

**2022-003885**

**Klamath County, Oregon**

**03/31/2022 09:11:01 AM**

**Fee: \$202.00**

**RECORDING REQUESTED BY AND  
WHEN RECORDED RETURN TO:**

**UMPQUA BANK**

675 Oak Street, Second Floor

Eugene, OR 97401

Attn: Bev Burke

**LEASE SUBORDINATION AGREEMENT**

**GRANTOR/TENANT:** ABBY'S, LLC, an Oregon limited liability company

**GRANTOR/LANDLORD:** ABBY'S RE LLC, an Oregon limited liability company, ABBYS  
RE DALLAS LLC, an Oregon limited liability company, and ABBYS RE  
SPRINGFIELD LLC, an Oregon limited liability company

**GRANTEE:** UMPQUA BANK

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## LEASE SUBORDINATION AGREEMENT

THIS LEASE SUBORDINATION AGREEMENT (this "Agreement"), is made as of March 30, 2022 by and among ABBY'S RE LLC ("Abby's RE"), an Oregon limited liability company, ABBYS RE DALLAS LLC ("Abbys Dallas"), an Oregon limited liability company, and ABBYS RE SPRINGFIELD LLC ("Abbys Springfield"), an Oregon limited liability company (collectively, "Landlord"), whose address is 2722 NE Stephens St. Roseburg, OR 97470; ABBY'S, LLC, an Oregon limited liability company ("Tenant"), whose address is 2722 NE Stephens St. Roseburg, OR 97470; and UMPQUA BANK, an Oregon state-chartered bank ("Lender"), whose address is 675 Oak Street, Second Floor, Eugene, OR 97401.

WHEREAS, Abby's RE is the fee simple owner of the real estate legally described on Exhibit A-1 attached hereto together with the improvements now or hereafter located thereon, Abbys Dallas has a leasehold estate of the real estate legally described on Exhibit A-2 attached hereto, and owns the improvements now or hereafter located thereon, and Abbys Springfield has a leasehold estate of the real estate legally described on Exhibit A-3 attached hereto, and owns the improvements now or hereafter located thereon (collectively, the "Real Property"); and

WHEREAS, Landlord, as successor-in-interest by deed to ABRE, L.L.C., leases the Real Property to Tenant pursuant to that certain Master Lease dated April 20, 2021 (as the same may be amended, the "Lease"), a memorandum of which was recorded on the following dates in the following counties, and subsequently assigned;

<u>County</u>	<u>Recording Date</u>	<u>Recording Number</u>	<u>Re-Recording Date</u>	<u>Re-Recording Number</u>	<u>Assignment Recording</u>	<u>Assignment Recording No.</u>
Douglas	4/21/2021	2021-008739			12/20/2021	2021-024157 thru 2021-024162 & 2021-024165
Jackson	4/21/2021	2021-017820			12/20/2021	2021-051689 2021-051691
Josephine	4/21/2021	2021-007324			12/20/2021	2021-021115 2021-021116
Klamath	4/21/2021	2021-006232			12/20/2021	2021-018826
Lane	4/21/2021	2021-027551	4/30/2021	2021-030132	12/20/2021	2021-078186 2021-078188 2021-078190 2021-078191
Lincoln	4/21/2021	2021-05118			12/20/2021	2021-15920
Marion	4/21/2021	Reel: 4480-45	4/30/2021	Reel: 4484-112	12/20/2021	Reel: 4576- 314
Multnomah	4/21/2021	2021-064349			12/20/2021	2021-183070
Polk	4/21/2021	2021-006871	4/30/2021	2021-007583	12/21/2021	2021-019846
Umatilla	4/21/2021	2021-7200059			12/20/2021	2021-7330694
Yamhill	5/4/2021	2021-09110			12/20/2021	2021-25035

WHEREAS, Lender has agreed to make a loan to Landlord (the "Loan"), pursuant to the terms of that certain Term Loan Agreement dated as of the date hereof among Landlord and Lender (as the same may be amended, restated, supplemented, extended, or otherwise modified in writing from time to time, the "Loan Agreement"), and evidenced by a Promissory Note in favor of Lender (the "Note"); and

WHEREAS, in connection with, and as security for, the Loan, Landlord has agreed to execute a Deed of Trust, Security Agreement, Assignment of Leases and Rents, and Fixture Filing ("Deed of Trust") in favor of Lender encumbering the Real Property; and

WHEREAS, Lender, Landlord, and Tenant desire to establish certain rights, obligations and priorities relating to their respective interests in the Real Property.

NOW, THEREFORE, Landlord, Tenant, and Lender hereby agree, as follows:

1. Subordination. The Deed of Trust and any and all extensions, renewals, modifications or replacements thereof shall be and at all times remain a lien or charge on the Real Property prior and superior to the Lease, the leasehold created thereunder, and any other rights Tenant may have under the Lease or in the Real Property. Tenant intentionally and unconditionally waives, relinquishes and subordinates the priority and superiority of the Lease and Tenant's right, title and interest to the Real Property thereunder to the lien of the Deed of Trust, and any and all extensions, renewals, modifications or replacements thereof.

