

mtc-72076tm

M05-71702

Klamath County, Oregon

12/23/2005 10:11:03 AM

Pages 11 Fee: \$71.00

After Recording, Return To:

JELD-WEN TIMBER HOLDINGS
401 Harbor Isles Blvd
Klamath Falls, Oregon 97601

**Until a change is requested
all tax statements shall be sent
to the following address:**

JELD-WEN TIMBER HOLDINGS
401 Harbor Isles Blvd
Klamath Falls, Oregon 97601

Title/Escrow No. 72076

WARRANTY DEED

AMERICAN FOREST SERVICES, LLC, a Delaware limited liability company, which acquired title as U.S. TIMBERLANDS SERVICES YAKIMA, LLC ("Grantor"), conveys and warrants to JELD-WEN, INC., an Oregon corporation ("Grantee"), the real property described on Exhibit A attached hereto and incorporated herein by reference, located in the County of Klamath and State of Oregon.

The above-described property is free of encumbrances except as specifically set forth on Exhibit B attached hereto and incorporated herein by reference.

The true and actual consideration for this transfer is \$6,204,896.00.

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.

71.00

Dated as of the 23 day of December, 2005.

AMERICAN FOREST SERVICES, LLC, which acquired
title as U.S. Timberlands Services Yakima, LLC

By Martin Lugus
Martin Lugus, its Authorized Representative

STATE OF OREGON)
) ss.
COUNTY OF KLAMATH)

This instrument was acknowledged before me on Dec 23, 2005 by MARTIN LUGUS, as Authorized Representative of AMERICAN FOREST SERVICES, LLC.

Emily Coe
(Notary Public for Oregon)

My commission expires April 21, 2008

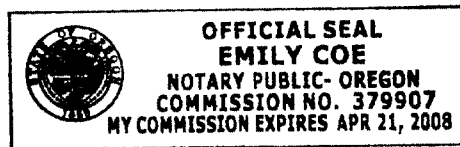


EXHIBIT A

All real property located in Klamath County, Oregon, described as follows:

TOWNSHIP 40 SOUTH, RANGE 6 EAST, W.M.

- Section 12: Government Lot 1; The Southeast Quarter of the Northeast Quarter; The East Half of the Southeast Quarter
- Section 24: All
- Section 25: All
- Section 26: The East Half
- Section 36: All

TOWNSHIP 41 SOUTH, RANGE 6 EAST, W.M.

- Section 2: The Northeast Quarter
- Section 9: The Southwest Quarter
- Section 12: All
- Section 16: Government Lots 1, 2, 3, and 4

TOWNSHIP 39 SOUTH, RANGE 7 EAST, W.M.

- Section 27: The South Half of the Southwest Quarter; The Southwest Quarter of the Southeast Quarter
- Section 28: The South Half of the South Half
- Section 29: The Southeast Quarter of the Southeast Quarter
- Section 32: The Southeast Quarter of the Northwest Quarter; The Southwest Quarter of the Northeast Quarter; The Southeast Quarter of the Southeast Quarter; The West Half of the Southeast Quarter; The East Half of the Southwest Quarter; The Southwest Quarter of the Southwest Quarter
- Section 33: The Northeast Quarter; The Northeast Quarter of the Northwest Quarter; The North Half of the Southeast Quarter

Section 34: All

Section 35: The West Half of the Southwest Quarter;

A Portion of Government Lot 3, the Southeast Quarter of the Southwest Quarter, the Southwest Quarter of the Southeast Quarter and Government Lot 5, more particularly described as follows:

Beginning at the intersection of the South line of said Section 35 with the center line of the Green Springs Highway, also known as Oregon 66 and hereinafter referred to as the "Highway," said point being approximately Engineer's Station 1757+02.0, P.O.T. of the 1923 survey of said Highway, and being 593.86 feet, more or less, distant, North 89°22' West from the Southeast corner of said Section; thence North 89° 22' West along said South line for a distance of 3405.20 feet, more or less, to the Southwest corner of said Southeast quarter of the Southwest quarter (SE1/4 SW1/4); thence North 0° 46' East for a distance of 2675.90 feet, more or less, along the West line of said Southeast quarter of the Southwest quarter (SE1/4 SW1/4) and of said Lot 3 to the Northwest corner of said Lot 3; thence South 89° 16' East along the North line of said Lot 3 a distance of 420.20 feet, more or less, to its intersection with the center line of the Highway, said point being 1720.86 feet, more or less, distant, South 89° 16' East from the West one quarter (W1/4) Section corner of said Section 35, and said point being approximately Engineer's Station 1712+57.9, a point on a 16 degree curve right, the tangent of which at said point bears South 35° 42' East (Highway Survey South 36° 12' East, the meridian of this description being approximately 0° 30' to the right from the meridian of the 1923 center line survey of said Highway); thence Southeasterly along the center line of said Highway to the point of beginning.

