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Klamath County, Oregon



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**RECORDING REQUESTED BY and
WHEN RECORDED MAIL TO:**
HOGE, FENTON, JONES & APPEL, INC.
Steven D. Siner
4390 Hacienda Drive, Suite 350
Pleasanton, CA 94588

MAIL TAX STATEMENTS TO:
Mark Elworthy
10444 Crow Canyon Road
Castro Valley, CA 94552

**Limited Power of Attorney regarding
KLAMATH STRAITS RANCH
Klamath County, Oregon**

Grantor

Grantee

Mark Elworthy

Sheila Elworthy

LIMITED POWER OF ATTORNEY

- WARNING TO PERSON EXECUTING THIS DOCUMENT -

THIS IS AN IMPORTANT LEGAL DOCUMENT. IT CREATES A LIMITED POWER OF ATTORNEY. BEFORE EXECUTING THIS DOCUMENT, YOU SHOULD KNOW THESE IMPORTANT FACTS:

- 1. THIS DOCUMENT PROVIDES THE PERSON YOU DESIGNATE AS YOUR ATTORNEY IN FACT WITH BROAD POWERS TO DISPOSE, SELL, CONVEY, AND ENCUMBER KLAMATH STRAITS RANCH.**
- 2. YOU HAVE THE RIGHT TO REVOKE OR TERMINATE THIS LIMITED POWER OF ATTORNEY AT ANY TIME.**

LIMITED POWER OF ATTORNEY

I, MARK ELWORTHY, a resident of Glenn County, California, appoint you, SHEILA ELWORTHY, as my attorney-in-fact to act for me and in my name as authorized by this limited power of attorney. All references herein to "my attorney-in-fact" refer to the attorney-in-fact acting at the pertinent time. The terms "attorney-in-fact" and "agent" as used herein have the same meaning.

I intend under this document to create a limited power of attorney pursuant to sections 4100, *et seq.* of the California Probate Code.

I retain the right to revoke or amend this instrument and to substitute other persons in the agent's place. Amendments to this instrument shall be made in writing by me personally (not by the agent), attached to the original of this instrument.

ARTICLE 1.

EFFECTIVE DATE

This Power of Attorney shall become effective upon execution.

ARTICLE 2.

EXPIRATION

This power shall expire on December 31, 2018, unless revoked in writing by me prior to that date.

ARTICLE 3.

POWERS

I hereby grant to you the power to sign any and all documents regarding or relating in any way to the real property commonly referred to as Klamath Straits Ranch, located in Klamath

County, Oregon, and more specifically described in the legal description attached hereto as Exhibit A (hereinafter the "Property"). This power shall include but not be limited to any sale (including escrow documentation), refinancing, hypothecation, encumbrance, lease, or other such actions that you determine to be in the best interest of my ownership interest in the Property.

ARTICLE 4.

RESTRICTIONS ON POWERS

You are prohibited from acting alone or in concert with others to convey the Property to yourself or to an entity in which you hold an equitable interest.

ARTICLE 5.

THIRD PARTY RELIANCE

For the purpose of inducing any bank, broker, escrow company, insurer, lender, transfer agent, taxing authority, governmental agency, or other party to act in accordance with the powers granted in this limited power of attorney, I hereby represent, warrant, and agree that:

5.1. If this limited power of attorney is revoked or amended for any reason, I, my estate, my heirs, successors, and assigns will hold such party or parties harmless from any loss suffered, or liability incurred, by such party or parties in acting in accordance with this limited power of attorney before that party's receipt of written notice of any such revocation or amendment.

5.2. Your signature or act under the authority granted in this limited power of attorney may be accepted by third parties as fully authorized by me and with the same force and effect as if I were personally present, competent, and acting on my own behalf.

