

2014-001102

Klamath County, Oregon

After recording return to:

Melvin D. Ferguson  
Attorney at Law  
514 Walnut Avenue  
Klamath Falls, Oregon 97601



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02/07/2014 10:14:49 AM

Fee: \$57.00

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**MEMORANDUM OF ASSIGNMENT, AMENDMENT  
AND WAIVER TO LEASE**

THIS MEMORANDUM OF ASSIGNMENT, AMENDMENT AND WAIVER TO LEASE ("Memorandum") is executed this 6th day of February, 2014, by Optim, Inc. a Nevada corporation, Klamath Basin Geopower, Inc., a Nevada corporation and Lynda Baker and Jack Baker, residents of Klamath County, Oregon.

1. Lease. Pursuant to that Geothermal Lease and Agreement by and between Lynda Baker ("Lessor") and Optim, Inc. dated September 29, 2009 (the "Lease") as evidenced by a Memorandum of Geothermal Lease and Agreement recorded January 14, 2011 in Book 2011, page 000473 and rerecorded December 3, 2013 as Document No. 2013-013328 in the Official Records of Klamath County, Oregon ("Memorandum of Lease") Lessor leased to Optim, Inc. certain real property located in Klamath County, Oregon which real property is more particularly described in the attached Exhibit A.

2. Assignment. Pursuant to an Assignment and Assumption of Leases agreement dated January 19, 2011 Optim, Inc. unconditionally and absolutely assigned, set over, transferred and conveyed unto Klamath Basin Geopower, Inc. ("Lessee") all of Optim, Inc.'s rights, title and interest under the Geothermal Lease and Agreement.

3. Amendment and Waiver Agreement. Pursuant to an Amendment to Geothermal Lease and Agreement and Waiver Agreement dated effective December 20, 2013 Lessor and Lessee formally amended the legal description of the leased Premises as recorded in the Memorandum of Lease to be the legal description attached as Exhibit A to this Memorandum, Lessor Lynda Baker assigned her rights as Lessor to Lynda Baker and Jack Baker, and Lessor agreed to waive certain lease conditions.

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4. Purpose of Memorandum. The purpose of this Memorandum is to give record notice of Optim Inc.'s assignment of its lessee interest in the lease to Klamath Basin Geopower, give notice of the formal amendment to said lease enlarging the legal description of real property leased, give notice Lessor Lynda Baker assigned her Lessor interest to Lynda Baker and Jack Baker, and give notice Lessor has waived certain lease conditions.

Optim, Inc.,  
a Nevada corporation

Klamath Basin Geopower, Inc.

By: [Signature]  
William Honjas, President

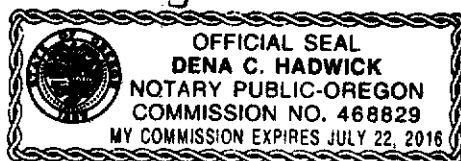
By: [Signature]  
William Honjas, President

[Signature]  
Lynda Baker

[Signature]  
Jack Baker

STATE OF Oregon, County of Klamath ss.

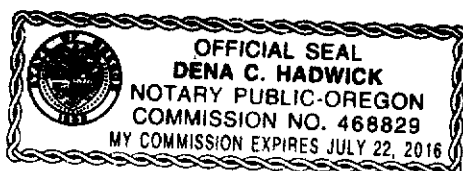
This instrument was acknowledged before me on February 6, 2014, by William Honjas as President of Optim, Inc.



Dena C. Hadwick  
Notary Public - State of Nevada Oregon  
My commission expires: 7.22.16

STATE OF Oregon, County of Klamath ss.

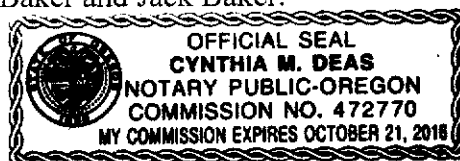
This instrument was acknowledged before me on February 6, 2014, by William Honjas as President of Klamath Basin Geopower, Inc.



Dena C. Hadwick  
Notary Public - State of Nevada Oregon  
My commission expires: 7.22.16

STATE OF OREGON, County of Klamath) ss.

This instrument was acknowledged before me on February 5, 2014, by Lynda Baker and Jack Baker.



[Signature]  
Notary Public - State of Oregon  
My commission expires: 10.21.16

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

**PARCEL 1:**

All those portions of SE1/4 NW1/4 and N1/2 SW1/4 in Section 30, Township 39 South, Range 10 East of the Willamette Meridian, in the County of Klamath, State of Oregon, lying Southeasterly of the U.S.R.S. "C" Canal and Southwesterly of the U.S.R.S. "C-G" Cutoff Channel.

**PARCEL 2:**

All of SE1/4 of Section 30, Township 39 South, Range 10 East of the Willamette Meridian, in the County of Klamath, State of Oregon, lying Southwesterly of the U.S.R.S. "C-G" Cutoff Channel and North of the Northerly right of way boundary of the Lost River Diversion Canal as presently enlarged.

**PARCEL 3:**

All of S1/2 SW1/4 lying Easterly of the Great Northern Railroad right of way and North of the Northerly right of way boundary of the Lost River Diversion Canal as presently enlarged, in Section 30, Township 39 South, Range 10 East of the Willamette Meridian, in the County of Klamath, State of Oregon.

**PARCEL 4:**

That portion of the following described parcel of land lying Easterly of the No. 1 Drain in Section 31, Township 39 South, Range 10 East of the Willamette Meridian, Klamath County, Oregon:

All of Government Lots 2, 3, 4 and Government Lot 10 lying North of the Lost River and the W 1/2 of the NW 1/4 of Section 31, Township 39 South, Range 10 East of the Willamette Meridian, Klamath County, Oregon not already conveyed to the United States for canals and drains and which is situated North of a line beginning at a point on the center line of the County Road, and North 428.9 feet of the quarter corner on the West side of said Section 31, and running thence North 89 degrees 45' East 1660 feet to the West edge of the U.S.R.S. Drain Ditch; thence South 300 feet; thence North 89 degrees 45' East 760 feet, more or less, to the meander line of Lost River.

ALSO that portion of the NW corner of Government Lot 9 of Section 31, Township 39 South, Range 10 East of the Willamette Meridian, Klamath County, Oregon, which adjoins Government Lot 10 on the West side of the river.

EXCEPTING THEREFROM any portion lying within the right of way of the Great Northern Railway Company.