TOWNSHIP 40 SOUTH, RANGE 7 EAST, W.M.

Section 1: The Northwest Quarter of the Southeast Quarter; The Northeast Quarter of the Southwest Quarter; The South Half of the Southwest Quarter

Section 2: Fractional North Half; The North Half of the Southwest Quarter; The Southeast Quarter of the Southwest Quarter; The Southeast Quarter

Section 4: All

Section 6: The North Half of the Northeast Quarter; The Southeast Quarter of the Northeast Quarter; The Southeast Quarter; The South Half of the Southwest Quarter

- Section 7: The West Half of the Southwest Quarter; The Southeast Quarter of the Southwest Quarter; The Southwest Quarter of the Southeast Quarter
- Section 8: The Northeast Quarter; Government Lots 3, 4, and 5; The Northeast Quarter of the Southwest Quarter
- Section 10: Government Lots 1, 2, 3, and 4; The South Half of the North Half; The Southwest Quarter
- Section 12: The Southwest Quarter; The Southeast Quarter of the Northwest Quarter; The Southwest Quarter of the Northeast Quarter; the West Half of the Southeast Quarter
- Section 13: Being a portion of the North Half of the Northwest Quarter of Section 13, Township 40 South, Range 7 East, W.M., Klamath County, Oregon, more particularly described as follows:
- Beginning at the section corner common to Sections 11, 12, 13, and 14, Township 40 South, Range 7 East, W.M., Klamath County, Oregon; thence South 89°10'48" East along the Section line 2,636.126 feet to the ¼ corner common to Sections 12 and 13 of said Township and Range; thence South 0°21'4" East 1,321.589 feet to a 2" survey cap; thence North 89°15'40" West 1,331.234 feet to a 2" survey cap marking the Northwest 1/16th corner of Section 13; thence North 44°22'04" West 1,877.448 feet to the point of beginning.
- Section 16: All
- Section 18: All
- Section 20: The North Half; The North Half of the South Half
- Section 22: The Northwest Quarter; The North Half of the Northeast Quarter; The Southwest Quarter of the Northeast Quarter; The Northwest Quarter of the Southeast Quarter; The North Half of the Southwest Quarter; Government Lots 3 and 4
- Section 26: The East Half; The East Half of the Northwest Quarter; The Southwest Quarter of the Northwest Quarter; The Northwest Quarter of the Northwest Quarter

EXCEPT that portion of the following described land lying in the Northwest Quarter of the Northwest Quarter of Said Section 26, more particularly described as follows:

Beginning at an iron pin from which the Section corner common to said Sections 23 and 26 (as marked by a brass capped monument) bears North 45°07'46" West 130.75 feet and South 29°15'31" West 61.67 feet; thence North 43°51'57" East 223.58 feet to an iron pin; thence North 84°44'04" East 229.91 feet to an iron pin; thence South 08°53'40" East 279.98 feet to an iron pin; thence South 41°58'02" West 234.03 feet to an iron pin; thence North 45°07'46" West 381.17 feet to the point of beginning.

- Section 28: All
- Section 33: The East Half of the West Half; The Southwest Quarter of the Southeast Quarter
- Section 35: The East Half of the East Half; The Southwest Quarter of the Southeast Quarter
- Section 36: The West Half; The Southeast Quarter

TOWNSHIP 41 SOUTH, RANGE 7 EAST, W.M.

- Section 1: The East Half; The Southwest Quarter
- Section 2: The Southwest Quarter of the Northeast Quarter; The East Half of the Northwest Quarter
- EXCEPT** That portion described in Deed recorded January 5, 1925, in Deed Book 65 at Page 142.
- The East Half of the Southwest Quarter; The West Half of the West Half
- Section 3: The East Half of the Southeast Quarter
- Section 4: The North Half of the North Half; The South Half of the Northeast Quarter
- Section 10: The Northwest Quarter; The Northeast Quarter of the Southwest Quarter
- Section 11: The East Half; The Northwest Quarter of the Northwest Quarter; The Northwest Quarter of the Southwest Quarter
- Section 12: All
- Section 13: The Northwest Quarter of the Northeast Quarter; The North Half of the Northwest Quarter; Government Lots 2 and 3

Section 14: The Northeast Quarter of the Northeast Quarter; Government Lots 1, 2, 3, and 4

TOWNSHIP 41 SOUTH, RANGE 8 EAST, W.M.

