

TLCGR

471808-114

RECORDING REQUESTED BY:

GRANTOR'S NAME:
Truax Harris Energy LLC
GRANTEE'S NAME:
Hawthorne Parking Lot, LLC and
Hawthorne Land Investment, LLC

SEND TAX STATEMENTS TO:
Hawthorne Parking Lot, LLC
Hawthorne Land Investment, LLC

AFTER RECORDING RETURN TO:
Hawthorne Parking Lot, LLC
Hawthorne Land Investment, LLC

Escrow No: 471808000114-TTMIDWIL20

SPACE ABOVE THIS LINE FOR RECORDER'S USE

SPECIAL WARRANTY DEED - STATUTORY FORM

(INDIVIDUAL or CORPORATION)

Truax Harris Energy LLC, an Oregon Limited Liability Company, Grantor, conveys and specially warrants to
Hawthorne Parking Lot, LLC, an Oregon Limited Liability Company, as to an undivided 50% interest AND Hawthorne Land Investment, LLC, an Oregon Limited Liability Company, as to an undivided 50% interest, as tenants in common, Grantee, the following described real property free and clear of encumbrances created or suffered by the grantor except as specifically set forth below:

SEE ATTACHED EXHIBIT ONE

BEFORE SIGNING OR ACCEPTING THIS INSTRUMENT, THE PERSON TRANSFERRING FEE TITLE SHOULD INQUIRE ABOUT THE PERSON'S RIGHTS, IF ANY, UNDER ORS 195.300, 195.301 AND 195.305 TO 195.336 AND SECTIONS 5 TO 11, CHAPTER 424, OREGON LAWS 2007. THIS INSTRUMENT DOES NOT ALLOW USE OF THE PROPERTY DESCRIBED IN THIS INSTRUMENT IN VIOLATION OF APPLICABLE LAND USE LAWS AND REGULATIONS. BEFORE SIGNING OR ACCEPTING THIS INSTRUMENT, THE PERSON ACQUIRING FEE TITLE TO THE PROPERTY SHOULD CHECK WITH THE APPROPRIATE CITY OR COUNTY PLANNING DEPARTMENT TO VERIFY THAT THE UNIT OF LAND BEING TRANSFERRED IS A LAWFULLY ESTABLISHED LOT OR PARCEL, AS DEFINED IN ORS 92.010 OR 215.010, TO VERIFY THE APPROVED USES OF THE LOT OR PARCEL, TO DETERMINE ANY LIMITS ON LAWSUITS AGAINST FARMING OR FOREST PRACTICES, AS DEFINED IN ORS 30.930, AND TO INQUIRE ABOUT THE RIGHTS OF NEIGHBORING PROPERTY OWNERS, IF ANY, UNDER ORS 195.300, 195.301 AND 195.305 TO 195.336 AND SECTIONS 5 TO 11, CHAPTER 424, OREGON LAWS 2007.

The true consideration for this conveyance pursuant to an IRC Tax Deferred Exchange on behalf of the Grantee

Dated December 31, 2008; if a corporate grantor, it has caused its name to be signed by order of its board of directors.

Truax Harris Energy LLC

BY: Brian C. Harris
Brian C. Harris, Managing Member

State of OREGON

COUNTY of Multnomah

This instrument was acknowledged before me on December 31, 2008

by Brian C. Harris as managing member of
Truax Harris Energy, LLC

[Signature], Notary Public - State of Oregon
My commission expires: 2-1-2010



LEGAL DESCRIPTION

Parcel 2 of Partition Plat No. 98-9, recorded January 14, 1998 in Reel 1454, Page 407, Deed Records for Marion County, Oregon.

