac{1}{4}$ SE $\frac{1}{4}$	Section 23, T39S, R6E
	SE $\frac{1}{4}$ SW $\frac{1}{4}$	" " "

Portions of the following:	SE $\frac{1}{4}$ SW $\frac{1}{4}$	Section 25, T39S, R6E
	SW $\frac{1}{4}$ SW $\frac{1}{4}$	" " "
	NW $\frac{1}{4}$ SW $\frac{1}{4}$	" " "
	SW $\frac{1}{4}$ NW $\frac{1}{4}$	" " "

Portions of the following:	SE $\frac{1}{4}$ NE $\frac{1}{4}$	Section 26, T39S, R6E
	SW $\frac{1}{4}$ NE $\frac{1}{4}$	" " "
	NW $\frac{1}{4}$ NE $\frac{1}{4}$	" " "
	NE $\frac{1}{4}$ SE $\frac{1}{4}$	" " "
	SE $\frac{1}{4}$ SE $\frac{1}{4}$	" " "
	NE $\frac{1}{4}$ NW $\frac{1}{4}$	" " "
	SE $\frac{1}{4}$ NW $\frac{1}{4}$	" " "

Portions of the following:	NE $\frac{1}{4}$ NW $\frac{1}{4}$	Section 36, T39S, R6E
	NW $\frac{1}{4}$ NW $\frac{1}{4}$	" " "

State : Oregon
 County : Klamath
 Tract : West District
 Operator :
 Start Date :
 Written Plan Req'd: NO

Plan 90008

Project : 2000 Harvest Units
 Setting Number :



Owner : U.S. Timberlands
 Township : 40S
 Range : 7E
 Section : 6
 Map Scale 1:12000
 Date : 1/4/2000 Jeff V.

1000 0 1000 Feet

Note On Ribbon Colors

Outside Boundary of Harvest Units = PINK RIBBON
 P.Cut Only = PINK RIBBON
 C.Cut Only = PINK AND LINE GLO RIBBON
 P.C. and C.C. = The C.Cut WILL BE SURROUNDED BY
 LINE GLO AND WILL HAVE PROCLINE AT
 EXTENSION HARVEST BOUNDARY;
 EXTENSION BOUNDARY BETWEEN P.C. AND
 C.C. IS LINE GLO ONLY

31

EXHIBITS

OTHER

OTHER

Topsy Campground

6

4100

4200

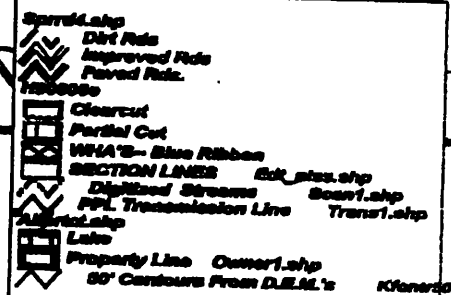
Imagery Information : 1987 IRS; Photo 87-29-2

Unit # Acres Harvest Prescription

"A"	60 ac.	C.Cut- Cut all species 10'+ DBH; PROTECT all sub-Rx trees
"B"	3 ac.	P.Cut- Marked cut: Cut trees marked with a blue slash on 2 sides
"C"	4 ac.	P.Cut- Same Rx as "B"

Total Ac: 67 ac.

FPA Requirements: Two Up: Within WHA for unit "A"
 Two Down: Two per acre req'd for unit "A"
 Other



Significant Wetland S.W.
 Stream Class F N D
 Stream Size L M S
 Resource Site
 No Harvest Area N.H.
 Prescription Change
 Clearcut C.C.

Significant Wetland	S.W.
Stream Class	F N D
Stream Size	L M S
Resource Site	
No Harvest Area	N.H.
Prescription Change	_____
Clearcut	C.C.

State : Oregon
 County : Klamath
 Tract : West District
 Operator :
 Start Date :
 Written Plan Req'd: NO

Plan 86007

Project : 2000 Harvest Units
 Setting Number :



