



RECORDING COVER SHEET

ORS 205.234

This cover sheet has been prepared by:
567642AM

Any error in this cover sheet DOES NOT affect the transaction(s) contained in the instrument itself.

Reference: **567642AM**

09/20/2023 03:10:50 PM

Fee: \$112.00

This is being rerecorded at the request of Chaberton Energy Holdings, in to correct the Memorandum of Solar Energy Lease and Easement Agreement previously recorded in 2023-000525

Please print or type information.

1. AFTER RECORDING RETURN TO –

Required by ORS 205.180(4) & 205.238:

Name: **Amerititle- Roshelle**

Address: **300 Klamath Ave**

City, ST Zip: **Klamath Falls Oregon**

2. TITLE(S) OF THE TRANSACTION(S) – Required by ORS 205.234(1)(a)

Note: "Transaction" means any action required or permitted by law to be recorded, including, but not limited to, any transfer, encumbrance or release affecting title to or an interest in real property. Enter descriptive title for the instrument:

Document Title(s): Re Record Memorandum of Solar Energy Lease and Easement Agreement

3. DIRECT PARTY / GRANTOR Names and Addresses – Required by ORS 205.234(1)(b)
for Conveyances list Seller; for Mortgages/Liens list Borrower/Debtor

Grantor Name: Jerald S Rogers and Carol A Rogers, Trustees of the Jerald and Carol Rogers Trust uad 10-2-2007

Grantee Name: Chaberton Energy Holdings Inc

4.

5. For an instrument conveying or contracting to convey fee title, the information required by ORS 93.260:

UNTIL A CHANGE IS REQUESTED, ALL TAX STATEMENTS SHALL BE SENT TO THE FOLLOWING ADDRESS:

Name: **Chaberton Energy Holdings, Inc**

Address: **11900 Parklawn Drive, Suite 406**

City, ST Zip: **North Bethesda, MD 20852**

6. TRUE AND ACTUAL CONSIDERATION –
Required by ORS 93.030 for an instrument conveying or contracting to convey fee title or any memorandum of such instrument:

\$ _____

7. TAX ACCOUNT NUMBER OF THE PROPERTY if the instrument creates a lien or other interest that could be subject to tax foreclosure. – Required by ORS 312.125(4)(b)(B)

Tax Acct. No.: _____

MEMORANDUM OF LEASE

Parcel No.: 3810-02500-00602

RECORDING REQUESTED BY AND
WHEN RECORDED RETURN TO:

Chaberton Energy Holdings, Inc.
Attn: Land Department
11900 Parklawn Drive, Suite 406
North Bethesda, MD 20852

(SPACE ABOVE FOR RECORDER'S USE ONLY)

MEMORANDUM OF SOLAR ENERGY LEASE AND EASEMENT AGREEMENT

THIS MEMORANDUM OF SOLAR ENERGY LEASE AND EASEMENT AGREEMENT ("Memorandum") has been made to indicate the existence of a Solar Energy Lease and Easement Agreement ("Lease") dated September 20, 2022, by and Jerald S. Rogers and Carol A. Rogers, Trustees of the Jerald and Carol Rogers 2007 Trust uad 10-2-2007, of 2801 Bristol Avenue, Klamath Falls, Oregon, 97603 as "Lessor", (whether one or more), and Chaberton Energy Holdings Inc., a Delaware corporation, having an office at 11900 Parklawn Drive, Suite 406, North Bethesda, MD 20852, as "Lessee".

Lessor did grant demise, lease, and let exclusively unto Lessee, its successors and assigns, the right to develop a solar photovoltaic project or projects and grants certain easements associated therewith, on the lands described below and subject to the provisions contained in the Lease including the following:

1. The Development Term of the Lease is for a period of one (1) year, commencing on the date immediately set forth above and may be incrementally extended, provided certain conditions are met, for up to a maximum of four (4) years in total, thereby continuing the term of the Lease to the end of the "extended" Development Term.
2. The Construction Term of the Lease is for a period of one (1) year, commencing on the Construction Date, as defined in the Lease, and may be incrementally extended, provided certain conditions are met, for up to a maximum of two (2) years in total, thereby continuing the term of the Lease to the end of the "extended" Construction Term.
3. The Operations Term of the Lease is for a period of twenty (20) years, commencing on the Operations Date, as defined in the Lease, and may be incrementally extended, provided certain conditions are met, for up to a maximum of forty (40) years in total, thereby continuing the term of the Lease to the end of the "extended" Operations Term.
4. The Property is defined as being all those certain lands located in Dairy, Klamath County, State of Oregon, being the same lands acquired by Lessor by virtue of the instrument(s) filed in the records of the aforesaid County at Instrument Number 2020-006705, and identified, on the date hereof, as being county map tax lot number(s) (or equivalent) 3810-02500-00602, containing nineteen and 00/100 (19.00) acres, more or less, and described, more fully, on **Exhibit "A"**, attached hereto and made a part hereof.
5. The Premises, containing between twelve and 00/100 (12.00) and nineteen and 00/100 (19.00) acres, more or less, is defined as being that portion of the Property more fully described on **Exhibit "B"**, attached hereto and made a part hereof.
6. The Easement Area is defined as being that portion of the Property more fully described on **Exhibit "C"**, attached hereto and made a part hereof, and the term of any such easements is coterminous with the term of the Lease.

This Memorandum has been executed for the purpose of providing notice of the existence of the Lease and shall not be considered in any way a modification or alteration of the Lease. All terms and conditions of the Lease are hereby incorporated herein by reference as if fully set forth herein. This Memorandum has been entered into for the sole purpose of placing the Lease of record and shall not be deemed to amend, modify, supplement, or change any of the terms and conditions of the Lease in any respect whatsoever. To the extent of any conflict between this Memorandum and the Lease, the terms of the Lease shall govern and control.

{SIGNATURE PAGE(S) TO FOLLOW}

IN WITNESS WHEREOF, the Lessor and Lessee have hereunto set their hands and official seals the date first written above.

WITNESS:

LESSOR(S):

Jerald and Carol Rogers 2007 Trust uad 10-2-2007

BY: Jerald S. Rogers Trustee

NAME: Jerald S. Rogers, Trustee

WITNESS:

LESSOR(S):

Jerald and Carol Rogers 2007 Trust uad 10-2-2007

BY: Carol A. Rogers Trustee

NAME: Carol A. Rogers, Trustee

ATTEST:

LESSEE:

Chaberton Energy Holdings Inc.

BY: Erica Brinker

NAME: Erica Brinker

TITLE: CCSO

NAME: Jahelie Ray
TITLE: Associate Dev Manager

Trust Acknowledgement

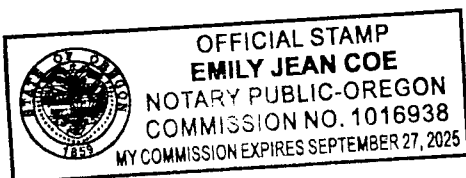
STATE OF Oregon
COUNTY OF Klamath

)§:

On the 7 day of September in the year 2023 before me, the undersigned, a notary public in and for said state/commonwealth, personally appeared Jerald S. Rogers and Carol A. Rogers, each of whom holds the capacity of Trustee, for Jerald and Carol Rogers 2007 Trust uad 10-2-2007, a Trust, and that he/she/they in such capacity, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself/herself/themselves in such capacity.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Notary Public



Corporate Acknowledgement

COMMONWEALTH/STATE OF Maryland)
COUNTY/PARISH OF Montgomery)§:

On the 15th day of August in the year 2023 before me, the undersigned, a notary public in and for said state/commonwealth, personally appeared Erica Brinker, who holds the capacity of CCSO, for **Chaberton Energy Holdings Inc., a Delaware corporation**, and that he/she/they in such capacity, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself/herself/themselves in such capacity.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Albert Yeh
Notary Public

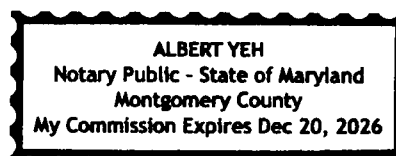


Exhibit "A"

PROPERTY

Attached to and made a part of that certain Solar Energy Lease and Easement Agreement (the, "Lease")
and Memorandum of Lease Agreement (the, "Memorandum"),

dated September 19th, 2022,

by and between Jerald S. Rogers and Carol A. Rogers, Trustees of the Jerald and Carol Rogers 2007 Trust
and 10-2-2007.

and

Chaberton Energy Holdings Inc.

LEGAL DESCRIPTION

A portion of Section 25, Township 38 South, Range 10 East, Willamette Meridian situate in the County Klamath,
State of Oregon, and being more particularly described as follows:

The Northwest One-Quarter of the Southeast One-Quarter north of the northerly right-of-way of the Klamath
Falls - Lakeview Highway State Highway 140. Said Highway created prior to September 29, 1991.