Any rights, liens, claims or equities, if any, in favor of Marion Soil and Water Conservation District. Limited access to and from the Land as set forth in Deed shown below, which provides that there shall be

no right of easement or right of access to, from or across the State Highway other than as expressly provided for in said Deed:

Grantor: A.A. Geer and Cora P. Geer

Grantee: The State of Oregon, by and through its State Highway Commission

Recording Date: December 1, 1951

Recording No.: Volume 434, Page 599

Easement(s) for the purpose(s) shown below and rights incidental thereto, as granted in a document:

Granted to: The State of Oregon, by and through its State Highway Commission

Purpose: Drainage ditch

Recording Date: August 30, 1952

Recording No: Volume 443, Page 39

Affects: See document for exact location

Matters contained in that certain document

Entitled: Agreement

Dated: December 9, 1964

Executed by: Merritt Truax, Inc

Recording Date: December 29, 1964

Recording No: Volume 595, Page 132

Which provides for, among other things: Sign encroachment

Reference is hereby made to said document for full particulars.

Matters contained in that certain document

Entitled: Set Back Agreement

Dated: August 15, 1975

Executed by: Merritt Truax, Inc

Recording Date: September 9, 1975

Recording No: Reel 24, Page 889

Which provides for, among other things: Sign encroachment

Reference is hereby made to said document for full particulars.

Matters contained in that certain document

Entitled: Revocable Permit Agreement

Dated: January 27, 1993

Executed by: City of Salem and Merritt Truax

Recording Date: March 9, 1993

Recording No: Reel 1039, Page 344

Which provides for, among other things: Well encroachment

Reference is hereby made to said document for full particulars.

Easement(s) for the purpose(s) shown below and rights incidental thereto, as granted in a document:

Granted to: The State of Oregon, by and through its Department of Transportation

Purpose: Slopes

Recording Date: July 29, 1993

Recording No: Reel 1086, Page 158

Affects: See document for exact location

Any easements or rights of way for existing utilities or other rights of way over those portions of said Land

lying within the public right of way vacated by resolution or ordinance

Recording Date: December 13, 1996

Recording No: Reel 1359, Page 734

Matters contained in that certain document
Entitled: Administrative Decision
Executed by: City of Salem
Recording Date: December 2, 1997
Recording No: Reel 1444, Page 649

Easement(s) for the purpose(s) shown below and rights incidental thereto, as granted in a document:
Granted to: Portland General Electric Company
Purpose: Electric line
Recording Date: April 20, 2001
Recording No: Reel 1772, Page 451
Affects: See document for exact location

A deed of trust to secure an indebtedness in the amount shown below,
Amount: \$640,000.00
Dated: June 13, 2003
Trustor/Grantor: Hawthorne Restaurant, L.L.C.
Trustee: First American Title Insurance Company
Beneficiary: StanCorp Mortgage Investors, LLC
Loan No.: A3041106
Recording Date: June 30, 2003
Recording No: Reel 2150, Page 317
Affects: The herein described Land and other land.
An assignment of the beneficial interest under said deed of trust which names:
Assignee: Standard Insurance Company
Recording Date: November 20, 2003
Recording No: Reel 2238, Page 334

An assignment of all moneys due, or to become due as rental or otherwise from said Land, to secure payment of an indebtedness, shown below and upon the terms and conditions therein
Amount: \$640,000.00
Assigned to: StanCorp Mortgage Investors, LLC
Assigned By: Hawthorne Restaurant, L.L.C.
Recording Date: June 30, 2003
Recording No: Reel 2150, Page 319
Affects: The herein described Land and other land.

An unrecorded lease with certain terms, covenants, conditions and provisions set forth therein as disclosed
by the document
Entitled: Memorandum of Lease
Lessor: Joseph R. Fox
Lessee: Pacific Coast Restaurants, Inc
Recording Date: February 3, 1997
Recording No: Reel 1367, Page 744
Affects: The herein described Land and other land.

An agreement recorded June 30, 2003 at Reel 2150, Page 320 which states that this instrument was subordinated to the document or interest described in the instrument
Recording Date: June 30, 2003
Recording No: Reel 2150, Page 317

REEL:3022

PAGE: 137

January 02, 2009, 08:07 am.