5.3. A person who relies upon any representation you may make regarding (1) the fact that your powers are then in effect, (2) the scope of your authority under this limited power of attorney, (3) my competency at the time this limited power of attorney is executed, (4) the fact that

this limited power of attorney has not been revoked, or (5) the fact that you continue to serve as my attorney-in-fact, shall not incur any liability to me, my estate, my heirs, successors, or assigns for permitting you to exercise any power granted to you, nor shall any person who deals with you be responsible to determine or insure the proper application of funds or property.

5.4. All third parties from whom you may request information regarding my personal affairs are hereby authorized to provide such information to you without limitation and are released from any legal liability whatsoever to me, my estate, my heirs, successors, or assigns for complying with your requests. If I have the capacity to confirm this authorization at the time of the request, third parties may seek such confirmation from me if they so desire; and

5.5. You shall have the right to seek appropriate court orders mandating acts which you deem appropriate if a third party refuses to comply with actions taken by you which are authorized by this limited power of attorney or orders enjoining acts by third parties which you have not authorized. In addition, you may sue a third party who fails to comply with actions I have authorized you to take and demand damages, including punitive damages, on my behalf for such noncompliance.

ARTICLE 6.

EXCULPATION

You shall not incur any liability to me, my estate, my heirs, successors, or assigns for acting or refraining from acting hereunder except for willful misconduct or gross negligence. You shall not be responsible for making my assets productive of income or for increasing the value of my estate.

ARTICLE 7.

MISCELLANEOUS

7.1. **Reimbursement of Attorney-in-Fact.** You shall be entitled to reimbursement from my funds for any expenditure made on my behalf under this limited power of attorney.

7.2. **California Law to Govern.** All questions pertaining to the validity, interpretation, and administration of this limited power of attorney shall be determined in accordance with the laws of California.

7.3. **Jurisdiction and Venue.** Any dispute or litigation arising with respect to this limited power of attorney shall be decided by a court or other appropriate forum for the resolution of disputes within Alameda County, State of California.

7.4. **Severability.** If any of the provisions of this limited power of attorney are found to be invalid, such provisions shall be disregarded, and the invalidity shall not affect any of the other provisions.

7.5. **Form of Signature.** You shall use the following form when signing on my behalf pursuant to this limited power of attorney:

“MARK ELWORTHY by SHEILA ELWORTHY, his attorney-in-fact.”

This limited power of attorney is executed by me on November 8, 2017, at Elm, California.


MARK ELWORTHY

ALL PURPOSE ACKNOWLEDGMENT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California)
County of Glenn)

On November 8, 2017, before me, Lupe Medina ~~Notary~~, Notary Public, personally appeared MARK ELWORTHY who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) (s) are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature [Signature] (Seal)

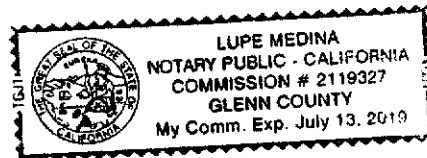


EXHIBIT A
LEGAL DESCRIPTION

In Township 41 South, Range 8 East of the Willamette Meridian, in the County of Klamath, State of Oregon.

SECTION 1: The W1/2

SECTION 2: All

SECTION 3: All that portion of Government Lots 8 and 9, the S1/2 NE1/4 and the SE1/4 lying East of the centerline of the West Canal.

SECTION 10: The NE1/4 NE1/4

SECTION 11: All, EXCEPT the SW1/4 SW1/4

ALSO EXCEPTING THEREFROM, a tract of land situated in the SW1/4 NW1/4 and in the NW1/4 SW1/4 of Section 11, Township 41 South, Range 8 East of the Willamette Meridian Klamath County, Oregon and being more particularly described as follows:

Beginning at the Northwest Corner of said SW1/4 NW1/4; thence North 89 degrees 45' 04" East on the North line of said SW1/4 NW1/4, 299.60 feet to the Centerline of the West Canal; thence Southerly on said Centerline the following courses and distances: South 33 degrees 21' 28" East, 234.94 feet; South 27 degrees 13' 17" East, 1192.99 feet; South 07 degrees 47' 40" East, 1391.51 feet to a point on the South Line of said NW1/4 SW1/4; thence South 89 degrees 43' 36" West on said South Line, 1163.23 feet to the Southwest Corner of said NW1/4 SW1/4; thence North on the West Line of said NW1/4 SW1/4, 1320.00 feet to the Northwest Corner of said NW1/4 SW1/4; thence North on the West Line of said SW1/4 NW1/4, 1320.00 feet to the point of beginning.

