

2013-001166

Klamath County, Oregon

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RECORDING REQUESTED BY, AND  
WHEN RECORDED, RETURN TO:

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

### MEMORANDUM OF ASSIGNMENT OF LEASE

THIS MEMORANDUM OF ASSIGNMENT OF LEASE ("**Memorandum of Assignment**") is executed this 18 day of January, 2013, by Optim, Inc., a Nevada corporation ("**Optim**") and Klamath Basin Geopower, Inc., a Nevada corporation ("**KBG**"), with its registered office at 200 S. Virginia Street, Suite 560, Reno, Nevada 89501.

1. Lease. Pursuant to that certain Lease Agreement by and between Kevin Westfall and Carol Westfall (collectively, "**Lessor**") and Optim, as lessee thereunder, dated effective as of October 11, 2010 (the "**Lease**"), as evidenced by that certain Memorandum of Geothermal Lease and Agreement recorded <sup>May</sup> ~~June~~ 18, 2011, as Document No. 2011-006260 in the Official Records of Klamath County, Oregon (the "**Memorandum of Lease**"), Lessor leased to Optim certain real property located in Klamath County, Oregon, which real property is more particularly described in the Lease and Memorandum of Lease.

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

3. Incorporation of Lease. This Memorandum of Assignment incorporates herein all of the terms and provisions of the Lease as though fully set forth herein.

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

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IN WITNESS WHEREOF, Optim and KBG have executed this Memorandum of Assignment as of the date set forth above.

OPTIM, INC.,  
a Nevada corporation

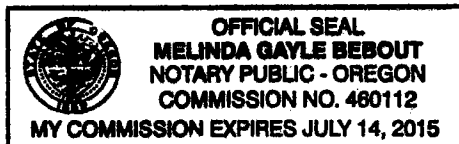
By: \_\_\_\_\_  
Name: William Honjas  
Title: president

KLAMATH BASIN GEOPOWER, INC.,  
a Nevada corporation

By: \_\_\_\_\_  
Name: William Honjas  
Title: managing director

STATE OF OREGON            )  
  ) ss.  
County of KLAMATH        )

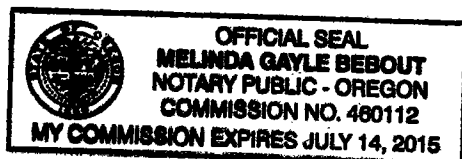
On this 18 day of January, 2013, personally appeared before me the above-named William Honjas, who stated that he is President of OPTIM, INC., a Nevada corporation, and acknowledged the above to be \_\_\_\_\_ voluntary act and deed and within authority of said corporation.



Melinda Bebout  
Notary Public  
My commission expires: July 14, 2015

STATE OF OREGON            )  
  ) ss.  
County of KLAMATH        )

On this 18 day of January, 2013, personally appeared before me the above-named William Honjas, who stated that he is President of KLAMATH BASIN GEOPOWER, INC., a Nevada corporation, and acknowledged the above to be \_\_\_\_\_ voluntary act and deed and within authority of said corporation.



Melinda Bebout  
Notary Public  
My commission expires: July 14, 2015

**EXHIBIT "A"**  
**LEGAL DESCRIPTION**

**PARCEL 1**

A tract of land situated in the E1/2 of Section 25, Township 39 South, Range 9 East of the Willamette Meridian, Klamath County, Oregon, being more particularly described as follows:

Beginning at the C-N1/16 corner of said Section 25; thence East, along the North line of the S1/2 NE1/4 of said Section 25, 370 feet, more or less, to the Southwesterly right of way line of the Burlington Northern Railroad; thence Southeasterly, along the said Southwesterly right of way line, 1940 feet, more or less; thence West, along the said right of way line, 110 feet, more or less; thence Southeasterly, along said right of way line, 200 feet, more or less, to the West right of way line of the USBR A-7 Lateral; thence Southerly, along the said West right of way line, 1030 feet, more or less, to the North line of that tract of land described in Deed Volume M03, page 05798, Microfilm Records of Klamath County, Oregon; thence along the boundary of said Deed Volume, North 52° 23' West 220 feet, more or less, and South 29° 25' West, 39.3 feet, more or less, to a point on the North right of way line of the U.S.B.R. No. 1 Drain; thence Westerly along the said North right of way line, 1840 feet, more or less, to the North-South center section line of said Section 25; thence North 2800 feet, more or less, to the point of beginning.

SAVING AND EXCEPTING any portion lying within the right of way of Henley Road.

**PARCEL 2**

The N1/2 SW1/4 of Section 25, Township 39 South, Range 9 East of the Willamette Meridian, Klamath County, Oregon according to the official plat thereof on file in the office of the County Clerk of Klamath County, Oregon. SAVING AND EXCEPTING any portion lying within the USBR No. 1 Irrigation Drain.