

Until a change is requested, all tax statements should be sent to:  
Adin Automotive Products, Inc.  
2742 Homedale Road  
Klamath Falls, OR 97603

After Recording, return to:  
First American Title Insurance Co. of Oregon  
P.O. Box 151/ 422 Main Street  
Klamath Falls, OR 97601

*1st 652350*

**MEMORANDUM OF SALE CONTRACT**

The undersigned parties do hereby acknowledge that they are the Transferors and Transferee respectively of that certain property which is located in ~~LAKE~~ County, Oregon and described as follows:  
**Klamath**

A parcel of land situated in the SE¼ of Section 2, Township 39 South, Range 9 East of the Willamette Meridian, Klamath County, Oregon, being a portion of Lot 1, Lot 2 and a portion of Lot 3 of Bailey Tracts and more particularly described as follows:

Beginning at a point on the west line of Homedale Road from which the Northeast corner of Bailey Tracts bears North 00°02'00" East 130.50 feet; thence along said west line South 00°02'00" West 697.92 feet; thence leaving said west line South 89°53'28" West 308.64 feet to the west line of Lot 3 of Bailey Tracts; thence along said west line and the west lines of Lots 2 and 1 of Bailey Tracts North 00°01'24" East 697.92 feet; thence North 89°53'28" East 308.76 feet to the point of beginning, containing 4.95 acres, more or less, with bearings based on County Survey No. 5044.

The transfer of this property is subject to the reservation by Seller of life estate in that real property and residence located on the above described real property, the residential real property (Residential Property) more specifically being described as follows:

A parcel of land situated in the SE¼ of Section 2, Township 39 South, Range 9 East of the Willamette Meridian, Klamath County, Oregon, being a portion of Lot 1 of Bailey Tracts and more particularly described as follows:

Beginning at a point on the west line of Homedale Road from which the Northeast corner of Bailey Tracts bears North 00°02'00" East 164.45 feet; thence along said west line South 00°02'00" West 205.00 feet; thence leaving said west line North 89°58'00" West 117.87 feet; thence North 00°02'00" East 105.84 feet; thence North 89°58'00" West 22.61 feet; thence North 00°02'00" East 25.76 feet; thence South 89°58'00" East 18.00 feet; thence North 00°02'00" East 49.12 feet; thence South 89°58'00" East 11.80 feet; thence North 57°56'49" East 45.71 feet; thence South 89°58'00" East 71.96 feet to the point of beginning, containing 0.56 acres, more or less, with bearings based on County Survey No. 5044.

(Tax account no. \_\_\_\_\_)

That the Contract of Sale covering said transfer bears the date of ~~July~~ <sup>Aug.</sup> 9, 2005.

The true and actual consideration for the above described property is \$1,200,000.00.

This memorandum is filed pursuant to ORS 93.635.

THIS INSTRUMENT WILL NOT ALLOW USE OF THE PROPERTY DESCRIBED HEREIN IN VIOLATION OF APPLICABLE LAND USE LAWS OR REGULATIONS. BEFORE SIGNING THIS INSTRUMENT, THE PERSON ACQUIRING AN INTEREST IN SUCH 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.

THE PROPERTY DESCRIBED IN THIS INSTRUMENT MAY NOT BE WITHIN A FIRE PROTECTION DISTRICT PROTECTING STRUCTURES. THE PROPERTY IS SUBJECT TO LAND USE LAWS AND REGULATIONS, WHICH, IN FARM OR FOREST ZONES, MAY NOT AUTHORIZE CONSTRUCTION OR CITING OF A RESIDENCE. 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 EXISTENCE OF FIRE PROTECTION FOR STRUCTURES.

*He F*

TRANSFERORS:

PUTNAM, LLC

By: [Signature]  
Tom Putnam

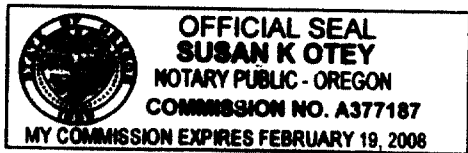
TRANSFeree:

ADIN AUTOMOTIVE PRODUCTS, INC.

By: [Signature]  
David Neville

STATE OF OREGON           )  
  )       ss.  
County of Klamath        )

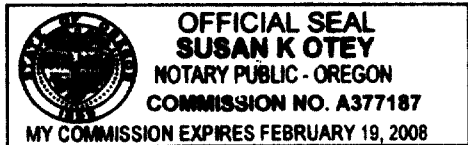
The foregoing instrument was acknowledged before me this 9<sup>th</sup> day of August, 2005, by Tom Putnam.



[Signature]  
NOTARY PUBLIC FOR OREGON  
My Commission Expires: 2-19-08

STATE OF OREGON           )  
  )       ss.  
County of Klamath        )

The foregoing instrument was acknowledged before me this 9<sup>th</sup> day of August, 2005, by David Neville.



[Signature]  
NOTARY PUBLIC FOR OREGON  
My Commission Expires: 2-19-08