SECTION 12: The W1/2

SECTION 13: the N1/2 NW1/4 and Lots 3 and 4

SECTION 14: The N1/2 NE1/4, the NE1/4 NW1/4, and Lots 1, 2, 3 and 4

In Township 40 South, Range 8 East of the Willamette Meridian, in the County of Klamath, State of Oregon.

SECTIONS 23 & 24: All those portions of Section 23 and 24 lying Easterly of Highway No. 97 and Southerly of the centerline of Klamath Straits as presently located and constructed.

SAVING AND EXCEPTING THE FOLLOWING:

The following property conveyed to United States of America in Deed Volume M76 at page 4718, Records of Klamath County, Oregon. A strip or parcel of land in said Section 23, Township 40 South, Range 8 East of the Willamette Meridian, said County and State, and described as follows:

Beginning at said Point "D", said point being the most Westerly point of the hereinabove described Parcel 1: thence from said point of beginning North 89 degrees 02' West 142.2 feet; thence North 71 degree 43' West 1226.7 feet to a point in the Easterly right of way boundary of the U.S. Highway No. 97, said point being South 69 degrees 53' East 2942.6 feet from the Northwest corner of Section 23; thence along said right of way boundary North 18 degrees 17' East 150.0 feet; thence leaving said boundary South 72 degrees 06' East 900.1 feet; thence South 36 degrees 56' East 162.1 feet; thence South 68 degrees 03' East 330.0 feet to the point of beginning.

SECTION 25: All, EXCEPT the SE1/4 NW1/4

SECTION 26: All East of the Railroad, EXCEPTING THEREFROM A piece or parcel of land lying in a strip 100.0 feet in width immediately adjacent on the Southeasterly side of the original canal right of way of the Klamath Drainage District over and across the SE1/4 SW1/4 of Section 23, and the NE1/4 NW1/4 and the Fractional NW1/4 NW1/4 of Section 26, Township 40 South, Range 8 East of the Willamette Meridian, more or less, and more particularly described as follows: Beginning at the point in the line marking the Northerly boundary of the SE1/4 SW1/4 of Section 23, Township 40 South, Range 8 East of the Willamette Meridian, where a line parallel with and 310.0 feet distant at right angles Southeasterly from the centerline of the Southern Pacific Railroad as the same is now located and constructed intersects the same and from which point the Section corner common to Sections 22, 23, 26 and 27, Township 40 South, Range 8 East of the Willamette Meridian, bears South 54 degrees 37' West, 2308.1 feet distant and running thence South 16 degrees 57 1/2' West along a line parallel with and 310.0 feet distant at right angles Southeasterly from the said center line of the Southern Pacific Railroad and which said parallel line is the Southeasterly boundary of the right of way of the Klamath Drainage District's South Canal, 2593.5 feet, more or less, to a point in the Northerly boundary of the right of way of the said South Canal of the Klamath Drainage District, which is a line parallel with and 100.0 feet distant at right angles Northeasterly from the centerline of the said canal as the same is now located and running thence South 75 degrees 34 1/2' East, along last mentioned boundary line 100.1 feet, more or less, to its intersection with a line which is parallel with and 410.0 feet distant at right angles Southeasterly from the said centerline of the Southern Pacific Railroad, and running thence North 16 degrees 57 1/2' East, along said last mentioned parallel line, 2620.0 feet, more or less, to its intersection with the Northerly boundary of the

SE1/4 SW1/4 of Section 23, Township 40 South, Range 8 East of the Willamette Meridian; thence South 89 degrees 48 1/2' West, along last mentioned boundary line, 104.7 feet, more or less, to the said point of beginning.