CONTROL #: 239495

State of Oregon
County of Marion

I hereby certify that the attached
instrument was received and duly
recorded by me in Marion County
records:

FEE: \$ 36.00

BILL BURGESS
COUNTY CLERK

THIS IS NOT AN INVOICE.

GRANTOR:
Hawthorne Restaurant, L.L.C. who acquired
title as 35M, L.L. C.

GRANTEE:
Hawthorne Restaurant, L.L.C., an Oregon limited
liability company

SEND TAX STATEMENTS TO:
Hawthorne Restaurant, L.L.C.
2262 McGilchrist SE, #200
Salem, OR 97302

AFTER RECORDING RETURN TO:
Hawthorne Restaurant, L.L.C.
2262 McGilchrist SE, #200
Salem, OR 97302

Escrow No: 471813025671-TTMIDWIL20
1717 Freeway Ct. NE
Salem, OR 97301

REEL 3512 PAGE 288
MARION COUNTY
BILL BURGESS, COUNTY CLERK
06-12-2013 04:40 pm.
Control Number 340929 \$ 51.00
Instrument 2013 00026505

SPACE ABOVE THIS LINE FOR RECORDER'S USE

BARGAIN AND SALE DEED – STATUTORY FORM
(INDIVIDUAL or CORPORATION)

Hawthorne Restaurant, L.L.C., who acquired title as 35M, L.L.C., an Oregon limited liability company,
Grantor, conveys to Hawthorne Restaurant, L.L.C., an Oregon limited liability company, Grantee, the
following described real property, situated in the County of Marion, State of Oregon,

See EXHIBIT 'A' attached hereto and made a part hereof

The true consideration for this conveyance is: NONE. (See ORS 93.030).

The purpose of this deed is to correct the vesting.

BEFORE SIGNING OR ACCEPTING THIS INSTRUMENT, THE PERSON TRANSFERRING FEE TITLE SHOULD
INQUIRE ABOUT THE PERSON'S RIGHTS, IF ANY, UNDER ORS 195.300, 195.301 AND 195.305 TO 195.336
AND SECTIONS 5 TO 11, CHAPTER 424, OREGON LAWS 2007, SECTIONS 2 TO 9 AND 17, CHAPTER 855,
OREGON LAWS 2009, AND SECTIONS 2 TO 7, CHAPTER 8, OREGON LAWS 2010. THIS INSTRUMENT DOES
NOT ALLOW USE OF THE PROPERTY DESCRIBED IN THIS INSTRUMENT IN VIOLATION OF APPLICABLE
LAND USE LAWS AND REGULATIONS. BEFORE SIGNING OR ACCEPTING THIS INSTRUMENT, THE PERSON
ACQUIRING FEE TITLE TO THE PROPERTY SHOULD CHECK WITH THE APPROPRIATE CITY OR COUNTY
PLANNING DEPARTMENT TO VERIFY THAT THE UNIT OF LAND BEING TRANSFERRED IS A LAWFULLY
ESTABLISHED LOT OR PARCEL, AS DEFINED IN ORS 92.010 OR 215.010, TO VERIFY THE APPROVED USES
OF THE LOT OR PARCEL, TO DETERMINE ANY LIMITS ON LAWSUITS AGAINST FARMING OR FOREST
PRACTICES, AS DEFINED IN ORS 30.930, AND TO INQUIRE ABOUT THE RIGHTS OF NEIGHBORING
PROPERTY OWNERS, IF ANY, UNDER ORS 195.300, 195.301 AND 195.305 TO 195.336 AND SECTIONS 5 TO
11, CHAPTER 424, OREGON LAWS 2007, SECTIONS 2 TO 9 AND 17, CHAPTER 855, OREGON LAWS 2009,
AND SECTIONS 2 TO 7, CHAPTER 8, OREGON LAWS 2010.

Dated: June 7, 2013

Hawthorne Restaurant, L.L.C.