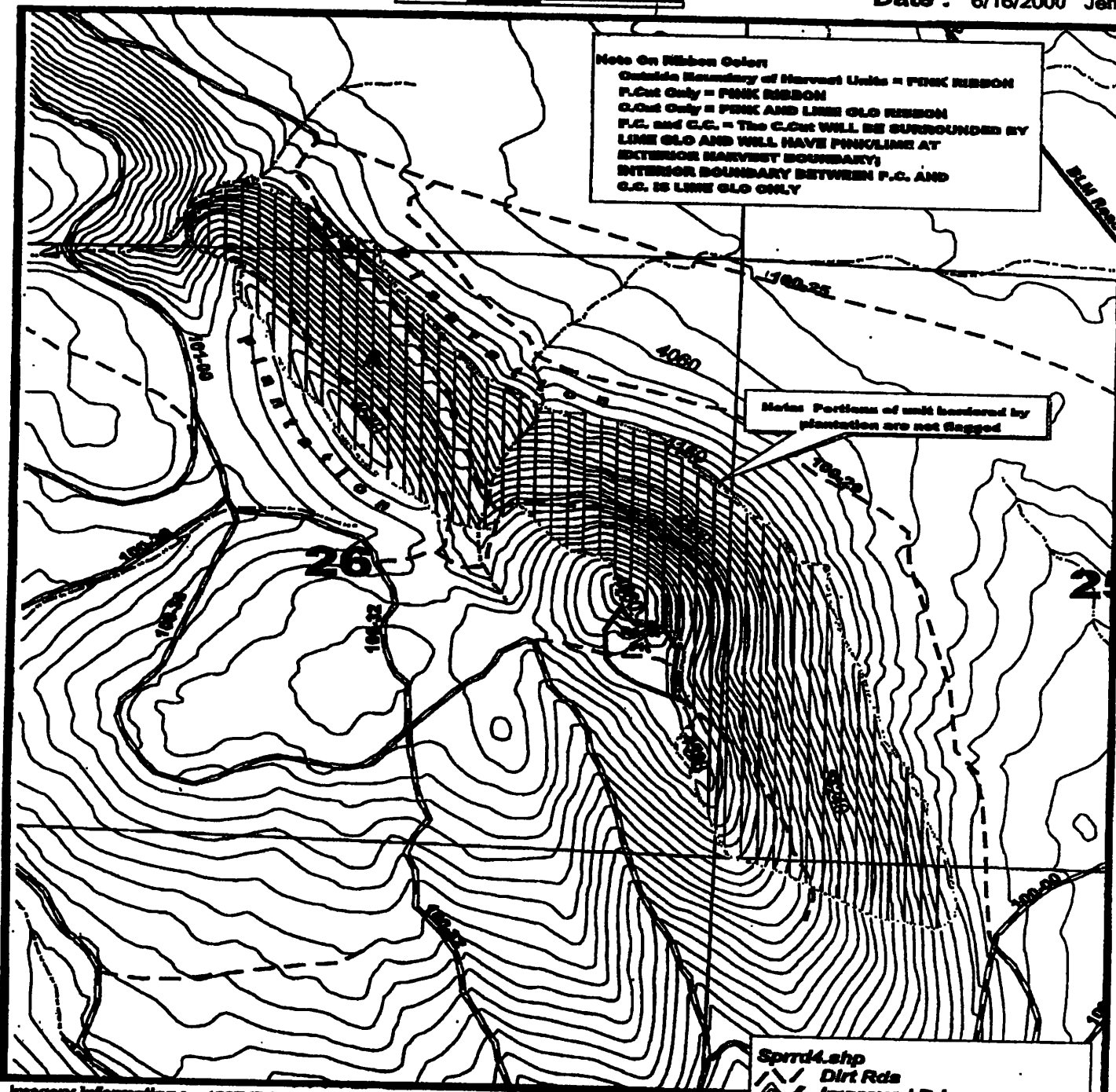
Owner : U.S. Timberlands
 Township : 39S
 Range : 6E
 Section : 23, 25, 26, 36
 Map Scale 1:12000
 Date : 6/16/2000 Jeff V.

1000 0 1000 Feet

Note On Ribbon Color:

Outside Boundary of Harvest Units = PINK RIBBON
 P.Cut Only = PINK RIBBON
 C.Cut Only = PINK AND LINE GLO RIBBON
 P.C. and C.C. = The C.Cut WILL BE SURROUNDED BY
 LINE GLO AND WILL HAVE PINK/LINE AT
 EXTERIOR HARVEST BOUNDARY;
 INTERIOR BOUNDARY BETWEEN P.C. AND
 C.C. IS LINE GLO ONLY

Main Portions of unit bordered by
 plantation are not flagged



Imagery Information : 1997 IRS; Photo 99-26-18

Unit # Acres Harvest Prescription

"A" 210 ac. P.Cut- Yrdr:
 12" + DBH D.Fir, W.Fir;
 14" + DBH Other
 All to an Average 25 Foot Spacing

Note: Use existing cable roads and landings;
 Re-close existing road closures

Total Ac: 210 ac.

FPA Requirements: Two Up: N/A
 Two Down: N/A
 Other

EXHIBIT B

Sprrd4.shp

Dirt Rds
 Improved Rds
 Paved Rds.

H86007e

Partial Cut

SECTION LINES

Contours From D.L.G.'s Wponte
 USGS Streams Wstream1

Significant Wetland

Stream Class

Stream Size

Resource Site

No Harvest Area

Prescription Change

Clearcut

S.W.

F N D

L M S

N.H.

C.C.