SECTION 27: That part of the SE1/4 SE1/4 lying East of the Easterly right of way line of the Klamath Falls-Dorris State Highway, U.S. Highway 97.

EXCEPTING THEREFROM that tract of land conveyed to Klamath County, Oregon by Deed Volume 174, page 121, Deed Records of Klamath County, Oregon, as follows:

A piece or parcel of land situated in the NW1/4 NW1/4; the S1/2 NW1/4; and the N1/2 SW1/4 of Section 26; and the NE1/4 SE1/4 of Section 27; all in Township 40 South, Range 8 East of the Willamette Meridian, more or less, situate in Klamath County, Oregon, and more particularly described as follows:

Beginning at the point of intersection of the Easterly boundary of the right of way of the Dalles-California Highway, as same is now located and constructed, with the Southerly boundary of the right of way of the Ady Canal of the Klamath Drainage District as now located and constructed, from which the Section corner common to Sections 22, 23, 26 and 27 of the above Township and Range bears North 36 degrees 30 1/2' West 1630.7 feet distant and running thence South 75 degrees 34 1/2' East along the said Southerly boundary of the right of way of the Ady Canal 652.3 feet; thence South 0 degrees 07' West 2479.2 feet, more or less, to a point in the Southerly boundary of the N1/2 SW1/4 of the said Section 26; thence leaving the boundary of the right of way of the said Ady Canal, South 89 degrees 50' West along the said Southerly boundaries of the N1/2 SW1/4 of the said Section 26, and the NE1/4 SE1/4 of the said Section 27, 2147.0 feet, more or less, to an intersection with the said Easterly boundary of the right of way of the Dalles-California Highway; thence North 32 degrees 21 1/2' East, following said right of way line, 2097.0 feet; thence following a 1 degree 38 1/2' circular curve to the left, 937.8 feet; thence North 16 degrees 57 1/2' East 23.5 feet, more or less, to the said point of beginning.

SECTION 33: The W1/2 SE1/4 SE1/4; ALSO THAT PORTION of the SW1/4 of Section 33, Township 40 South, Range 8 East of the Willamette Meridian, included within the land of the Southern Pacific Company described in Deed dated August 31, 1908, from H. F. Chapman, et al., to California Northeastern Railway Company, recorded January 1, 1909, in Deed Book 25 at page 399, and in Deed dated August 30, 1907 from H. F. Chapman, et al., to California Northeastern Railway Company, recorded October 3, 1907, in Deed Book 23 at page 205, as conveyed to Tulana Farms in Deed Volume M66 at page 5795, Records of Klamath County, Oregon.

SECTION 34: Lot 5, LESS the West 400 feet thereof. ALSO Lots 6, 7, 8, 9, 10, 11, 12, 13 and 14.

SECTION 35: All

SECTION 36: All

In Township 41 South, Range 8 East of the Willamette Meridian, Klamath County, Oregon;

SECTION 3: ALL, EXCEPTION FROM Lot 1 that portion lying West of the Central Pacific Railroad right of way and ALCO EXCEPTING THEREFROM that portion lying Easterly of the centerline of the West Canal.

SECTION 4: The N1/2 NE1/4; the SE1/4 NE1/4, Lot 1 and that portion of the N1/2 of Section 4, Township 41 South, Range 8 East of the Willamette Meridian, included within the land of the Southern Pacific Company described in deed dated May 10, 1907, from F.H. Downing, et al., to California Northeastern Railway Company, recorded June 7, 1907, in Deed book 22, page 549 and in Deed dated December 19, 1907 from D.E. Gordon, et ux., page 497, as conveyed to Tulana Farms by Deed Volume M66, at page 5794, Microfilm Records of Klamath County, Oregon.

