

2020-001524

Klamath County, Oregon



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02/06/2020 01:12:21 PM

Fee: \$112.00

AFTER RECORDING RETURN TO:

Geronimo Solar Energy, LLC
7650 Edinborough Way, Suite 725
Edina, MN 55435

Space above this line for recording purposes only

MEMORANDUM OF PURCHASE AGREEMENT

THIS MEMORANDUM OF PURCHASE AGREEMENT is made effective as of December 27, 2019, by and between Work First Casualty Company, a Delaware corporation (“**Seller**”) whose address is 1100 East 66th South, Suite 260 Salt Lake City, UT 84121 and Geronimo Solar Energy, LLC, a Minnesota limited liability company (“**Buyer**”) whose address is 7650 Edinborough Way, Suite 725, Edina 55435.

RECITALS

A. Seller is the fee owner of the parcel or parcels of land (the “**Land**”) located in the County of Klamath, State of Oregon legally described in attached **Exhibit A**.

B. Seller and Buyer have entered into a purchase agreement dated December 27, 2019 (the “**Purchase Agreement**”), under which Seller has agreed to sell the Land to Buyer, as generally shown on attached **Exhibit B** (the “**Property**”).

C. The parties wish to record this instrument to give notice to third parties of the existence of the Purchase Agreement and the rights in the Property held by Buyer as the purchaser under the Purchase Agreement.

D. The true consideration paid for this conveyance is \$4,200 per acre of the Property.

consideration, the receipt of which is hereby acknowledged, the parties agree as follows:

1. Seller and Purchaser acknowledge that they have entered into the Purchase Agreement, pursuant to which Buyer has agreed to buy the Property from Seller and Seller has agreed to sell the Property to Buyer.
2. This Memorandum of Purchase Agreement has been executed and delivered by the parties for the purpose of recording and giving notice that a contractual relationship for the sale of the Property has been created between the Seller and the Buyer in accordance with the terms, covenants and conditions of the Purchase Agreement.
3. The terms and conditions of the Purchase Agreement are incorporated by reference into this Memorandum of Purchase Agreement as if set forth fully herein at length.

IN WITNESS WHEREOF, each of the parties hereto has caused this Memorandum of Purchase Agreement to be duly executed as of the day and year first above written.

BUYER

Geronimo Solar Energy, LLC, a
Minnesota limited liability company

By: _____

Jeff Ringblom, CFO

SELLER

Work First Casualty Company, a
Delaware corporation

By: _____

Name: JAMES MADDEN

Its: PRESIDENT

STATE OF MINNESOTA)

) ss.

COUNTY)

The foregoing instrument was acknowledged before me this 9th day of January, 2020, by Jeff Ringblom, the Chief Financial Officer of Geronimo Solar Energy, LLC, a Minnesota limited liability company, on behalf of the company.

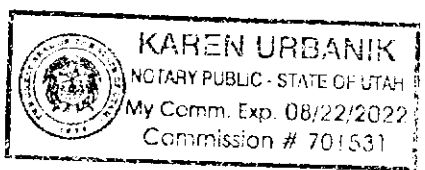
Briana Schauble

Notary Public



STATE OF UTAH }
County of Salt Lake } SS:
}

This instrument was acknowledged before me on December 27,
2019, by JAMES MADDEN as PRESIDENT
of Work First Casualty Company, a Delaware corporation, on behalf of the corporation.



Karen Urbanik
Notary Public for
Utah
My Commission/Expires:
8/22/22

Unofficial Copy

EXHIBIT A

Legal Description of the Land

Tax Parcel ID No(s): 845679, 845688, 845697, 899920

LEGAL DESCRIPTION OF UNSURVEYED PARCEL 1 OF "LAND PARTITION 3-18"

