

WTZ 1396-10894

2012-008653

Klamath County, Oregon



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RECORDING REQUESTED BY, AND
WHEN RECORDED, RETURN TO:

08/07/2012 03:09:38 PM

Fee: \$172.00

Klamath Basin Geopower, Inc
c/o Paul Vatisas
200 South Virginia Street, Suite 560,
Reno NV 89501

MEMORANDUM OF ASSIGNMENT OF LEASE

THIS MEMORANDUM OF ASSIGNMENT OF LEASE ("Memorandum") is executed this day the 1st day of AUGUST, 2012, by Klamath Basin Geopower, Inc., a Nevada corporation ("KBG"), with its registered office at 200 S. Virginia Street, Suite 560, Reno, Nevada 89501.

1. Leases. Pursuant to those certain lease agreements more particularly described and identified on Exhibit A attached hereto and incorporated herein (as the same may have been amended, supplemented, or modified from time to time, each a "Lease" and collectively, the "Leases"), each by and between Optim, Inc., a Nevada corporation (the "Lessor"), and the lessee identified for each Lease on Exhibit A (each a "Lessee"), Lessor leased to Lessee certain real property located in Klamath County, Oregon, which real property is more particularly described in the applicable Lease and any Memorandum thereof identified on Exhibit A, recorded in the Official Records of Klamath County, Oregon.

2. Assignment. Pursuant to that certain Assignment and Assumption of Leases, effective as of January 19, 2011 (the "Assignment Agreement"), Lessor unconditionally and absolutely assigned, set over, transferred and conveyed unto KBG, all of Lessor's rights, title and interest under the Leases.

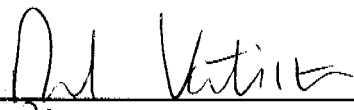
3. Incorporation of Leases. This Memorandum incorporates herein all of the terms and provisions of the Leases (as amended) as though fully set forth herein.

4. Purpose of Memorandum. The purpose of this Memorandum is to give record notice of the assignment of the Leases and it shall not be construed to alter, modify, amend or supplement the Leases (as amended). If there is any inconsistency between this Memorandum and any of the Leases, the terms of the Leases (as amended) shall prevail.

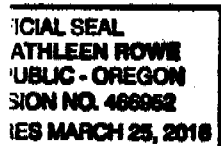
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IN WITNESS WHEREOF, KBG has executed this Memorandum as of the date set forth above.

KLAMATH BASIN GEOPower, INC.,
a Nevada corporation

By: 
Name: PAUL VATISTAS
Title: CHIEF FINANCIAL OFFICER

[notary page follows.]



State of Oregon, County of Klamath:

This instrument was acknowledged before me this 1 day of August, 2012 by Paul Vatistas as Chief Financial officer of Klamath Basin Grower on its behalf.

SK Rowe

Notary Public for State of Oregon
My commission expires: March 25, 2016



Memorandum of Assignment & Lease, 4 pages
Dated August 1, 2012
Signed by Paul Vatistas, CFO



Exhibit A
to
Memorandum of Assignment of Leases

Lease Agreement with George Beggs Inc, POA Theodore Field, dated effective as of September 28, 2009, as evidence by that certain memorandum of lease recorded November 18, 2010, as Document No. 2010-013394 in the Official Records of Klamath County, Oregon.

Lease Agreement with Aubrey and Marygene Campbell, dated effective as of September 18, 2009, as evidence by that certain memorandum of lease recorded November 18, 2010, as Document No. 2010-013396 in the Official Records of Klamath County, Oregon.

Lease Agreement with Darrell Campbell, dated effective as of July 22, 2009, as evidence by that certain memorandum of lease recorded November 18, 2010, as Document No. 2010-013389 in the Official Records of Klamath County, Oregon.

Lease Agreement with Chapman Ranch LLC, dated effective as of October 6, 2009, as evidence by that certain memorandum of lease recorded November 18, 2010, as Document No. 2010-013395 in the Official Records of Klamath County, Oregon.

Lease Agreement with Gustavo Fournier/Christine Lindh, dated effective as of August 25, 2009, as evidence by that certain memorandum of lease recorded September 23, 2010, as Document No. 2010-011295 in the Official Records of Klamath County, Oregon.

Lease Agreement with David and Cynthia Fuller, dated effective as of July 30, 2009, as evidence by that certain memorandum of lease recorded November 18, 2010, as Document No. 2010-013390 in the Official Records of Klamath County, Oregon.

Lease Agreement with Lincoln and Sandra Gabriel, dated effective as of September 8, 2009, as evidence by that certain memorandum of lease recorded November 18, 2010, as Document No. 2010-013391 in the Official Records of Klamath County, Oregon.

Lease Agreement with Sydney Giacomini, dated effective as of June 24, 2009, as evidence by that certain memorandum of lease recorded November 18, 2010, as Document No. 2010-013393 in the Official Records of Klamath County, Oregon.

Lease Agreement with Michael and Joanne Hargan, dated effective as of September 22, 2009, as evidence by that certain memorandum of lease recorded November 18, 2010, as Document No. 2010-013392 in the Official Records of Klamath County, Oregon.

Lease Agreement with Brenda C. Jensen, dated effective as of September 18, 2009, as evidence by that certain memorandum of lease recorded November 19, 2010, as Document No. 2010-013432 in the Official Records of Klamath County, Oregon.

Lease Agreement with Larry and Maureen Jespersen and Daymond and Cheri Monteith, dated effective as of October 6, 2009, as evidence by that certain memorandum of lease recorded November 19, 2010, as Document No. 2010-013433 in the Official Records of Klamath County, Oregon.

Lease Agreement with Grace Johnson, dated effective as of October 6, 2009, as evidence by that certain memorandum of lease recorded November 19, 2010, as Document No. 2010-013435 in the Official Records of Klamath County, Oregon.

Lease Agreement with Lost River Land & Cattle Company, dated effective as of October 7, 2009, as evidence by that certain memorandum of lease recorded July 31, 2012, as Document No. 2012-008370 in the Official Records of Klamath County, Oregon.

Lease Agreement with Douglas and Joy McInnis, dated effective as of October 7, 2009, as evidence by that certain memorandum of lease recorded November 19, 2010, as Document No. 2010-013438 in the Official Records of Klamath County, Oregon.

Lease Agreement with Lynne and Anne Mortenson, dated effective as of July 21, 2009, as evidence by that certain memorandum of lease recorded November 19, 2010, as Document No. 2010-013437 in the Official Records of Klamath County, Oregon.

Lease Agreement with M. Lovelle Mortenson, dated effective as of July 21, 2009, as evidence by that certain memorandum of lease recorded November 19, 2010, as Document No. 2010-013436 in the Official Records of Klamath County, Oregon.

Lease Agreement with Irvin and Karen Peterson, dated effective as of September 29, 2009, as evidence by that certain memorandum of lease recorded January 13, 2011, as Document No. 2011-000467 in the Official Records of Klamath County, Oregon.

Lease Agreement with Kenneth and Carol Russell, dated effective as of September 25, 2009, as evidence by that certain memorandum of lease recorded January 13, 2011, as Document No. 2011-000472 in the Official Records of Klamath County, Oregon.

Lease Agreement with Roland and Teresa Simington, dated effective as of September 21, 2009, as evidence by that certain memorandum of lease recorded January 13, 2011, as Document No. 2011-000470 in the Official Records of Klamath County, Oregon.

Lease Agreement with Robert and Beth Warnick, dated effective as of July 24, 2009, as evidence by that certain memorandum of lease recorded January 13, 2011, as Document No. 2011-000466 in the Official Records of Klamath County, Oregon.