2. Right to Terminate Lease. At any time after (a) the commencement of a judicial or non-judicial proceeding brought by or on behalf of Lender to enforce any rights arising because of any default under the Deed of Trust, Loan Agreement or the Note, including any action taken in a bankruptcy or other insolvency proceeding, or (b) Lender's (or its designee's) acceptance of a deed in lieu of foreclosure, Lender shall have the right to terminate the Lease as to the Real Property and Tenant's occupancy of the Real Property. Lender's right under this section includes the right to elect to terminate the Lease as to any portion of the Real Property while electing not to terminate the Lease as to any or all other real property leased by Tenant under the Lease. In the event Lender elects not to terminate the Lease as to any or all of the Real Property, then at any time during or after an event described in the preceding sentence, notwithstanding any provision of the Lease, Tenant shall attorn to Lender or to any transferee of Lender and promptly execute such instruments as may be appropriate to evidence such attornment.

3. Entire Subordination Agreement. This Agreement constitutes the whole and only agreement between the parties hereto with regard to the subordination of the Lease to the lien of the Deed of Trust; there are no agreements (written or oral) outside or separate from this Agreement with respect to the subject matter hereof; and all prior negotiations with respect thereto, if any, are merged into this Agreement. This Agreement shall supersede and cancel, but only insofar as would affect the priority between the Deed of Trust and the Lease, any prior agreements as to such subordination, including without limitation those provisions, if any, contained in the Lease that provide for the subordination thereof to the lien of a deed of trust, mortgage, or other security instrument affecting all or any portion of the Real Property.

4. Miscellaneous. All defined terms used, but not defined herein, have the meanings set forth in the Loan Agreement. This Agreement shall be governed in accordance with the laws of the State of where the Real Property is located, without regard to conflicts of laws principles. This Agreement may be executed in counterparts, and each counterpart shall be effective as an original when a counterpart has been signed by all parties. This Agreement may only be amended

by a written agreement executed by Landlord, Tenant, and Lender (or their respective successors or assigns). The term "Lender" as used through this Agreement includes any successors or assigns of Lender, including any holder(s) of any interest in the Note. This Agreement binds the successors and assigns of Landlord and Tenant and shall run with the land. If any action is commenced to enforce any provision of this Agreement or in connection with its meaning, the prevailing party in such action shall be awarded, in addition to any other relief it may obtain, its reasonable costs and expenses, including reasonable attorney's fees and expenses.

*[signature pages follow]*

[LANDLORD SIGNATURE PAGE TO LEASE SUBORDINATION AGREEMENT]

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

**"Landlord"**

ABBY'S RE LLC  
ABBYS RE DALLAS LLC  
ABBYS RE SPRINGFIELD LLC

By: Jami Seal  
Name: Jami Seal  
Title: CFO/Vice President of each

STATE OF OREGON                    )  
  ) SS  
COUNTY OF Douglas            )

This instrument was acknowledged before me on March 28, 2022, by Jami Seal as CFO/Vice President of Lone Rock Timber Management Company, a Washington corporation and Lone Rock Timberland Co, a Washington corporation, the Boards of Directors of which authorized her to sign this instrument as CFO/Vice President of Abby's RE LLC, Abbys RE Dallas LLC, and Abbys RE Springfield on behalf of each of them.

Tracey Lynn Cagle  
Notary Public for Oregon  
My commission expires: August 03, 2024



[TENANT SIGNATURE PAGE TO LEASE SUBORDINATION AGREEMENT]

"Tenant"

ABBY'S, LLC

By: Jami Seal  
Name: Jami Seal  
Title: CFO/Vice President of each

STATE OF OREGON                    )  
  ) SS  
COUNTY OF Douglas        )

This instrument was acknowledged before me on March 28 2022, by Jami Seal as CFO/Vice President of Lone Rock Timber Management Company, a Washington corporation and Lone Rock Timberland Co, a Washington corporation, the Boards of Directors of which authorized her to sign this instrument as CFO/Vice President of Abby's, LLC on its behalf.

Tracey Lynn Cagle  
Notary Public for Oregon  
My commission expires: August 03, 2024



[LENDER SIGNATURE PAGE TO LEASE SUBORDINATION AGREEMENT]

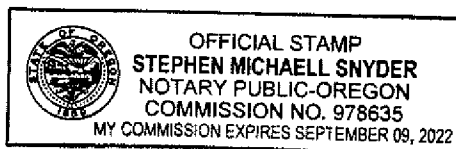
"Lender"

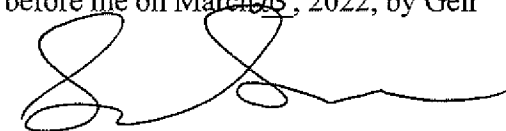
UMPQUA BANK

By:   
Name: Geir Lefaive  
Title: Vice President

STATE OF OREGON                    )  
  ) SS  
COUNTY OF Lane                )

This instrument was acknowledged before me on March <sup>25<sup>th</sup></sup> 2022, by Geir Lefaive as Vice President of Umpqua Bank.



  
Notary Public for Oregon  
My commission expires: Sep 09 2022

## **EXHIBIT "A-1"**

### **Legal Description**

#### **(Douglas County):**

##### **(27-06W-12AA-01100; Douglas)**

Beginning at a point on the West right of way line of the Pacific Highway No. 99, Business Route, which is North 0° 03' West 610.0 feet from an iron pipe or a point which is South 0° 34' West 2720.4 feet from the North corner of Lot 38, Edenbower Orchard Tracts, Douglas County, Oregon; thence North 0° 03' West 150.0 feet along the West right of way line of said highway; thence South 88° 58' West 154.2 feet to the Easterly right of way line of the Southern Pacific Railroad; thence South 5° 19' West 150.0 feet along said railroad right of way line; thence North 89° 16' East 165.5 feet to the point of beginning, in Lot 38, Edenbower Orchard Tracts, Douglas County, Oregon.

