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Return to:
Northstar Fitness Corporation
2524 Crosby Avenue
Klamath Falls, Oregon 97603

State of Oregon, County of Klamath
Recorded 07/26/05 8:26 A m
Vol M05 Pg 57334-35
Linda Smith, County Clerk
Fee \$ 31.00 # of Pgs 2

APPOINTMENT OF SUCCESSOR TRUSTEE AND RECONVEYANCE OF TRUST DEED

Northstar Fitness Corporation, an Oregon corporation, is Grantor, and Shasta Cascade Factor, Inc., an Oregon corporation, is Beneficiary under that certain Trust Deed dated January 27, 2003, recorded on January 30, 2003 in Volume M03 at page 05838 Records of Klamath County, Oregon. The undersigned Beneficiary pursuant to the terms of the Trust Deed appoints William P. Brandsness, an Oregon attorney at law, as successor Trustee.

Shasta Cascade Factor, Inc.

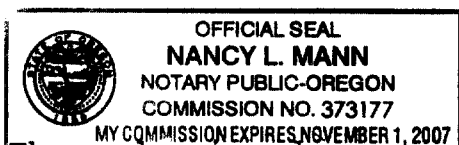
By *[Signature]*

Sharon D. Brandsness,
Authorized Representative

STATE OF OREGON)
) ss.
County of Klamath)

July 18, 2005

Personally appeared the above-named Sharon D. Brandsness and acknowledged that she is the authorized representative of Shasta Cascade Factor, Inc. and that the foregoing instrument made on behalf of Shasta Cascade Factor, Inc.



[Signature]
Notary Public for Oregon
My Commission expires: 11-1-07

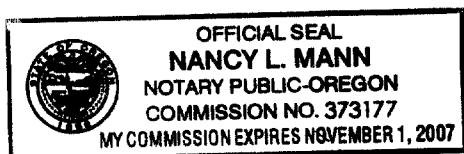
~~The undersigned successor~~ trustee, under that certain trust deed dated January 27, 2003, executed and delivered by Northstar Fitness Corporation, an Oregon corporation, as grantor and in which Shasta Cascade Factor, Inc., an Oregon corporation, is named as beneficiary, recorded on January 30, 2003 in volume No. M03 at page 05838 of the mortgage records of Klamath County, Oregon, does hereby grant, bargain, sell and convey, but without any covenant or warranty, express or implied, to the person or persons legally entitled thereto, all of the estate held by the undersigned in and to the real property covered by said trust deed, more particularly described on Exhibit "A" attached hereto.

[Signature]
William P. Brandsness,
Trustee

STATE OF OREGON)
) ss.
County of Klamath)

July 18, 2005

Personally appeared the above-named William P. Brandsness and acknowledged the foregoing instrument to be his voluntary act. Before me:



[Signature]
Notary Public for Oregon
My Commission expires: 11-1-07

57335

05840

EXHIBIT "A"

PARCEL 1:

The North 250 feet of the West 210 feet of Lot 1 in Block 6 of TRACT 1080, WASHBURN PARK, according to the official plat thereof on file in the office of the County Clerk of Klamath County, Oregon

PARCEL 2:

A tract of land situated in Tract 49, ENTERPRISE TRACTS, a duly recorded subdivision, also being in the NE 1/4 SE 1/4 Section 4, Township 39 South, Range 9 E.W.M., Klamath County, Oregon, more particularly described as follows:

Beginning at the Northwest corner of Lot 1, Block 6, Tract 1080, Washburn Park, a duly recorded subdivision, said point being S 47°30'05" W. 692.61 feet from the East 1/4 corner of said Section 4; thence N. 89°55'10" W. 26.85 feet; thence S 00°04'50" W. 50.00 feet; thence along the arc of a curve to the left (central angle = 21°06'45" and radius = 170.00 feet) 62.64 feet; thence along the arc of a curve to the right (central angle = 21°06'45" and radius = 230.00 feet) 64.75 feet to a point on the West line of said Lot 1, Block 6; thence N. 00°04'50" E. 194.08 feet to the point of beginning, with bearings based on said Tract 1080, WASHBURN PARK.

PARCEL 3:

The South 169.56 feet of the West 210 feet of Lot 1, Block 6, TRACT 1080, WASHBURN PARK, according to the official plat thereof on file in the office of the County Clerk of Klamath County, Oregon.