UNSURVEYED PARCEL 1 OF "LAND PARTITION 3-18", SITUATED IN SECTION 17, T28S, R8EWM, KLAMATH COUNTY, OREGON, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTHEAST CORNER OF SAID SECTION 17; THENCE S00°24'02"W 2635.311 FEET TO THE EAST 1/4 CORNER OF SAID SECTION 17; THENCE S00°24'02"W 2635.312 FEET TO THE SOUTHEAST CORNER OF SAID SECTION 17; THENCE N89°49'03"W 1318.64 FEET TO THE EAST 1/16 CORNER COMMON TO SECTION 20, T28S, R8EWM, AND SAID SECTION 17; THENCE N00°21'57"E 1318.358 FEET TO THE SE1/16 CORNER OF SAID SECTION 17; THENCE CONTINUING N00°21'57"E, ALONG THE WEST LINE OF THE E1/2 SE1/4 OF SAID SECTION 17, 831.97 FEET, MORE OR LESS, TO A POINT ON THE BOUNDARY OF THAT TRACT OF LAND DESCRIBED IN DEED VOLUME M00 AT PAGE 4666 OF THE KLAMATH COUNTY DEED RECORDS; THENCE, ALONG THE BOUNDARY OF SAID DEED VOLUME THE FOLLOWING COURSES, S86°18'54"E 222.64 FEET, N76°53'03"E 96.29 FEET, N64°30'00"E 125.57 FEET, N36°54'47"E 80.33 FEET, N13°32'28"E 84.49 FEET, N00°51'14"W 49.75 FEET, N20°45'37"W 125.22 FEET AND N13°06'41"W 112.73 FEET TO A POINT WHICH BEARS N89°45'23"W 896.71 FEET FROM THE EAST 1/4 CORNER OF SAID SECTION 17; THENCE N89°45'23"W 423.52 FEET TO THE C-E1/16 CORNER OF SAID SECTION 17; THENCE, CONTINUING N89°45'23"W 953.46 FEET TO A POINT ON THE NORTHWESTERLY RIGHT OF WAY LINE OF THE UNION PACIFIC RAILROAD; THENCE S12°24'39"W, ALONG THE SAID RIGHT OF WAY LINE, 196.00 FEET; THENCE, LEAVING SAID RIGHT OF WAY LINE, N67°17'37"W 352.272 FEET TO A POINT ON THE NORTH-SOUTH CENTER SECTION LINE OF SAID SECTION 17; THENCE S00°19'52"W 1262.061 FEET TO THE C-S1/16 CORNER OF SAID SECTION 17; THENCE S00°19'52"W 1319.062 FEET TO THE 1/4 CORNER COMMON TO SAID SECTIONS 17 AND 20; THENCE N89°49'03"W 1318.64 FEET TO THE WEST 1/16 CORNER COMMON TO SAID SECTIONS 17 AND 20; THENCE N00°17'43"E, ALONG THE WEST LINE OF THE E1/2 SW1/4 OF SAID SECTION 17, 663 FEET, MORE OR LESS, TO THE SOUTHEASTERLY RIGHT OF WAY LINE OF HIGHWAY 97; THENCE N17°15'28"E, ALONG THE SAID RIGHT OF WAY LINE, 3996 FEET, MORE OR LESS, TO ITS INTERSECTION WITH THE SOUTH LINE OF THAT TRACT OF LAND DESCRIBED IN DEED VOLUME M79 AT PAGE 8328 OF THE KLAMATH COUNTY DEED RECORDS; THENCE, ALONG THE BOUNDARY OF SAID DEED VOLUME, S89°35'56"E 376.69 FEET AND N17°47'28"E 829 FEET, MORE OR LESS, TO A POINT ON THE NORTH LINE OF SAID SECTION 17; THENCE S89°41'43"E 2172.807 FEET TO THE POINT OF BEGINNING.

EXCEPTING THEREFROM, ANY PORTION LYING WITHIN THE RIGHT OF WAY OF THE UNION PACIFIC RAILROAD.

THIS PARCEL CONTAINS 293.22 ACRES, MORE OR LESS.

AND

LEGAL DESCRIPTION OF UNSURVEYED PARCEL 1 OF "LAND PARTITION 2-18"

UNSURVEYED PARCEL 1 OF "LAND PARTITION 2-18", SITUATED IN THE NW1/4 OF SECTION 17, AND THE N1/2 OF SECTION 18, T28S, R8EWM, KLAMATH COUNTY, OREGON, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTHWEST CORNER OF SAID SECTION 17; THENCE S89°41'43"E, ALONG THE NORTH LINE OF SAID SECTION 17, 2416 FEET, MORE OR LESS, TO THE NORTHWESTERLY RIGHT OF WAY LINE OF HIGHWAY 97; THENCE S16°55'30"W, ALONG SAID RIGHT OF WAY, 2486 FEET, MORE OR LESS, TO A POINT WHICH BEARS S35°06'20"E 2918.24 FEET FROM THE SAID NORTHWEST CORNER OF SECTION 17; THENCE N73°23'35"W 2219.90 FEET; THENCE N77°40'39"W 311.26 FEET; THENCE S89°10'40"W 577.11 FEET; THENCE S79°40'13"W 443.81 FEET; THENCE S87°05'12"W 213.40 FEET; THENCE N80°39'48"W 230.49 FEET; THENCE N49°51'16"W 640.97 FEET; THENCE N42°26'16"W 505.61 FEET; THENCE N44°21'36"W 461.6 FEET, MORE OR LESS, TO A POINT ON THE EAST-WEST CENTERLINE OF THE NE1/4 NW1/4 OF SAID SECTION 18; THENCE N89°30'29"W 607.19 FEET, MORE OR LESS, TO THE C-N-NW 1/64 CORNER OF SAID SECTION 18; THENCE N89°30'29"W 661.188 FEET TO THE NW-NW 1/64 CORNER OF SAID SECTION 18; THENCE N00°14'12"E 660.627 FEET TO THE W-W 1/64 CORNER COMMON TO SECTION 7, T28S, R8EWM, AND SAID SECTION 18; THENCE S89°30'12"E 4627.044 FEET TO THE POINT OF BEGINNING, CONTAINING 243 ACRES, MORE OR LESS.

