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AFTER RECORDING RETURN TO:

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Woodline Solar, LLC
2003 Western Avenue, Suite 225,
Seattle, WA 98121
Attention: Bill Eddie

MEMORANDUM OF ASSIGNMENT AND ASSUMPTION AGREEMENT OF GEOTHERMAL LEASE

This Memorandum of Assignment and Assumption Agreement (“**Memorandum**”), dated as of June 22, 2016 (“**Effective Date**”), is made by and between Jeri Coppa-Knudson, chapter 7 trustee for the estate of In re Klamath Basin Geopower, Inc., case no. 15-51578 (“**Assignor**”), and **Woodline Solar, LLC**, a Delaware limited liability company (“**Assignee**”). Assignor and Assignee may each be referred to herein as a “**Party**” or collectively as the “**Parties**”.

WHEREAS, Assignor is a trustee authorized and ordered by the United States Bankruptcy Court for the District of Nevada to sell that certain Geothermal Lease Agreement, between Optim, Inc., (an affiliate of Klamath Basin Geothermal, Inc.), and Peter and Malinda Nevin (the “**Geothermal Lease**”);

WHEREAS, Assignee wished to take assignment of the Geothermal Lease under the terms described herein the Order lodged on March 13, 2016 in In re Klamath Basin Geopower, Inc., case no. 15-51578-BTB, United States Bankruptcy Court, District of Nevada; and

WHEREAS, the Assignor and Assignee completed the assignment of the Geothermal Lease to Assignee via as Assignment and Assumption Agreement (“**Assignment Agreement**”) to implement the sale and assignment of the Geothermal Lease dated May 24, 2016.

NOW THEREFORE, in consideration of the premise and the mutual agreements herein contained, the Parties duly execute this Memorandum. Except as amended by this Memorandum, the Geothermal Lease remains in full force and effect.

[SIGNATURES ON FOLLOWING PAGE]

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the dated first written above.

JERI COPPA-KNUDSON, TRUSTEE

By: Jeri Coppa-Knudson
Name: Jeri Coppa-Knudson
Title: Trustee

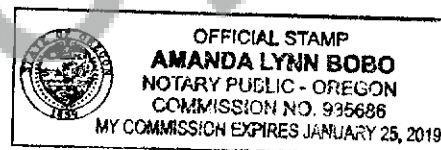
WOODLINE SOLAR, LLC

By: William Eddie
Name: William Eddie
Title: President, OneEnergy Development, LLC
(Manager of Woodline Solar, LLC)

STATE OF Oregon)
COUNTY OF Multnomah) : ss.

On this 15th day of July, 2016, before me, a Notary Public, personally appeared William Eddie, who acknowledged to me that he executed the foregoing Assignment and Assumption Agreement.

Amanda Lynn Bobo
NOTARY PUBLIC



STATE OF Nevada)
COUNTY OF Washoe) : ss.

On this 22nd day of June, 2016, before me, a Notary Public, personally appeared Jeri Coppa-Knudson, who acknowledged to me that she executed the foregoing Assignment and Assumption Agreement.

K. Lutsch
NOTARY PUBLIC