Property Address: 2722 NE Stephens St, Roseburg, OR

##### **(27-06W-12AA-01600; Douglas)**

A parcel of land lying in the Northeast quarter of Section 12, Township 27 South, Range 6 West, Willamette Meridian, Douglas County, Oregon, and in Lot 38, Edenbower Orchard Tracts, Douglas County, Oregon, described as follows:

Beginning at a 5/8 inch iron rod set on the West right of way line of the Old Pacific Highway, which is North 3° 42' West 898.0 feet and North 0° 03' West, along the Old Pacific Highway right of way line, 657.1 feet from the Southwest corner of the Daniel P. Barnes Donation Land Claim No. 39, said Township and Range, at the Southeast corner of lands described in Volume 221, Page 614, Deed Records of Douglas County, Oregon; thence West 125.0 feet to a 5/8 inch iron rod; thence South 0° 03' East 50.0 feet to a point; thence West 109.4 feet to a point; thence North 5° 19' East 100.44 feet to a ¾ inch iron pipe; thence East 225.0 feet to a 1 inch steel axle set in the West right of way line of the Old Pacific Highway; thence along said West right of way line, South 0° 03' East 50.0 feet to the place of beginning.

Property Address: 2520 NE Stephens St, Roseburg, OR

##### **PARCEL I (27-06W-12DD-08800; Douglas)**

Lots 17 and 18 and also beginning at a ½ inch iron pipe on the Easterly right of way line of the Pacific Highway (U.S. 99) from which the Southwest corner of Block 5, Thomas Subdivision of Fruitvale bears South 2° 45' West 89.67 feet; thence South 89° 28' East 95.27 feet to a 7/8 inch

Legal Description – Lease Subordination Agreement



iron rod on the East line of Lot 2, Block 5, Thomas Subdivision; thence North 0° 05' West 10.0 feet to a ¾ inch iron rod on the North line of said Lot 2; thence North 89° 28' West 95.55 feet along the Northerly line of Lots 1 and 2 to a point on the Easterly right of way of said U.S. Highway 99; thence along a 686.28 foot radius curve left, the chord of which bears South 1° 42' East 10.0 feet to the point of beginning, all lying in Block 5, Thomas Subdivision Lot 13, Fruitvale, according to the Official Plat on File and of Record in the Office of the County Clerk, Douglas County, Oregon.

EXCEPT that portion conveyed to the State of Oregon, by Deed, Recorded in Book 749, Page 457, Records of Douglas County, Oregon, Recorder's No. 80-4136.

**PARCEL II (27-06W-12DD-08900; Douglas)**

Lots 5 and 6, Block 5, Thomas Subdivision of Lot 13, Fruitvale, Section 13, Township 27 South, Range 6 West, Willamette Meridian, Douglas County, Oregon.

ALSO beginning at the Southeast corner of Lot 5, Block 5, Thomas Subdivision of Fruitvale, running thence South 12.5 feet South on the East line of Lot 4, in the same block and addition; thence West on a parallel line with the South line of said Lot 5, 100 feet to the West boundary line of Lot 3, in the same block and addition, to a point 12.5 feet South of said Lot 5; thence North 12.5 feet to the South line of said Lot 5; thence East to the place of beginning, being a strip of land 12.5 feet wide off the North end of Lots 3 and 4, Thomas Addition to Fruitvale.

ALSO, that part of vacated William Street that inured thereto on vacation thereof.

**PARCEL III (27-06W-12DD-08700; Douglas)**

Lots 7, 8, 9, 14, 15 and 16 of Block 5, Thomas Subdivision of Fruitvale Addition to the City of Roseburg, Douglas County, Oregon.

TOGETHER WITH that part of vacated William Street that inured thereto on vacation thereof.

EXCEPT that portion conveyed to the State of Oregon, by Deed, Recorded in Book 749, Page 457, Records of Douglas County, Oregon, Recorder's No. 80-4136.

**PARCEL IV (27-06W-12DD-08500; Douglas)**

The North half of Lots 10, 11, 12 and 13, in Block 5, Thomas Subdivision of Fruitvale, Douglas County, Oregon.

TOGETHER WITH that part of vacated William Street that inured thereto on vacation thereof.

Legal Description – Lease Subordination Agreement

EXCEPT that portion conveyed to the State of Oregon, by Deed, Recorded in Book 749, Page 457, Records of Douglas County, Oregon, Recorder's No. 80-4136.

ALSO EXCEPTING THEREFROM that portion described in deed, to State of Oregon, Department of Transportation, Recorded April 16, 1993, in Book 1230, Page 488, Recorder's No. 93-8011, Records of Douglas County, Oregon.

**PARCEL V (27-06W-12DD-08600; Douglas)**

The South half of Lots 10, 11, 12 and 13, Block 5, Thomas Subdivision, Douglas County, Oregon.

TOGETHER WITH that part of vacated William Street that inured thereto on vacation thereof.

EXCEPT that portion conveyed to the State of Oregon, by Deed, Recorded in Book 749, Page 457, Records of Douglas County, Oregon, Recorder's No. 80-4136.