Containing a total of 19.0 acres, more or less.

Date: October 3, 2019
MSM Project # 1080-18

Exhibit "B"

PREMISES

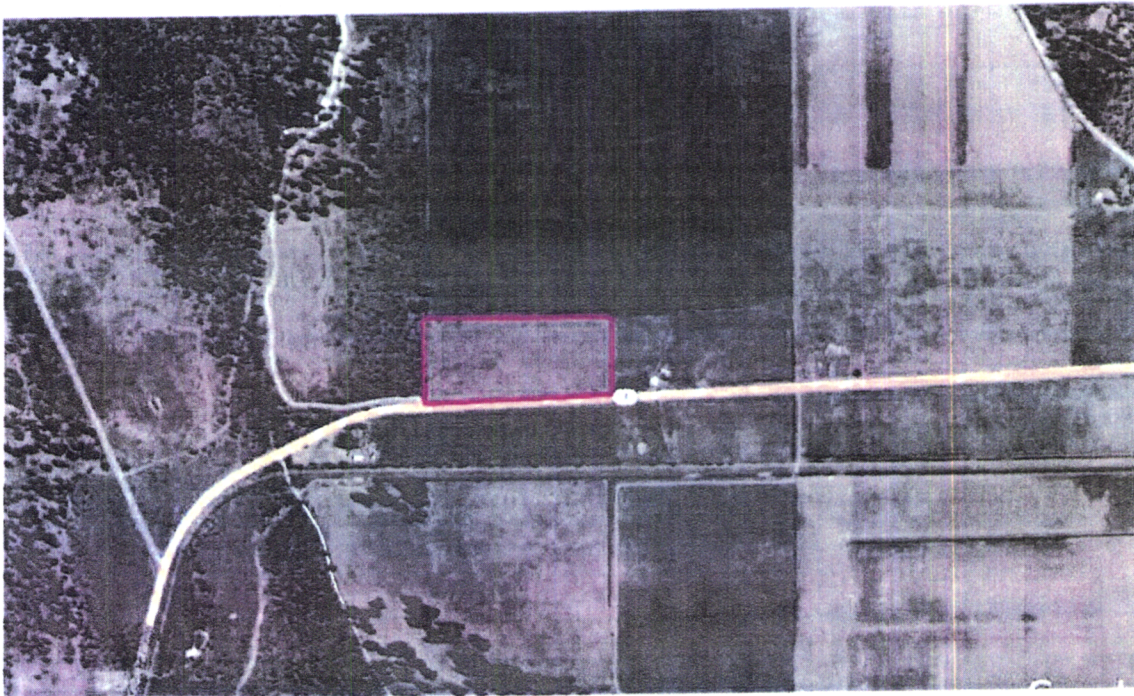
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and Memorandum of Lease Agreement (the, "Memorandum"),

dated September 19th, 2022,

by and between Jerald S. Rogers and Carol A. Rogers, Trustees of the Jerald and Carol Rogers 2007 Trust
and 10-2-2007,

and

Chaberton Energy Holdings Inc.



THE DEPICTION CONTAINED IN THIS EXHIBIT IS INTENDED TO BE FOR ILLUSTRATIVE PURPOSES ONLY AND DOES NOT
CONSTITUTE A SURVEYED REPRESENTATION OF THE BOUNDARIES DEPICTED THEREIN. PRIOR TO THE COMMENCEMENT
OF THE CONSTRUCTION TERM, LESSEE WILL PROVIDE LESSOR WITH A SURVEY OF THE PREMISES, DEPICTING BOTH ITS
SIZE AND LOCATION. THE FINAL SIZE AND LOCATION OF THE PREMISES IS AT THE SOLE DISCRETION OF LESSEE BUT
WILL REMAIN WITHIN THE AREA DEPICTED HEREIN.

Exhibit "C"

EASEMENT AREAS

Attached to and made a part of that certain Solar Energy Lease and Easement Agreement (the, "Lease")
and Memorandum of Lease Agreement (the, "Memorandum"),

dated September 19th, 2022,

by and between Jerald S. Rogers and Carol A. Rogers, Trustees of the Jerald and Carol Rogers 2007 Trust
and 10-2-2007,

and

Chaberton Energy Holdings Inc.

{INSERT BLACK AND WHITE DEPICTION OF EASEMENT AREAS}

{PRINT 2x - ATTACH TO LEASE AND MEMO}

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CONSTITUTE A SURVEYED REPRESENTATION OF THE BOUNDARIES DEPICTED THEREIN.