

2007-017791

Klamath County, Oregon

AFTER RECORDING, RETURN TO:

Stuart E. Foster
Foster Denman, LLP
P.O. Box 1667
Medford, OR 97501



10/15/2007 11:16:26 AM

Fee: \$31.00

MEMORANDUM OF MINING AGREEMENT

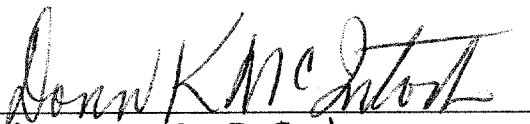
The undersigned on the 24th day of October, 2006, entered into a Mining Agreement wherein LOWLAND FARMS, INC., an Oregon corporation is Lessor and ROGUE AGGREGATES, INC., an Oregon corporation is Lessee, covering approximately 75 acres which is a portion of the real property more particularly described in Exhibit "A" attached hereto and made a part hereof.

This memorandum is executed to evidence and confirm the above said Mining Agreement also known as Exclusive Agreement for Mining and Processing of Rock and Byproducts thereof for an initial term from October 24, 2006 through December 31, 2016 together with two (2) options to extend for periods of five (5) years each to wit from January 1, 2017 to December 31, 2021 and from January 1, 2022 to December 31, 2026.


DATED this 21 day of September, 2007.

LOWLAND FARMS, INC.,
an Oregon corporation

ROGUE AGGREGATES, INC.,
an Oregon corporation

By: 
Denn K. McIntosh
It: President

"Lessor"

By: 
Rod Nielsen
Its: Vice President

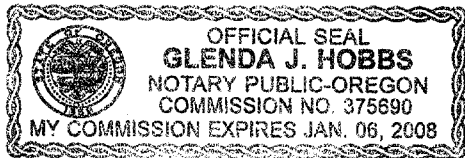
"Lessee"

[Notary blocks next page]

STATE OF OREGON)
) ss.
County of Jackson)

On this 21 day of September, 2007, personally appeared the above-named Donn K. McIntosh, who being duly sworn, stated that he/she is the President of LOWLAND FARMS, INC., an Oregon corporation, and that the foregoing instrument was voluntarily signed on behalf of said corporation and by authority of its board of directors; and acknowledged said instrument to be its voluntary act and deed.

Before me:

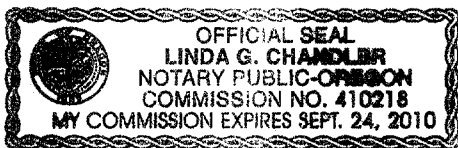


Glenda J. Hobbs
Notary Public for Oregon

STATE OF OREGON)
) ss.
County of Jackson)

On this 14th day of September, 2007, personally appeared the above-named ROD NIELSEN * * * * *, who being duly sworn, stated that he/she is the Vice President of ROGUE AGGREGATES, INC., an Oregon corporation, and that the foregoing instrument was voluntarily signed on behalf of said corporation and by authority of its board of directors; and acknowledged said instrument to be its voluntary act and deed.

Before me:



Linda G. Chandler
Notary Public for Oregon

Exhibit "A"

E. Title to the estate or interest in the land is vested, as of the effective date in:

LOWLAND FARMS, INC.,
AN OREGON CORPORATION

F. The land referred to in this Guarantee is described as follows:

All those portions of Lots 7, 8, 9, 12 and 13 in Section 32, Township 39 South, Range 8 East of the Willamette Meridian and of the NW1/4 NE1/4 of Section 5, Township 40 South, Range 8 East of the Willamette Meridian which are Southeasterly of the strip of land sold to Weyerhaeuser Timber Company by deed dated April 28, 1928, recorded June 19, 1928 in Deed Book 80, page 539, Records of Klamath County, Oregon, as corrected by deed to same grantee dated January 2, 1929, recorded January 3, 1929 in Deed Book 85, page 104.

Lots 1, 2, 3, 5, 6, 7 and 8, the N1/2 NW1/4, and SW1/4 NE1/4 of Section 4, Township 40 South, Range 8 East of the Willamette Meridian, SAVING AND EXCEPTING THEREFROM that portion thereof lying Northerly and Easterly of the center line of the Keno Irrigation Drainage Canal as described in the deed from B.E. Kerns, et ux, to John V. Lilly and Edna B. Lilly, husband and wife, dated July 8, 1947, recorded July 8, 1947 in Deed Book 208, page 327, and further SAVING AND EXCEPTING the SW1/4 SE1/4 of said Section 4, as conveyed to Claude S. Kerns, et ux, by deed recorded in Book 213 at page 169, Deed Records of Klamath County, Oregon.

All of Lots 1, 2, 3, 4, 5, 6, 7, 14, 15, 16, 17 of Section 5, Township 40 South, Range 8 East of the Willamette Meridian, and that portion of Lot 8 of Section 5, Township 40 South, Range 8 East of the Willamette Meridian, which lies Southeasterly of the said strip of land sold to said Weyerhaeuser Timber Company by said deed recorded in Deed Book 80, page 539 as corrected by said deed recorded in Book 85, page 104; SAVING AND EXCEPTING from said portion of Lot 8, that portion thereof conveyed to Edna B. Lilly, by deed dated November 16, 1951, recorded November 16, 1951 in Book 251, page 111, Deed Records of Klamath County, Oregon.

ALSO EXCEPTING any portion of Lot 8 lying Westerly of Keno Irrigation Drain.

All of Lots 13 and 14 of Section 8, Township 40 South, Range 8 East of the Willamette Meridian.

All of Lots 4, 5 and 13, W1/2 NE1/4 NW1/4; and Lot 12 lying West of the E1/2 SE1/4 NW1/4 of Section 9, Township 40 South, Range 8 East of the Willamette Meridian.

That portion of Lots 2 and 7 of Section 4, Township 40 South, Range 8 East of the Willamette Meridian, which constitutes the SW1/4 SE1/4 of said Section 4 and Government Lot 4 of Section 4, Township 40 South, Range 8 East of the Willamette Meridian, Klamath County, Oregon.

Tax Account No:	4008-00000-00800-000	Key No:	619254
Tax Account No:	4008-00000-01200-000	Key No:	619619
Tax Account No:	3908-03200-00300-000	Key No:	502049
Tax Account No:	4008-00500-00100-000	Key No:	619272
Tax Account No:	4008-00800-00100-000	Key No:	619600