Property Address: 1641 and 1661 NE Stephens St, Roseburg, OR

**(28-06W-21AC-07500; Douglas)**

Beginning at a point on the South right of way line of State Highway 42, said point of beginning bears North 68° 25' East 180.9 feet and South 30.66 chains and East 39.41 chains from the Southwest corner of Section 16, Township 28 South, Range 6 West, Willamette Meridian; thence leaving said Highway 42 and running South 2° 04' East 233.7 feet; thence South 89° 17' East 180.7 feet to a point on the West right of way line of U.S. Highway 99; thence North 14° 17' East 128.9 feet along said Highway 99; thence leaving said Highway 99 and running North 59° 17' West 100.0 feet; thence North 18° 09' West 104.0 feet to a point on said State Highway 42; thence South 75° 53' West 26.2 feet and South 68° 25' West 86.6 feet along said State Highway 42 to the point of beginning, all being in Douglas County, Oregon.

EXCEPTING THEREFROM that portion described as follows:

Beginning at a ¾ inch iron pipe on the North side of a 50 foot wide road Easement, said point of beginning bears East 39.41 chains and South 30.66 chains and South 0° 04' West 164.7 feet and South 89° 17' East 232.5 feet from the Southwest corner of Section 16, Township 28 South, Range 6 West, Willamette Meridian, Douglas County, Oregon; thence running South 89° 37' East 125.0 feet along said road Easement to its intersection with the Westerly right of way line of U.S. Highway 99; thence North 14° 17' East 128.0 feet along the said Highway right of way to its intersection with the Southerly line of that tract of land more fully described in Volume 314, Page 411, Deed Records of the Clerk of Douglas County; thence leaving said highway and running North 60° 16' West 100.8 feet along the said tract of land to the Southwest corner of said tract; thence South 61° 40' West 81.0 feet; thence South 1° 00' East 135.0 feet to the point of beginning, all being situated in the City of Winston in Section 21 of said Township 28 South, Range 6 West of the Willamette Meridian, Douglas County, Oregon.

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ALSO EXCEPTING THEREFROM that portion as conveyed to the State of Oregon, by and through its State Highway Commission, by Deed recorded August 2, 1972, in Book 499, Records of Douglas County, Oregon, Recorder's No. 72-11031.

Property Address: 96 SW Douglas, Winston, OR

**(27-05W-20BB-02000; Douglas)**

Beginning at a point which bears South 110.0 feet from the Northeast corner of Lot 21, First Brookside Addition to Roseburg, Douglas County, Oregon, which point is on the East boundary of said Lot 21; thence South 101.32 feet along the East boundary of said Lot 21; thence West 198.0 feet; thence North 101.32 feet; thence East 198.0 feet to the point of beginning, all situated in Lot 21, First Brookside Addition to Roseburg, Douglas County, Oregon.

**(27-05W-20BB-02200; Douglas)**

Beginning at a ½ inch iron pin on the East line of Lot 21, First Brookside Addition, Douglas County, Oregon, located South 0° 58' 30" East a distance of 14.0 feet from the Northeast corner of said Lot 21 and on the South right of way line 40.0 feet distant, Southerly at right angles from Engineer's Station 56+06.7 on the centerline of the North Umpqua Highway; thence South along said East line of Lot 21, a distance of 96.0 feet to a ½ inch iron pin on said South right of way line; thence South 89° 59' 30" East along said South right of way line, a distance of 80.0 feet to the point of beginning.

EXCEPT that portion conveyed to the City of Roseburg, in Instrument No. 68-7198, Records of Douglas County, Oregon.

ALSO EXCEPTING THEREFROM that portion conveyed to the State of Oregon, by and through its Department of Transportation, Recorded June 7, 2007, Recorder's No. 2007-12982, Records of Douglas County, Oregon.

**(27-05W-20BB-02100; Douglas)**

Beginning at a point on the North line of Lot 21, First Brookside Addition to the City of Roseburg, Douglas County, Oregon, said point being 80 feet West of the Northeast corner of said Lot; thence South 110 feet; thence West 118 feet to a point on the East line of the lands conveyed to H.W. Sanders and wife, as Recorded in Volume 130, Page 214, Deed Records of Douglas County, Oregon; thence North 110 feet to a point on the North line of said lot which is 118 feet West of the point of beginning; thence East 118 feet to the place of beginning.

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EXCEPTING THEREFROM that portion included in the lands conveyed to the State of Oregon for road purposes as described, in Volume 147, Page 97, Deed Records of Douglas County, Oregon.

EXCEPTING that portion taken for widening of Diamond Lake Boulevard.

Property Address: 2585 Diamond Lake Blvd., Roseburg, OR

**(29-05W-28DB-02900; Douglas)**

A parcel of land in Section 28, Township 29 South, Range 5 West, Willamette Meridian, Douglas County, Oregon, being more particularly described as follows:  
Beginning at a 5/8 inch iron rod with plastic cap which bears South 89° 39' 30" East 97.48 feet from the Southwest corner of the Lazarus Wright Donation Land Claim No. 45, Douglas County, Oregon; thence South 89° 39' 30" East 345.00 feet to a 5/8 inch iron rod with plastic cap on the Westerly right of way line of Old Pacific Highway No. 99; thence South 15° 02' East 125.00 feet along said right of way to a 5/8 inch iron rod with plastic cap; thence leaving said right of way North 89° 39' 30" West 345.00 feet to a 5/8 inch iron rod with plastic cap; thence North 15° 02' West 125.00 feet to the point of beginning.

Property Address: 700 S. Main Street, Myrtle Creek, OR

**(25-05W-19AA-03200; Douglas)**

Lots 9, 10 and the Easterly 17 1/2 feet of Lot 11, Block 1, Sunnyside Terrace, Douglas County, Oregon.

An easement for ingress and egress, Recorded December 20, 2021, Instrument No. 2021-024166.