Section 6: The Northwest Quarter; The Northwest Quarter of the Northeast Quarter; The North Half of the Southwest Quarter; The Southwest Quarter of the Southwest Quarter

Section 7: The Northwest Quarter; The North Half of the Northeast Quarter; The North Half of the Southwest Quarter; The Southwest Quarter of the Southwest Quarter

EXHIBIT B
Permitted Encumbrances

1. Real property taxes or assessments not delinquent.
2. Assessments and easements, if any, of Klamath Lake Grazing Fire Patrol and Klamath Lake Timber Fire Patrol.
3. Additional tax if the property described herein is disqualified for special assessment as Forest Use Land, together with any penalty if notice of disqualification is not timely given.
4. Rights of the public in and to any portions of the herein described parcels lying within the limits of streets, roads and highways.
5. Rights of the public and of governmental bodies in and to that portion of the premises described herein, now or at any time lying below the high water mark of the Klamath River, including any ownership rights which may be claimed by the State of Oregon, in and to any portion of the premises now or at any time lying below the ordinary high water mark thereof.
6. Reservations and Restrictions as contained in Patent, subject to the terms and provisions thereof, recorded February 8, 1892 in Book 10, page 562, Deed Records of Klamath County, Oregon.
7. Reservations and Restrictions as contained in Warranty Deed, subject to the terms and provisions thereof, recorded May 24, 1922 in Book 58, page 548, Deed Records of Klamath County, Oregon.
8. Agreement granting easement for right of way, including the terms and provisions thereof, recorded July 29, 1927 in Book 76, page 201, Deed Records of Klamath County, Oregon.
9. Easement for electric transmission line, including the terms and provisions thereof, recorded September 20, 1927 in Book 76, page 465, Deed Records of Klamath County, Oregon.
10. Reservations of Mineral Rights, as set forth in deed, subject to the terms and provisions thereof, recorded December 30, 1927 in Book 79, page 282, Deed Records of Klamath County, Oregon.
11. Reservations and Restrictions as contained in Grant Deed, subject to the terms and provisions thereof, recorded February 15, 1928 in Book 79, page 493, Deed Records of Klamath County, Oregon.

12. Reservations and Restrictions as contained in Grant Deed, subject to the terms and provisions thereof, recorded February 15, 1928 in Book 79, page 494, Deed Records of Klamath County, Oregon.
13. Easement for a right of way for electric transmission line, including the terms and provisions thereof, recorded June 19, 1941 in Book 139, page 7, Deed Records of Klamath County, Oregon.
14. Easement for electric transmission line, including the terms and provisions thereof, recorded March 24, 1949 in Book 229, page 546, Deed Records of Klamath County, Oregon.
15. Agreement granting easement for right of way, including the terms and provisions thereof, recorded December 2, 1953 in Book 264, page 269, Deed Records of Klamath County, Oregon, and Supplemental Agreement , including the terms and provisions thereof, recorded November 5, 1973 in Volume M73, page 14763, Microfilm Records of Klamath County, Oregon..
16. Easement for transmission and distribution of electricity, including the terms and provisions thereof, recorded December 5, 1957 in Book 296, page 126, Deed Records of Klamath County, Oregon.
17. Easement for sewer line and antenna farm, including the terms and provisions thereof, recorded June 27, 1958 in Book 300, page 368, Deed Records of Klamath County, Oregon.
18. Easement for removal of growth and obstructions, including the terms and provisions thereof, recorded June 27, 1958 in Book 300, page 372, Deed Records of Klamath County, Oregon, corrections thereto by instruments recorded April 7, 1959, in Book 311, page 323, and recorded January 26, 1966, in Volume M66, page 729, Microfilm Records of Klamath County, Oregon.
19. Easement for transmission and distribution of electricity, including the terms and provisions thereof, recorded July 14, 1959 in Book 314, page 147, Deed Records of Klamath County, Oregon.
20. Reservations and Restrictions as contained in Warranty Deed, subject to the terms and provisions thereof, recorded July 14, 1959 in Book 314, page 179, Deed Records of Klamath County, Oregon.
21. Easement for water pipe line and appurtenances, including the terms and provisions thereof, recorded November 12, 1959 in Book 317 page 162, Deed Records of Klamath County, Oregon.
22. Easement and right of way, including the terms and provisions thereof, recorded December 2, 1960 in Book 326, page 27, Deed Records of Klamath County, Oregon.

