

WONG POTATOES, INC.

17600 HWY 39

KLAMATH FALLS, OR 97603

Grantor's Name and Address

WONG EXCHANGE MX061111, LLC

WONG POTATOES INC.

Grantee's Name and Address

After recording return to:

WONG EXCHANGE MX061111, LLC

C/O AMERICAN EXCHANGE SERVICES

1501 E. MCANDREWS RD.

MEDFORD, OR 97504

Until a change is requested all

tax statements shall be sent to

The following address:

NO CHANGE

2006-025312

Klamath County, Oregon



00011659200600253120030039

12/26/2006 11:23:02 AM

Fee: \$31.00

EXCHANGE NO MX061111

BARGAIN AND SALE DEED

KNOW ALL MEN BY THESE PRESENTS, That WONG POTATOES, INC., AN OREGON CORPORATION, hereinafter called grantor, for the consideration hereinafter stated, does hereby grant, bargain, sell and convey unto WONG EXCHANGE MX061111, LLC, AN OREGON LIMITED LIABILITY COMPANY AND WONG POTATOES, INC. AN OREGON CORPORATION, hereinafter called grantee, and unto grantee's heirs, successors and assigns all of that certain real property with the tenements, hereditaments and appurtenances thereunto belonging or in anyway appertaining, situated in the County of KLAMATH, State of Oregon, described as follows, to wit:
SEE ATTACHED EXHIBIT 'A' HERETO AND MADE A PART HEREOF

"Before signing or accepting this instrument, the person transferring fee title should inquire about the person's rights, if any, under ORS 197.352. This instrument does 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 and to inquire about the rights of neighboring property owners, if any, under ORS 197.352."

To Have and to Hold the same unto grantee and grantee's heirs, successors and assigns forever.

The true and actual consideration paid for this transfer, stated in terms of dollars, is \$ PART OF AN IRC SECTION 1031 TAX DEFERRED EXCHANGE.

In construing this deed, where the context so requires, the singular includes the plural and all grammatical changes shall be made so that this deed shall apply equally to corporations and to individuals.

In Witness Whereof, the grantor has executed this instrument this 22 day of December, 2006; if a corporate grantor, it has caused its name to be signed and its seal if any, affixed by an officer or other person duly authorized to do so by order of its board of directors.

WONG POTATOES, INC.

[Signature]
BY: DANIEL G. CHIN, PRESIDENT

State of OREGON
County of KLAMATH

This instrument was acknowledged before me on December 22, 2006 by DANIEL G. CHIN, PRESIDENT OF WONG POTATOES, INC.

[Signature]
(Notary Public)

My commission expires 11/30/07

AMERITITLE has recorded this instrument by request as an accommodation 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.

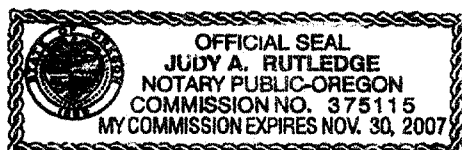


EXHIBIT "A"
LEGAL DESCRIPTION

PARCEL 1

The SW1/4 SE1/4 and that portion of Lot 7 (NW1/4 SE1/4), Section 10, Township 41 South, Range 11 East of the Willamette Meridian lying Southerly of the Great Northern Railway Right of Way.

All that portion of Government Lot 1 in Section 15, Township 41 South, Range 11 East of the Willamette Meridian, lying West of the East line of the SW1/4 of the SE1/4 of Section 10, Township 41 South, Range 11 East of the Willamette Meridian, extended South to the South line of said Lot 1.

PARCEL 2

A portion of Section 10, Township 41 South, Range 11 East of the Willamette Meridian, described as follows: Beginning at the one-quarter corner common to Section 9 and 10 of said Township and Range, thence South 89° 58' East 3.51 chains, more or less, to the projection of the center line of the 9-E-2 drain; thence South 34° 26' East along said center line 14.11 chains to its intersection with the North line of the S1/2 N1/2 SW1/4 of said Section 10; thence Easterly along said North line of S1/2 N1/2 SW1/4, 30.80 chains, more or less, to the East line of the SW1/4 of said Section 10; thence Northerly along the East line of the SW1/4 of said Section 10, 10 chains, more or less, to the Northeast corner of the NE1/4 SW1/4 of said Section 10; thence Westerly along the Northerly line of said NE1/4 SW1/4 to the intersection of the said Northerly line with the Southwesterly right of way line of the Great Northern Railway Company Railroad right of way; thence Northwesterly along said Southerly railroad right of way line to its intersection with the West line of said Section 10; thence Southerly along said West line of said Section 10 to the place of beginning.

EXCEPTING THEREFROM that portion described as follows: A triangular parcel of land located in the Northeast corner of the Northeast corner of the SW1/4 of Section 10, Township 41 South, Range 11 East of the Willamette Meridian, described as follows: Commencing at the Northeast corner of the SW1/4 of Section 10, Township 41 South, Range 11 East of the Willamette Meridian, extending thence West along the Northerly line of said SW1/4 366 feet, more or less, to the intersection of said line with the Northeasterly right of way line of the Great Northern Railway; thence Southeasterly along the Northeasterly right of way line of said Railway a distance of 399 feet, more or less, to the North-South center line of said Section 10; thence North along said center line a distance of 162 feet, more or less, to the point of beginning.

ALSO EXCEPTING THEREFROM a tract of land situated in the SW1/4 of Section 10, Township 41 South, Range 11 East of the Willamette Meridian, described as follows: Beginning at the Northwest corner of the S1/2N1/2SW1/4 of said Section 10, thence East along the North line of said S1/2N1/2SW1/4 to the East line of the SW 1/4; thence North along said East line 164.0 feet; thence West parallel with the North line of said S1/2N1/2SW1/4 to the West line of the SW 1/4; thence South along said line 164.00 feet to the point of beginning.

PARCEL 3

A portion of Lot 5, Section 10, Township 41 South, Range 11 East of the Willamette Meridian, described as follows: Beginning at the one-quarter corner common to Section 9 and 10 of said Township and Range; thence South $89^{\circ} 58'$ East 3.51 chains, more or less, to the projection of the center line of the 9-E-2-Drain; thence South $34^{\circ} 26'$ East along the said center line 14.11 chains to its intersection with the North line of $S1/2 N1/2 SW1/4$ of said Section 10; thence West along said North line to the West line of said Section 10; thence North along said West line to the point of beginning. EXCEPTING THEREFROM a tract of land situated in the $SW1/4$ of Section 10, Township 41 South, Range 11 East of the Willamette Meridian, described as follows: Beginning at the Northwest corner of the $S1/2 N1/2 SW1/4$ of said Section 10, thence East along the North line of said $S1/2 N1/2 SW1/4$ to the East line of the $SW 1/4$; thence North along said East line 164.0 feet; thence West parallel with the North line of said $S1/2 N1/2 SW1/4$ to the West line of the $SW 1/4$; thence South along said line 164.00 feet to the point of beginning.

PARCEL 4

A tract of land situated in Government Lot 5 in Section 15, Township 41 South, Range 11 East of the Willamette Meridian, Klamath County, Oregon, being more particularly described as follows:

Being that portion of Government Lot 5 lying Northerly of the North right of way line (Easement Line) of the J Canal.