Property Address: 1011 West Central, Sutherlin, OR

**(Jackson County):**

Commencing at the Southeast corner of Donation Land Claim No. 44 in Township 37 South, Range 1 West, of the Willamette Meridian, Jackson County, Oregon; thence North 89°58' West, 735.70 feet along the South line of said Claim to an intersection of the Westerly boundary of the Pacific Highway; thence North 26° 29' West, along said Highway boundary 1078.5 feet to a 1 inch pipe for the true point of beginning; thence continue North 26°29' West, along said Highway boundary, 43.34 feet to the South boundary of Melrose Avenue-Barnett Road extension; thence along said boundary line, South 89°37'40" West, 183.99 feet; thence South 0°22'20" West, 22.56 feet; thence South 35°07'30" East, 135.75 feet; thence North 63°33'00" East, 154.74 feet to the Westerly boundary of the Pacific Highway; thence North 26°29' West, along said Highway boundary 30.0 feet to the true point of beginning.

EXCEPTING THEREFROM that portion deeded to the City of Medford, a municipal corporation, in document recorded July 10, 2003, as Instrument No. 03-45149, Official Records of Jackson County, Oregon.

Property Address: 1080 S. Riverside, Medford, OR

**(Jackson County):**

**TRACT A:**

Commencing at a point on the East line of Section 16, Township 36 South, Range 4 West, Willamette Meridian, Jackson County, Oregon, 35 rods North of the Southeast corner of said section; thence West, 336 feet; thence North 64 feet; thence East 336 feet; thence South 64 feet to the point of beginning.

EXCEPTING THEREFROM the West Half as heretofore conveyed by Warranty Deed recorded July 3, 1978, as Document No 78-14884, Official Records of Jackson County, Oregon.

**TRACT B:**

All of Lots 15 and 23 and the North Half of Lots 16 and 22, Block 2 BERGLAND ADDITION, to the City of Rogue River, Jackson County, Oregon.

Property Address: 121 Pine St, Rogue River, OR

**(Josephine County):**

Beginning at the intersection of the Southerly right of way line of Northeast "E" Street with the West line of Section 16, Township 36 South, Range 5 West, of the Willamette Meridian, Josephine County, Oregon; said intersection being North 0°55'23" West of and 1301.95 feet distant from the Southwest corner of said Section 16; thence South 86°14'06" East along said Southerly right of way line, 16.55 feet to the true point of beginning; thence continue South 86°14'06" East along said right of way line, 210.71 feet to a 5/8 inch diameter iron rod; thence South 0°55'23" East, parallel to the West line of said Section 16, 200.00 feet to a 5/8 inch diameter iron rod; thence North 86°14'06" West, parallel to the Southerly right of way line of Northeast "E" Street, 210.71 feet to established Easterly right of way line of McLearn Road; thence North 0°55'23" West along said Easterly right of way line, 200.00 feet, to the true point of beginning.

EXCEPTING THEREFROM the West 10.0 feet thereof. ALSO LESS AND EXCEPT that portion conveyed to the State of Oregon by instrument recorded April 5, 1989, as Document No. 89-04625, Official Records of Josephine County, Oregon.

Beginning at the intersection of the Southerly right of way line of Northeast "E" Street with the West line of Section 16, Township 36 South, Range 5 West, of the Willamette Meridian, Josephine County, Oregon; said intersection being North 0°55'23" West of and 1301.95 feet distant from the Southwest corner of said Section 16; thence South 86°14'06" East along said Southerly right of way line 227.26 feet to a 5/8 inch iron rod at the Northeast corner of tract described in Volume 334, Page 67, Josephine County Deed Records; thence continue South 86°14'06" East, along said right of way line 50 feet to the true point of beginning; thence North 86°14'06" West 50 feet to said Northeast corner, thence along the East and South line of said tract, South 0°55'23" East, parallel to the West line of said Section 16, a distance of 200.00 feet to a 5/8 inch diameter iron rod; thence North 86°14'06" West, parallel to the Southerly right of way line of Northeast "E" Street, 210.71 feet to established Easterly right of way line of McLearn Road; thence South 0°55'23" East, along said Easterly right of way line 50 feet; thence South 86°14'06" East, parallel with the South line of said tract and the Easterly extension thereof, 260 feet, more or less, to a point that bears South 0°55'23" East from the true point of beginning; thence North 0°55'23" West 250 feet, more or less, to the true point of beginning. LESS AND EXCEPT that portion conveyed to Josephine County, for road purposes, by instrument recorded in Document No. 87-02227, Official Records of Josephine County, Oregon. Property Address: 205 and 201 NE Beacon Dr, Grants Pass, OR

**(Josephine County):**

Parcel 1 of Partition Plat No. 2007-003, Josephine County, Oregon.  
Property Address: 1560 Williams Highway, Grants Pass, OR

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**(Klamath County):**

A piece of parcel of land situated in Tract 33A Enterprise Tracts, being a portion of the NW1/4 of Section 3, Township 39 South, Range 9 East, Willamette Meridian, and being more particularly described as follows:

Beginning at a 5/8 inch aluminum capped rebar on the Easterly right of way line of Austin Street as the same is presently located and constructed from which the iron pipe monument marking the Northeast corner of Tract 33A of Enterprise Tracts bears North 34°07'30" East 53.32 feet and South 89°30'00" East 209.67 feet distant; thence South 34°07'30" West along said right of way line of Austin Street 100.00 feet to a 5/8 inch aluminum capped rebar; thence South 55°52'30" East 255.00 feet to a 5/8 inch aluminum capped rebar; thence North 34°07'30" East 95.05 feet to a 5/8 inch aluminum capped rebar (said point being 30.00 feet distant from, when measured at right angles to, the East boundary of said Tract 33A of Enterprise Tracts); thence North 0°21'15" East parallel to said Tract 33A boundary 6.00 feet to a 5/8 inch aluminum capped rebar; thence North 55°52'30" West 251.66 feet, more or less, to the point of beginning; containing 0.585 acres, and reserving therefrom an easement for a 4.0 foot overhang from the adjacent property and for walkway purposes along the Southeasterly 140.0 feet of the Southwesterly side of the above described parcel. Together with an easement for walkway purposes 4.0 feet wide and 140.0 feet long adjacent to and Southwesterly from the Easement herein reserved.