AND EXCEPTING a piece or parcel of land situate in Government Lot 1 of Section 3, in Government Lot 1 and the E1/2 NE1/4 of Section 4, all in Township 41 South, Range 8 East of the Willamette Meridian, County of Klamath, State of Oregon, and described as follows:

That portion of said Lot 1 of Section 3 and said Lot 1 and said E1/2 NE1/4 Section 4 bounded Easterly by the Westerly line of Oregon State Highway U.S. 97, bounded Southerly by the Easterly prolongation of the Southerly line of the 0.701 acre parcel of land described as Parcel 2 in Deed dated December 26, 1963, from Winston H. Patterson, et ux., to Southern Pacific Company recorded December 27, 1963 in Volume 350 of Deeds, page 146, Records of said County (said prolongation being the Southerly line of Lot 1 of said Section 4 and bearing South 80 degrees 00' East), bounded Northerly by the Southwesterly line of the County Road leading from said Oregon State Highway U.S. 97 to Keno, Oregon, and bounded Westerly by the following described line: Beginning at the point of intersection of the East line of the W1/2 SE1/4 of said Section 4 with the Southerly line of Lot 2 of said Section 4, said point being the Southeasterly corner of said 0.701 acre parcel of land described as Parcel 2 in said deed and is distant South 17 degrees 55' 06" West 4267.65 feet from the Northeast corner of said Section 4; thence North along said East line, being also the West line of said Lot 1 of Section 4, a distance of 320.83 feet to a point; thence Northeasterly along a curve to the left having a radius of 5679.60 feet and central angle of 10 degrees 50' 35" (tangent to said curve at last mentioned point bears North 31 degrees 47' 35" East) an arc distance of 1074.85 feet; thence North 20 degrees 37' East 99.56 feet; thence North 20 degrees 27' East 2359.20 feet; thence North 22 degrees 08' 15" East 75.75 feet to a point; thence Northeasterly along a curve to the right having a radius of 3869.75 feet and central angle of 8 degrees 40' 19" (tangent to said curve at last mentioned point is last described course) an arc distance of 450.62 feet to a point in the North line of said Section 3, distant thereon North 89 degrees 29' 30" East 245.33 feet from the Northwest corner of said Section 3; thence continuing Northeasterly along the continuation of said curve to the right having a radius of 3869.75 feet, an arc distance of 111.65 feet to the Northerly terminus of the line being herein described.

AND EXCEPTING that portion of Government Lot 1 of Section 3, Township 41 South, Range 8 East of the Willamette Meridian, County of Klamath, State of Oregon, included within a strip of land 100.0 feet in width lying contiguous to and easterly of the line particularly described in the above described Parcel 1.

AND EXCEPTING THEREFROM that portion thereof lying Southerly of the Northerly line of County Road leading from Oregon State Highway U.S. 97 to Keno, Oregon.

AND ALSO EXCEPTING THEREFROM that portion of the above described 100.0 foot wide strip of land lying Northwesterly of the Southeasterly line of land of the Southern Pacific Company.

SECTION 34: Lots 8 thru 16, Block 45, TOWNSHIP OF WORDEN

In Township 40 South, Range 9 East of the Willamette Meridian, in the County of Klamath, State of Oregon.

SECTION 19: That portion of the W1/2 of Section 19, lying Southerly and Westerly of the Klamath Straits as presently located and constructed.

ALSO EXCEPTING any portion lying within the Klamath Straits Drain Enlargement Unit No. K-5 as described in book M76 at page 4636, Deed Records, dated December 2, 1975, recorded April 2, 1976, more particularly described as follows:

A strip or parcel of land in said Section 19, Township 40 South, Range 9 East of the Willamette Meridian, in the County of Klamath, State of Oregon. Said parcel having a uniform width of 50.0 feet, where measurable at right angles, and lying Northeasterly of, adjacent to and parallel with, the arc of a curve as said arc is described in Parcel 1 of Book M76 at page 4636, Deed Records.

SECTION 30: The W1/2

SECTION 31: The W1/2