AND

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LEGAL DESCRIPTION OF UNSURVEYED PARCEL 2 OF "LAND PARTITION 2-18"

UNSURVEYED PARCEL 2 OF "LAND PARTITION 2-18", SITUATED IN THE W1/2 OF SECTION 17, AND SECTION 18, T28S, R8EWM, KLAMATH COUNTY, OREGON, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE NORTHWESTERLY RIGHT OF WAY LINE OF HIGHWAY 97, FROM WHICH THE NORTHWEST CORNER OF SAID SECTION 17 BEARS N35°06'20"W 2918.24 FEET; THENCE, LEAVING THE SAID RIGHT OF WAY LINE, N73°23'35"W 2219.90 FEET; THENCE N77°40'39"W 311.26 FEET; THENCE S89°10'40"W 577.11 FEET; THENCE S79°40'13"W 443.81 FEET; THENCE S87°05'12"W 213.40 FEET; THENCE N80°39'48"W 230.49 FEET; THENCE N49°51'16"W 640.97 FEET; THENCE N42°26'16"W 505.61 FEET; THENCE N44°21'36"W 461.6 FEET, MORE OR LESS, TO A POINT ON THE EAST-WEST CENTERLINE OF THE NE1/4 NW1/4 OF SAID SECTION 18; THENCE N89°30'29"W 607.19 FEET, MORE OR LESS, TO THE C-N-NW 1/64 CORNER OF SAID SECTION 18; THENCE S00°13'16"W 660.568 FEET TO THE NW1/16 CORNER OF SAID SECTION 18; THENCE S89°30'47"E 661.37 FEET TO THE C-E-NW 1/64 CORNER OF SAID SECTION 18; THENCE S00°12'19"W 660.514 FEET TO THE SE-NW 1/64 OF SAID SECTION 18; THENCE S89°31'05"E 661.552 FEET TO THE C-S-N 1/64 CORNER OF SAID SECTION 18; THENCE S00°11'22"W 660.458 FEET TO THE C1/4 OF SAID SECTION 18; THENCE S89°31'23"E 660.169 FEET TO THE C-W-E 1/64 CORNER OF SAID SECTION 18; THENCE S00°12'27"W 1318.663 FEET TO THE C-W-SE 1/64 CORNER OF SAID SECTION 18; THENCE N89°28'15"W 659.755 FEET TO THE C-S 1/16 CORNER OF SAID SECTION 18; THENCE S00°15'19"W 770.69 FEET; THENCE S89°39'39"E 2638.90 FEET, MORE OR LESS, TO A POINT ON THE LINE COMMON TO SAID SECTIONS 17 AND 18; THENCE N00°15'43"E 761.94 FEET, MORE OR LESS, TO THE S1/16 CORNER COMMON TO SAID SECTIONS 17 AND 18; THENCE S89°47'13"E, ALONG THE EAST-WEST CENTERLINE OF THE SW1/4 OF SAID SECTION 18, 1206 FEET, MORE OR LESS, TO THE NORTHWESTERLY RIGHT OF WAY LINE OF HIGHWAY 97; THENCE N16°55'30"E 1653 FEET, MORE OR LESS, TO THE POINT OF BEGINNING, CONTAINING 248 ACRES, MORE OR LESS.

AND

LEGAL DESCRIPTION OF UNSURVEYED PARCEL 3 OF "LAND PARTITION 2-18"

UNSURVEYED PARCEL 3 OF "LAND PARTITION 2-18", SITUATED IN THE S1/2 OF SECTION 18, AND THE W1/2 NE1/4 OF SECTION 19, T28S, R8EWM, KLAMATH COUNTY, OREGON, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE SECTION CORNER COMMON TO SECTIONS 17 AND 20, T28S, R8EWM, AND SAID SECTIONS 18 AND 19; THENCE N89°25'08"W 1318.681 TO THE EAST 1/16 CORNER COMMON TO SAID SECTIONS 18 AND 19; THENCE S00°04'30"W 2643.64 FEET TO THE C-E 1/16 CORNER OF SAID SECTION 19; THENCE N89°58'35"W 1320.30 FEET TO THE CENTER 1/4 CORNER OF SAID SECTION 19; THENCE N00°07'50"E 2648.46 FEET TO THE 1/4 CORNER COMMON TO SAID SECTIONS 18 AND 19; THENCE N89°39'39"W 2765.095 TO THE SOUTHWEST CORNER OF SAID SECTION 18; THENCE N00°15'19"E 2642.776 FEET TO THE WEST 1/4 CORNER OF SAID SECTION 18; THENCE S89°31'23"E 1438.61 FEET TO THE C-W 1/16 CORNER OF SAID SECTION 18; THENCE S00°13'16"W 1319.656 FEET TO THE SW 1/16 CORNER OF SAID SECTION 18; THENCE S89°35'31"E 1324.191 FEET TO THE C-S 1/16 CORNER OF SAID SECTION 18; THENCE S00°15'19"W 770.69 FEET; THENCE S89°39'39"E 2638.90 FEET, MORE OR LESS, TO A POINT ON THE EAST LINE OF SAID SECTION 18; THENCE S00°15'43"W 558.51 FEET, MORE OR LESS, TO THE POINT OF BEGINNING, CONTAINING 241 ACRES, MORE OR LESS.

Entire parcel contains approximately 1025.22 acres more or less.

EXHIBIT B

Site Plan Showing Location of the Property within the Land