**(Klamath County):**

A tract of land situated in Tracts 33A Enterprise Tracts in the NW1/4 of Section 3, Township 39 South, Range 9 East of the Willamette Meridian, Klamath County, Oregon, more particularly described as follows:

Beginning at a point on the East line of said Tract 33A from which the Northeast corner of said Tract 33A bears North 00°21'15" East 203.65 feet more or less; thence North 55°52'30" West 36.09 feet to the Northeasterly corner of that tract of land described in Volume M72 page 6088 of Klamath County Deed Records; thence along the Easterly line of said tract South 00°21'15" West 6.09 feet (6.00 by Deed), South 34°07'30" West 94.94 feet (95.05 by Deed) to the Southeasterly corner of said tract; thence South 55°52'30" East 99.58 feet to a point on the East line of said Tract 33A; thence North 00°21'15" East 120.30 feet to the point of beginning, containing 6623 square feet and with bearings based on R.O.S. No. 3672 as filed with the Klamath County Surveyor.

Property Address: 1919 Austin St, Klamath Falls, OR

**(Lane County):**

**PARCEL 1:**

Beginning at a point in the center of River Road 3676.5 feet South and 2824.5 feet East of the Northwest corner of Donation Land Claim No. 48, Township 17 South, Range 4 West, Willamette Meridian; run thence West 851.5 feet; thence North 68.00 feet to the true point of beginning; run thence North 132.00 feet; thence East 225.00 feet; thence South 132.00 feet; thence West 225.00 feet to the true point of beginning, all in Lane County, Oregon.

TOGETHER WITH that appurtenant easement for access as set forth in instrument recorded December 20, 2021, Reception No. 2021-078187, Lane County Deeds and Records, described as follows: Beginning at a point that is 501.0 feet West and 175 feet North of a point in the center of River Road that is 3676.5 feet South and 2824.5 feet East of the Northwest corner of the Joseph Davis Donation Land Claim No. 48, Township 17 South, Range 4 West of the Willamette Meridian; thence along the centerline of 40-foot-wide strip of property for Ingress and Egress, 20 feet on each side of centerline, East for 415.84 feet to the West boundary of River Road, in Lane County, Oregon.

TOGETHER WITH that appurtenant easement for parking as set forth in instrument recorded December 20, 2021, Reception No. 2021-078187, Lane County Deeds and Records, described as follows: Beginning at a point that is 601.5 feet West of a point in the center of River Road that is 3676.5 feet South and 2824.5 feet East of the Northwest corner of the Joseph Davis Donation Land Claim No. 48, Township 17 South, Range 4 West of the Willamette Meridian; run thence North 200.0 feet; run thence East 100.5 feet; thence South 122.0 feet, then West 31.0 feet; thence South 78.0 feet; then West 69.5 feet to the point of beginning, all in Lane County, Oregon.  
Property Address: 1970 River Road, Eugene, OR

**PARCEL 2:**

Beginning at a point that is 601.5 feet West of a point in the center of River Road that is 3676.5 feet South and 2824.5 feet East of the Northwest corner of the Joseph Davis Donation Land Claim No. 48, Township 17 South, Range 4 West of the Willamette Meridian; run thence West 250.0 feet; thence North 68.0 feet; thence East 225.0 feet; thence North 132.0 feet; thence East 25.0 feet; thence South 200.0 feet to the point of beginning, all in Lane County, Oregon.

TOGETHER WITH that appurtenant easement for access as set forth in instrument recorded December 20, 2021, Reception No. 2021-078187, Lane County Deeds and Records, described as follows: Beginning at a point that is 501.0 feet West and 175 feet North of a point in the center of River Road that is 3676.5 feet South and 2824.5 feet East of the Northwest corner of the Joseph Davis Donation Land Claim No. 48, Township 17 South, Range 4 West of the Willamette Meridian; thence along the centerline of 40-foot-wide strip of property for Ingress and Egress, 20 feet on each side of centerline, East for 415.84 feet to the West boundary of River Road, in Lane County, Oregon.

Legal Description – Lease Subordination Agreement



TOGETHER WITH that appurtenant easement for parking as set forth in instrument recorded December 20, 2021, Reception No. 2021-078187, Lane County Deeds and Records, described as follows: Beginning at a point that is 601.5 feet West of a point in the center of River Road that is 3676.5 feet South and 2824.5 feet East of the Northwest corner of the Joseph Davis Donation Land Claim No. 48, Township 17 South, Range 4 West of the Willamette Meridian; run thence North 200.0 feet; run thence East 100.5 feet; thence South 122.0 feet, then West 31.0 feet; thence South 78.0 feet; then West 69.5 feet to the point of beginning, all in Lane County, Oregon.  
Property Address: 1960 River Road, Eugene, OR

**PARCEL 3:**

Lots 1 through 9, inclusive, and Lot 10, EXCEPT the West 10.0 feet, Block 31, PLAT OF GALLAGHER'S PART OF THE CITY OF FLORENCE, as platted and recorded in Book 30, Pages 12 and 13, Lane County Oregon Plat Records, in Lane County, Oregon.

