

2009-016102

Klamath County, Oregon



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12/24/2009 01:00:47 PM

Fee: \$47.00

RECORDING REQUESTED BY, AND  
WHEN RECORDED, RETURN TO:  
MMA Realty Capital Advisors, Inc.  
Attn: Edie Loughlin  
621 E Pratt Street, Suite 300  
Baltimore, MD 21202

UNTIL A CHANGE OF ADDRESS IS  
REQUESTED, PLEASE SEND ALL  
TAX STATEMENTS TO:  
MMA Realty Capital Advisors, Inc.  
Attn: Edie Loughlin  
621 E Pratt Street, Suite 300  
Baltimore, MD 21202

151 1471777

**NON-MERGER DEED IN LIEU OF FORECLOSURE**

Crystal Terrace Retirement Community, LLC, an Oregon limited liability company ("Crystal Terrace"), and Stayton SW Assisted Living, L.L.C. (together with Crystal Terrace, "Grantor"), conveys to PFRS Crystal Terrace Corp., a Michigan corporation ("Grantee"), the real property and improvements in Klamath County, Oregon, described on attached Exhibit 1 (the "Property"), subject to all liens, encumbrances and other restrictions thereon. The true consideration of this conveyance consists of other property or other value given or promised.

This Non-Merger Deed In Lieu of Foreclosure (this "Deed") is an absolute conveyance of fee simple title of the Property to Grantee and does not operate as a mortgage, trust conveyance or security of any kind. Grantor has conveyed the Property to Grantee for fair and adequate consideration of reasonably equivalent value, being the agreement by Grantee to take no action to enforce against Grantor the Multifamily Deed of Trust, Assignment of Rents and Security Agreement dated September 23, 2005, and recorded on September 30, 2005 as document number M05-65448 in the real property records of Klamath County, Oregon (the "Trust Deed").

Grantor declares that this conveyance is freely and fairly made, and that there are no agreements, oral or written, other than this Deed between Grantor and Grantee with respect to the Property which affects the absolute nature of the conveyance made by this Deed.

It is the express intention of Grantor in executing this Deed, and Grantee in accepting this Deed, that Grantee's fee interest in the Property and Grantee's lien on the fee interest in the Property evidenced by the Trust Deed will remain distinct and separate and that there will be no merger of Grantee's interest in the Trust Deed, or in the Property. Upon Grantor's execution and deliver of this Deed, the Trust Deed will not be released or reconveyed, but will remain in full force and effect.

**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 LIMITATIONS ON THE USE OF THE PROPERTY.**

F47

Dated as of this 23 day of December 2009.

**GRANTOR**

CRYSTAL TERRACE RETIREMENT COMMUNITY, LLC

By: [Signature]  
Title: CRO

STAYTON SW ASSISTED LIVING, L.L.C.  
(constituting the Sunwest Unitary Enterprise as  
determined by the Order entered on October 2, 2009  
in U.S. District Court Case No. 09-CV-6056-HO)

By: [Signature]  
Title: CRO

STATE OF OREGON                     )  
   ) ss.  
County of Marion                     )

This instrument was acknowledged before me on December 17, 2009, by  
Clyde A. Hamstreet as CRO, of and for CRYSTAL TERRACE  
RETIREMENT COMMUNITY, LLC.

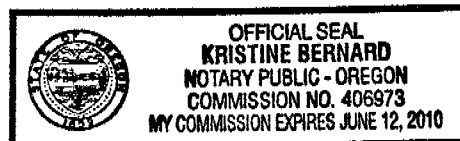
[Signature]  
Notary Public for the State of Oregon  
My commission Expires: 6-12-2010



STATE OF OREGON                     )  
   ) ss.  
County of Marion                     )

This instrument was acknowledged before me on December 17, 2009, by  
Clyde A. Hamstreet as CRO, of and for STAYTON SW  
ASSISTED LIVING, L.L.C.

[Signature]  
Notary Public for the State of Oregon  
My commission Expires: 6-12-2010



**EXHIBIT 1**

**(Non-Merger Deed In Lieu Of Foreclosure)**

**LEGAL DESCRIPTION**

Real property in the City of Klamath Falls, County of Klamath, State of Oregon, described as follows:

**PARCEL A:**

A parcel of land situated in the SE 1/4 NE 1/4 of Section 20, Township 38 South, Range 9 East of the Willamette Meridian, Klamath County, Oregon, being more particularly described as follows:

Parcel 1 of Land Partition 62-00 filed in Klamath County, Oregon

**PARCEL B:**

Easement as disclosed in Agreement for Reciprocal Access Easement, recorded June 8, 2001 in Volume M-01 on page 27242, records of Klamath County, Oregon.

APN: R428059

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