

1st County

2011-001591

Klamath County, Oregon



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02/10/2011 12:08:45 PM

Fee: \$72.00

First American Title Ins. Co. 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.

SPACE ABOVE RESERVED FOR RECORDER

DEED

Prepared under local supervision by and when recorded, return to:

Thomas J. Wettlaufer
c/o Sunwest Management, Inc.
3723 Fairview Industrial Drive SE, Salem, OR 97302

Community\Project Name:

CT Acres, Klamath Falls, OR

Notice To Recorder:

This instrument to be indexed against Grantor, including the record owner(s) identified on Schedule B hereto, and Grantee.

Pursuant to the Second Amended Joint Plan of Reorganization in *In re Stayton SW Assisted Living, L.L.C.* (the Consolidated Sunwest Related Entities), approved by order of the Court in U.S. District Court, District of Oregon Case No. 6:09-cv-06082-HO, each recorder of deeds or similar official for any city, county or governmental unit in which this instrument is to be recorded is ordered to accept this instrument without requiring the payment of any document recording tax, stamp tax, conveyance fee, sales tax, mortgage tax, filing or recording fee, deed stamp, transfer tax, intangibles tax or similar tax or fee.

Real property tax bills to be sent to:

Grantee

Instrument:

Deed --- [Form for use in AL, AZ, CA, CO, CT, GA, IA, IN, KY, MD, MN, MO, MS, MT, NC, ND, NE, NM, NY, OK, OR, PA, SC, TN, TX, UT, VA, WA, WI, WV & WY]

Dated:

As of the earliest notary date, but effective as of December 22, 2010

Grantor:

Stayton SW Assisted Living, L.L.C., an Oregon limited liability company, constituting the Sunwest unified entity as determined by: (a) Order entered on October 2, 2009 in U.S. District Court Case No. 09 cv 6056-HO (United States District Court for the District of Oregon) entitled

Security and Exchange Commission vs. Sunwest Management, Inc., et al.; and/or (b) Order entered on December 22, 2009 in U.S. District Court Case No. 09 cv 6082-HO (United States District Court for the District of Oregon) entitled *In re Stayton SW Assisted Living, LLC (the Consolidated Sunwest Related Entities)*; with an address at One SW Columbia, Suite 1000, Portland, OR 97258, on its own behalf and on behalf of record owner(s) identified on Schedule B hereto.

Grantee:

Willamette Property Holdings, LLC, an Oregon limited liability company, c/o The Grassmuck Group, P.O. Box 3649, Portland, OR 97208.

Nature of Instrument:

This Instrument is a conveyance pursuant to the Order Confirming Receiver's, CRO's and Debtors' Second Amended Joint Plan of Reorganization as Modified by the First Modification to the Second Amended Joint Plan of Reorganization entered on July 19, 2010 in U.S. District Court Case No. 6:09-cv-06082-HO (United States District Court for the District of Oregon).

Witnesseth:

That the Grantor, in consideration of the sum of \$1 (or as otherwise provided on Schedule of Consideration, if annexed) paid by Grantee, the receipt and sufficiency of which is hereby acknowledged, does hereby grant and convey, transfer, assign and release unto Grantee, its successors and assigns, all of its estate, right, title and interest in and to that certain plot, piece or parcel of land (together with the buildings and improvements thereon erected) described on Schedule A hereto (the "Premises").

Together with:

All right, title and interest (if any) of Grantor in and to any streets and roads abutting the Premises to the center line thereof, as well as any gaps, strips or gores on, around or within the Premises.

Together with:

All right, title and interest (if any) of Grantor in and to any hereditaments and appurtenances, and all of the estate and rights of Grantor, including any after-acquired estates or interests.

To have and to hold:

The Premises herein conveyed unto the Grantee, its successors and assigns forever.

Disclaimer of Warranties of Title as to the Premises Conveyed Herein:

Notwithstanding anything to the contrary, this Instrument is executed and delivered without warranties of title, express or implied, of any kind whatsoever.

In witness whereof:

The undersigned, by its duly elected officer and pursuant to proper authority, has duly executed, acknowledged and delivered this instrument as of the day and year first above written.

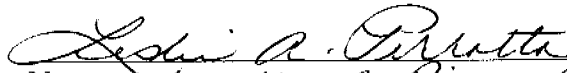
Grantor:

- A. Stayton SW Assisted Living, L.L.C., an Oregon limited liability company, constituting the Sunwest unified entity as determined by: (a) Order entered on October 2, 2009 in U.S. District Court Case No. 09 cv 6056-HO (United States District Court for the District of Oregon) entitled *Security and Exchange Commission vs. Sunwest Management, Inc., et al.*; and/or (b) Order entered on December 22, 2009 in U.S. District Court Case No. 09 cv 6082-HO (United States District Court for the District of Oregon) entitled *In re Stayton SW Assisted Living, LLC (the Consolidated Sunwest Related Entities)*; on its own behalf and on behalf of record owner(s) identified on Schedule B hereto; and
- B. CT Acres, LLC, an Oregon limited liability company.


All By:


Clyde Hamstreet, Chief Restructuring Officer

Witness #1:


Name: Leslie A. Pirro

Witness #2:


Name: HANNAH SCHMIDT

The following acknowledgment page, including notary execution, is hereby incorporated by reference into this page as if set forth hereon in its entirety.

County of Multnomah, State of Oregon:

Multi-State Acknowledgment:

On 12/17, 2010, before me, the undersigned officer, personally appeared Clyde Hamstrect, personally known and acknowledged himself to me (or proved to me on the basis of satisfactory evidence) to be the Chief Restructuring Officer of the foregoing executing Grantor (hereinafter, the "Grantor") and that as such officer, being duly sworn, and being authorized to do so, executed, subscribed and acknowledged the due execution of the foregoing instrument for the purposes therein contained, by signing the name of the Grantor by himself in his authorized capacity as such officer as his free and voluntary act and deed and the free and voluntary act and deed of said Grantor. *** Witness my hand and official seal.



Notary Public, State of Oregon



OR Addendum:

BEFORE SIGNING OR ACCEPTING THIS INSTRUMENT, THE PERSON TRANSFERRING FEE TITLE SHOULD INQUIRE ABOUT THE PERSON'S RIGHTS, IF ANY, UNDER ORS 195.300, 195.301 AND 195.305 TO 195.336 AND SECTIONS 5 TO 11, CHAPTER 424, OREGON LAWS 2007, AND SECTIONS 2 TO 9 AND 17, CHAPTER 855, OREGON LAWS 2009. 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 THAT THE UNIT OF LAND BEING TRANSFERRED IS A LAWFULLY ESTABLISHED LOT OR PARCEL, AS DEFINED IN ORS 92.010 OR 215.010, TO VERIFY THE APPROVED USES OF THE LOT OR PARCEL, 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 195.300, 195.301 AND 195.305 TO 195.336 AND SECTIONS 5 TO 11, CHAPTER 424, OREGON LAWS 2007, AND SECTIONS 2 TO 9 AND 17, CHAPTER 855, OREGON LAWS 2009.

Schedule A:

See annexed Legal Description of Premises

EXHIBIT A

Real Property Description

[CT Acres]

DESCRIPTION FOR 5-ACRE PARCEL

Parcel 2 of Land Partition 62-00 as shown on the official plat thereof on file at the office of the County Clerk, Klamath County, Oregon, situate in the SE 1/4 NE 1/4 of Section 20, Township 38 South, Range 9 East of the Willamette Meridian.

**March 7, 2001
1047-28**

Schedule B:

CT Acres Record Owner:

CT Acres, LLC