TOGETHER WITH that portion of the alley on the South adjacent and inuring thereto by vacation proceedings recorded March 20, 1989, Reception No. 8911794, Lane County Official Records, in Lane County, Oregon.

EXCEPT that portion described in Parcel 1 of deed to State of Oregon, by and through its Department of Transportation, Highway Division, recorded March 25, 1985, Reception No. 8510246, Lane County Official Records, in Lane County, Oregon.

Property Address: 1374 Highway 101 North, Florence, OR

**PARCEL 4:**

Lots 4 and 5, Block 104, PLAT OF JUNCTION CITY, as platted and recorded in Book H, Page 749, Lane County Oregon Plat Records, in Lane County, Oregon.

TOGETHER WITH that appurtenant easement for access as set forth in instrument recorded December 20, 2021, Reception No. 2021-078192, Lane County Deeds and Records, described as follows: The Southerly 6 feet of Lot 2, the Northerly 16 foot of Lot 3, Block 104, PLAT OF JUNCTION CITY, as platted and recorded in Book H, Page 749, Lane County Oregon Plat Records, in Lane County, Oregon.

TOGETHER WITH those appurtenant easements for parking as set forth in instrument recorded December 20, 2021, Reception No. 2021-078192, Lane County Deeds and Records, described as follows: The Southerly 34 feet of Lot 3 and all of Lot 7, Block 104, PLAT OF JUNCTION CITY, as platted and recorded in Book H, Page 749, Lane County Oregon Plat Records, in Lane County, Oregon.

Property Address: 1425 Ivy Street, Junction City, OR

Legal Description – Lease Subordination Agreement

**(Lincoln County):**

Lots 11, 12, 13 and 14, Block 25, PHELP'S ADDITION TO NEWPORT, in Lincoln County, Oregon.

EXCEPTING THEREFROM that portion deeded to the State of Oregon by deed recorded in Book 75, Page 305, Lincoln County Deed Records.

Property Address: 932 N. Coast Highway, Newport, OR 97365

**(Marion County):**

A portion of Lot 1, Block 3, MAUNA KAE PARK ADDITION to the City of Woodburn, Marion County, Oregon, more particularly described as follows:

Beginning at the Northeast corner of said Lot; thence Westerly along the Northerly line thereof, a distance of 170 feet; thence South 30° 12' West parallel to the West lot line 209.08 feet to the South line of said Lot; thence Easterly along South line a distance of 190.00 feet to the most Southeasterly corner of said Lot; thence North 30° 12' East 131.03 feet to the point of beginning.

SAVE AND EXCEPT that property conveyed to the State of Oregon, by and through its Departments of Transportation in Marion County Circuit Court Case Number 91C12150 entered June 19, 1992.

Property Address: 1215 N. Pacific Hwy., Woodburn, OR

**(Multnomah County):**

The tract of land in Section 33, Township 1 North, Range 3 East, of the Willamette Meridian, in the County of Multnomah and State of Oregon, described as follows:

Beginning at the Southeast corner of the Stephen Roberts Donation Land Claim; thence North along the East line of the Stephen Roberts Donation Land Claim 40 feet to the North line of S.E. Stark. Street Road No. 3317 and the true point of beginning of the tract of land herein described; thence West along the North line of said S.E. Stark Street 200 feet; thence North 200 feet parallel with the East line of the Stephen Roberts Donation land Claim; thence East 200 feet parallel with the North line of said S.E. Stark Street to the East line of the Stephen Roberts Donation Land Claim; thence South along the East line of the Stephen Roberts Donation Land Claim 200 feet to the true point of beginning.

Property Address: 21255 SE Stark Street, Gresham, OR 97030

**(Umatilla County):**

**TRACT I:**

A tract of land located in the Northeast Quarter of the Northeast Quarter of Section 16, Township 2 North, Range 32, East of the Willamette Meridian, Umatilla County, Oregon, described as beginning at the Northeast corner of said Section 16; thence South 01°06'33" West along the East line of said Section 16, a distance of 352 feet to the Easterly terminus point of that certain line established by Boundary Line Agreement between E.W. Barnum, et ux and Joseph C. Winslow, Jr., et ux, recorded in Book 249, Page 181, Deed Records and the True Point of Beginning for this description; thence South 01°06'33" West, along said line, a distance of 150.19 feet; thence North 86°00'46" West, a distance of 358.40 feet to a point on the Easterly right-of-way line of US Highway No. 395; thence Northeasterly along said Easterly right-of-way line, along a spiral to the left (the chord of which bears North 26°24'31" East, a distance of 162.26 feet) a distance of 162.29 feet to a point on the line described in the above mentioned Barnum/Winslow Agreement; thence South 86°00'46" East along said line, a distance of 289.03 feet to the point of beginning.

EXCEPTING THEREFROM, beginning at the Northeast corner of said Section 16; thence South 01°06'33" West, along the East line of said Section 16, a distance of 502.19 feet; thence North 86°00'46" West, a distance of 358.40 feet to a point on the Easterly right-of-way line of US Highway No. 395, and the True Point of Beginning for this description; thence Northeasterly along said Easterly right-of-way line, along a spiral to the left (the chord bears North 27°29'20" East, a distance of 33.27 feet) a distance of 33.28 feet; thence South 61°49'53" East, a distance of 74.47 feet; thence North 86°00'46" West, a distance of 81.20 feet to the point of beginning.

