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Vol M05 Page 13841

RECORDATION REQUESTED BY:

South Valley Bank & Trust
Commercial Branch
P O Box 5210
Klamath Falls, OR 97601

WHEN RECORDED MAIL TO:

South Valley Bank & Trust
Commercial Branch
P O Box 5210
Klamath Falls, OR 97601

SEND TAX NOTICES TO:

South Valley Bank & Trust
Commercial Branch
P O Box 5210
Klamath Falls, OR 97601

State of Oregon, County of Klamath
Recorded 03/02/2005 11:07A m
Vol M05 Pg 13841-42
Linda Smith, County Clerk
Fee \$ 31 # of Pgs 2

SPACE ABOVE THIS LINE IS FOR RECORDER'S USE ONLY

MODIFICATION OF DEED OF TRUST



THIS MODIFICATION OF DEED OF TRUST dated February 15, 2005, is made and executed between between K B Brewing, Inc., K B Brewing, Inc., An Oregon Corporation ("Grantor") and South Valley Bank & Trust, whose address is Commercial Branch, P O Box 5210, Klamath Falls, OR 97601 ("Lender").

DEED OF TRUST. Lender and Grantor have entered into a Deed of Trust dated September 17, 2004 (the "Deed of Trust") which has been recorded in Klamath County, State of Oregon, as follows:

Recorded September 24, 2004 in the office of the Klamath Couty Clerk in Volume M04, Page 64323, modified on November 8, 2004, recorded on November 10, 2004 in the office of the Klamath County Clerk in Volume M04, Page 77620.

REAL PROPERTY DESCRIPTION. The Deed of Trust covers the following described real property located in Klamath County, State of Oregon:

Lots 7, 8, 9, 10 and a strip of land one foot wide off the Easterly side of Lot 11, Block 10, RAILROAD ADDITON TO THE CITY OF KLAMATH FALLS, according to the official plat thereof on file in the office of the County Clerk of Klamath County, Oregon

The Real Property or its address is commonly known as 1320 Main St, Klamath Falls, OR 97601.

MODIFICATION. Lender and Grantor hereby modify the Deed of Trust as follows:

Term out construction loan February 15, 2010.

CONTINUING VALIDITY. Except as expressly modified above, the terms of the original Deed of Trust shall remain unchanged and in full force and effect. Consent by Lender to this Modification does not waive Lender's right to require strict performance of the Deed of Trust as changed above nor obligate Lender to make any future modifications. Nothing in this Modification shall constitute a satisfaction of the promissory note or other credit agreement secured by the Deed of Trust (the "Note"). It is the intention of Lender to retain as liable all parties to the Deed of Trust and all parties, makers and endorsers to the Note, including accommodation parties, unless a party is expressly released by Lender in writing. Any maker or endorser, including accommodation makers, shall not be released by virtue of this Modification. If any person who signed the original Deed of Trust does not sign this Modification, then all persons signing below acknowledge that this Modification is given conditionally, based on the representation to Lender that the non-signing person consents to the changes and provisions of this Modification or otherwise will not be released by it. This waiver applies not only to any initial extension or modification, but also to all such subsequent actions.

GRANTOR ACKNOWLEDGES HAVING READ ALL THE PROVISIONS OF THIS MODIFICATION OF DEED OF TRUST AND GRANTOR AGREES TO ITS TERMS. THIS MODIFICATION OF DEED OF TRUST IS DATED FEBRUARY 15, 2005.

GRANTOR:

K B BREWING, INC.

By: Del A. Azevedo
Del A. Azevedo, President of K B Brewing, Inc.

By: Lonnie D. Clement
Lonnie D. Clement, Secretary of K B Brewing, Inc.

LENDER:

SOUTH VALLEY BANK & TRUST

x Jeff Bradford
Authorized Officer

AMERITITLE has recorded this
Instrument by request as an accomodation only,
and has not examined it for regularity and sufficiency
or as to its effect upon the title to any real property
that may be described therein

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MODIFICATION OF DEED OF TRUST
(Continued)

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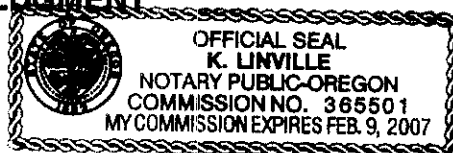
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CORPORATE ACKNOWLEDGMENT

STATE OF Oregon

COUNTY OF Lincoln

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On this 15 day of February, 2005, before me, the undersigned Notary Public, personally appeared Del A. Azevedo, President; Lonnie D. Clement, Secretary of K B Brewing, Inc., and known to me to be authorized agents of the corporation that executed the Modification of Deed of Trust and acknowledged the Modification to be the free and voluntary act and deed of the corporation, by authority of its Bylaws or by resolution of its board of directors, for the uses and purposes therein mentioned, and on oath stated that they are authorized to execute this Modification and in fact executed the Modification on behalf of the corporation.

By K. Linville
Notary Public in and for the State of Oregon

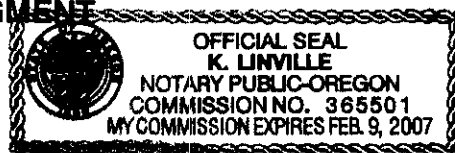
Residing at Lincoln Falls
My commission expires 2-9-07

LENDER ACKNOWLEDGMENT

STATE OF Oregon

COUNTY OF Lincoln

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On this 15 day of February, 2005, before me, the undersigned Notary Public, personally appeared Jeffrey S. Bradford and known to me to be the Vice President, authorized agent for the Lender that executed the within and foregoing instrument and acknowledged said instrument to be the free and voluntary act and deed of the said Lender, duly authorized by the Lender through its board of directors or otherwise, for the uses and purposes therein mentioned, and on oath stated that he or she is authorized to execute this said instrument and that the seal affixed is the corporate seal of said Lender.

By K. Linville
Notary Public in and for the State of Oregon

Residing at Lincoln Falls
My commission expires 2-9-07