23. Right of Way and Road Use Agreement, subject to the terms and provisions thereof, recorded July 8, 1963 in Book 346, page 367, Deed Records of Klamath County, Oregon, Amendments thereto and Supplemental Agreement recorded March 10, 1995 in Volume M95, page 5465, Microfilm Records of Klamath County, Oregon..
24. Easement for telephone line, including the terms and provisions thereof, recorded January 20, 1948 in Book 216, page 41, Deed Records of Klamath County, Oregon.
25. Easement for electric transmission line, including the terms and provisions thereof, recorded September 13, 1966 in Volume M66, page 9069, Microfilm Records of Klamath County, Oregon.
26. Easement for electric transmission line, including the terms and provisions thereof, recorded January 27, 1967 in Volume M67, page 640, Microfilm Records of Klamath County, Oregon.
27. Easement for roadway, power and/or telephone lines, including the terms and provisions thereof, recorded June 8, 1970 in Volume M70, page 4570, Microfilm Records of Klamath County, Oregon.
28. Easement Exchange, including the terms and provisions thereof, recorded April 15, 1974 in Volume M74, page 4587, Microfilm Records of Klamath County, Oregon.
29. Easement Exchange, including the terms and provisions thereof, recorded July 8, 1975 in Volume M75, page 7683, Microfilm Records of Klamath County, Oregon.
30. Easement for telephone cable, including the terms and provisions thereof, recorded December 7, 1976 in Volume M76, page 19602, Microfilm Records of Klamath County, Oregon.
31. Easement Exchange, including the terms and provisions thereof, recorded May 30, 1978 in Volume M78, page 11354, Microfilm Records of Klamath County, Oregon.
32. Easement for underground electric cable, including the terms and provisions thereof, recorded September 4, 1980 in Volume M80, page 16774, Microfilm Records of Klamath County, Oregon.
33. Easement for electric transmission line, including the terms and provisions thereof, recorded May 19, 1981 in Volume M81, page 8784, Microfilm Records of Klamath County, Oregon, and re-recorded June 11, 1981 in Volume M81, page 10478, said records.
34. Permit to locate and operate a radio repeater, and the terms and provisions thereof, recorded November 25, 1983 in Volume M83, page 20307, Microfilm Records of Klamath County, Oregon.

35. Findings of Fact and Order for permit to construct radio repeater, and the terms and provisions thereof, recorded June 1, 1984 in Volume M84, page 9173, Microfilm Records of Klamath County, Oregon.
36. Easement for overhead electric transmission line, including the terms and provisions thereof, recorded October 5, 1984 in Volume M84, page 17216, Microfilm Records of Klamath County, Oregon.
37. Easement for right of way, including the terms and provisions thereof, recorded January 30, 1990 in Volume M90, page 2053, Microfilm Records of Klamath County, Oregon.
38. Reservations as contained in Deed, subject to the terms and provisions thereof, recorded August 30, 1996 in Volume M96, page 26858, Microfilm Records of Klamath County, Oregon.
39. Easement for underground communications conduit, including the terms and provisions thereof, recorded December 11, 1996 in Volume M96, page 38577, Microfilm Records of Klamath County, Oregon.
40. Terms and provisions of Lump Sum Timber Sale Agreement as disclosed in Timber Deed recorded August 30, 2002 in Volume M02, Page 494309; re-recorded September 13, 2002 in Volume M02, Page 52236, Microfilm Records of Klamath County, Oregon, from U.S. Timberlands Klamath Falls, L.L.C. (now known as Inland Fiber Group, LLC) to Timber Products Company (Chicken Hill 3rd Quarter 2002).
41. Terms and provisions of Lump Sum Timber Sale Agreement as disclosed in Timber Deed recorded November 13, 2002 in Volume M02, Page 65605, Microfilm Records of Klamath County, Oregon, from U.S. Timberlands Klamath Falls, L.L.C. (now known as Inland Fiber Group, LLC) to Timber Products Company (Topsy South 4th Quarter 2002).

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