**TRACT II:**

A non-exclusive easement for ingress and egress over and across a strip of land located in the Northeast Quarter of Section 16, Township 2 North, Range 32, East of the Willamette Meridian, Umatilla County, Oregon, described as beginning at the Northeast corner of Tract 4 described in Deed to Mar-Mon Developers, recorded in Microfilm R-25, Page 1092, Office of County Records; thence North 86°00'45" West, a distance of 190.95 feet to the True Point of Beginning for this description; thence along a 20 foot radius curve to the right, the radius point of said 20 foot radius curve is the extreme South corner of the Grizzley Bear Pizza Parlor, as existed on April 20, 1977 (the chord of which bears North 86°00'45" West, a distance of 33.43 feet) a distance of 39.57 feet; thence South 86°00'45" East, a distance of 33.43 feet to the point of beginning.

**TRACT III:**

A non-exclusive easement for ingress and egress over and across a strip of land located in the Northeast Quarter of Section 16, Township 2 North, Range 32, East of the Willamette Meridian, Umatilla County, Oregon, lying 12 feet on each side of a centerline described as beginning at the Northeast corner of Tract 4 described in Deed to Mar-Mon Developers, recorded in Microfilm R-  
Legal Description – Lease Subordination Agreement

25, Page 1092, Office of County Records; thence along the North line of said Tract 4, North 86°00'45" West, a distance of 314.21 feet; thence South 28°10'10" West, a distance of 22.42 feet to the True Point of Beginning for this description; thence along a 148 feet radius curve to the right (the chord bears South 47°01'45" East, a distance of 75.62 feet) a distance of 76.46 feet to the point of terminus of this centerline description.

#### TRACT IV:

A non-exclusive easement for ingress and egress over and across a strip of land located in the Northeast Quarter of Section 16, Township 2 North, Range 32, East of the Willamette Meridian, Umatilla County, Oregon, lying 12 feet on each side of a centerline described as beginning at the Northeast corner of Tract 4 described in Deed to Mar-Mon Developers, recorded in Microfilm R-25, Page 1092, Office of County Records; thence along the North line of said Tract 4, North 86°00'45" West, a distance of 314.21 feet; thence South 28°10'10" West, a distance of 22.42 feet; thence along a 148 feet radius curve to the right (the chord bears South 47°01'45" East, a distance of 75.62 feet) a distance of 76.46 feet to the True Point of Beginning for this centerline description; thence along a 194 foot radius curve to the right (the long chord bears North 73°14'45" East, a distance of 96 feet) a distance of 97.01 feet; thence North 87°34'15" East, a distance of 63.40 feet; thence along a 110 foot radius curve to the left (the long chord bears North 70°01'30" East, a distance of 66.32 feet) a distance of 67.37 feet to the terminus point of this centerline description, said terminus point lies on the North line of said Tract 4 and 51.23 feet West along said North line from the Northeast corner of said Tract 4.

Property Address: 828 Southgate Rd, Pendleton, OR

**(Yamhill County):**

A tract of land in Section 17 and Section 20, Township 3 South, Range 2 West of the Willamette Meridian, Yamhill County, Oregon, described as follows:

Beginning at an iron pipe at the Southeast corner of that certain tract of land described in deed to C.C. Peterson et ux recorded in Film Volume 42, Page 951, Yamhill County Deed Records; thence South 89 degrees 50' East, 157.41 feet to an iron rod; thence South 00 degrees 10' West, 145.79 feet to a railroad spike; thence North 89 degrees 50' West, 60.00 feet to an iron rod; thence South 63 degrees 36'10" West, 44.72 feet to a railroad spike; thence South 00 degrees 10' West, 158.67 feet to an iron rod in the North line of Highway 99W; thence South 64 degrees 13' West, 63.84 feet along said North line to an iron rod; thence North 00 degrees 10' East, 352.39 feet to the point of beginning.

SAVE AND EXCEPT that property deeded to the State of Oregon, by and through its Departments of Transportation on April 4, 2000 in 2000-4580, Yamhill County Deed Records.

Property Address: 1913 Portland Rd, Newberg, OR

**EXHIBIT "A-2"**

**Legal Description**

**(Polk County):**

A tract of land in the Southeast 1/4 of Section 28, Township 7 South, Range 5 West, Willamette Meridian, City of Dallas, Polk County, Oregon, being more particularly described as follows:

Beginning at a point on the Northerly right-of-way line of Ellendale Avenue and lying North 0°09'30" East 322.41 feet, North 89°50'30" West 485.90 feet, South 00°09'30" West 663.38 feet, and South 79°25'30" West 240.20 feet from the most Northerly-Southeast corner of the John E. Lyle D.L.C. No. 58 in said Township and Range; thence leaving said right-of-way line North 00°09'30" East 146.11 feet; thence North 89°50'30" West 237.25 feet; thence South 00°09'30" West 191.08 feet to said Northerly right-of way line; thence North 79°25'30" East 241.48 feet to the point of beginning.

Property Address: 174 West Ellendale, Dallas, OR



**EXHIBIT "A-3"**

**Legal Description**

**(Lane County)**

Lots 12 and 13, Block 1, BALMAC SUBDIVISION, as platted and recorded in Book 67, Page 19, Lane County Oregon Plat Records, in Lane County, Oregon.

Property Address: 2053 Olympic Street, Springfield, OR