

AFTER RECORDING, RETURN TO: Wm. M. Ganong, Atty at Law  
 514 Walnut Avenue  
 Klamath Falls OR 97601

Vol M04 Page 59783

04 SEP 8 AM 8:40

**EXHIBIT B**  
**MEMORANDUM OF LEASE**

State of Oregon, County of Klamath  
 Recorded 09/08/04 8:40 a m  
 Vol M04 Pg 59783  
 Linda Smith, County Clerk  
 Fee \$ 2.00 # of Pgs 1

DATED: August 20, 2004  
 BETWEEN: Marshall R. and Carole D Canevari ("Landlord")  
 AND: Sierra-Cascade Nursery, Inc. ("Tenant")

Pursuant to an Agricultural Lease of this same date, Landlord leased to Tenant that certain property in Klamath County, Oregon, described as follows:

Approximately 50 acres located in the Pine Flat area, west of Dairy, County of Klamath, Oregon, 1 mile north of US Highway 140; bordering Swan Lake Ranch to the west, known as Township 38S, Range 11.5E, Section 30

IN WITNESS WHEREOF, the Landlord has caused this memorandum to be executed as of the day and year first above written.

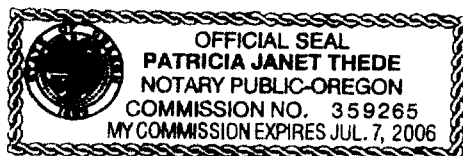
Marshall D. Canevari  
 Marshall R. Canevari

Carole D Canevari  
 Carol D. Canevari

STATE OF OREGON, County of Klamath ) ss.

On Aug 24, 2004, before me, Patricia Janet Thede,  
 Notary Public, personally appeared Marshall and Carole Canavari, personally known to me or proved to me on the satisfactory evidence to be the person(s) whose name is subscribed to the within instrument and acknowledged to me that they executed the same and that by their signatures on the instrument the persons executed the instrument.

WITNESS my hand and official seal,



Patricia Janet Thede  
 Signature of Notary