By it's members:

Joseph R. Fox Revocable Trust, Member

By: 

Joseph R. Fox, Trustee

Rowell Investments Limited Partnership,
an Oregon limited partnership, Member

By its General Partner:

Rowell Management LLC
an Oregon limited liability company

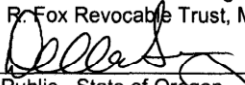
By: 

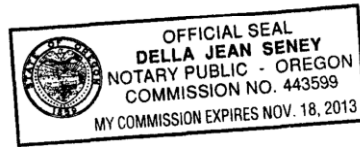
Mary R. Hawkins, Managing Member

TICOR TITLE 471813025671

State of OREGON, County of Marion

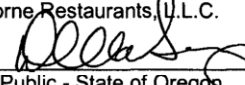
This instrument was acknowledged before me on June 7, 2013 by Joseph R. Fox as Trustee of the Joseph R. Fox Revocable Trust, Member of Hawthorne Restaurants L.C.C.


Notary Public - State of Oregon
My commission expires: 11-18-13



State of OREGON, County of Marion

This instrument was acknowledged before me on June 7, 2013 by Mary R. Hawkins as Manager of Rowell Mangement LLC, General Partner of Rowell Investments Limited Partnership, Member of Hawthorne Restaurants, L.L.C.


Notary Public - State of Oregon
My Commission expires: 11-18-13

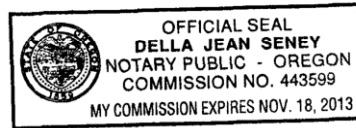


EXHIBIT 'A'
Legal Description

PARCEL 1:

Beginning at a 5/8" iron rod which is North 02° 13' 49" East 106.90 feet and South 87° 46' 11" East 43.00 feet from the centerline-centerline intersection of Market Street N.E. (M.R. #21) and the relocated Hawthorne Avenue N.E., and being in the Northeast quarter of Section 24, Township 7 South, Range 3 West of the Willamette Meridian, City of Salem, Marion County, Oregon, said point being on the East right of way line of said Hawthorne Avenue N.E.; thence North 02° 13' 49" East 132.32 feet along said East line to a 5/8" iron rod; thence South 88° 18' 53" East 110.68 feet to a 5/8" iron rod; thence South 21° 06' 27" West 58.20 feet to a 5/8" iron rod at the beginning of a 52.00 foot radius curve to the left; thence along the arc of said curve (the chord of which bears South 28° 37' 41" East 79.36 feet) 90.28 feet to a 5/8" iron rod; thence continuing along the arc of said curve (the chord of which bears North 84° 42' 57" East 30.27 feet) 30.71 to a 5/8" iron rod; thence South 02° 21' 26" East 57.37 feet to a 5/8" iron rod on the North right of way of said Market Street N.E.; thence North 88° 03' 47" West 101.69 feet along said North line to a 5/8" iron rod at the beginning of a 1.396.16 foot radius curve to the right; thence along the arc of said curve (the chord of which bears North 88° 02' 05" West 11.23 feet) 11.23 feet to a 5/8" iron rod; thence North 46° 16' 31" West 66.11 feet to the point of beginning.

ALSO:

Beginning at a 5/8" iron rod which is North 02° 13' 49" East 106.90 feet and South 87° 46' 11" East 43.00 feet from the centerline-centerline intersection of Market Street N.E. (M.R. #21) and the relocated Hawthorne Avenue N.E. and being in the Northeast quarter of Section 24, Township 7 South, Range 3 West of the Willamette Meridian, City of Salem, Marion County, Oregon, said point being on the East right of way line of said Hawthorne Avenue N.E.; thence South 46° 16' 31" East 66.11 feet to a 5/8" iron rod on the North right of way line of said Market Street N.E.; thence North 62° 45' 36" West 33.81 feet to a point; thence North 41° 43' 58" West 15.85 feet to a point; thence North 21° 17' 31" West 19.74 feet to the point of beginning.

PARCEL 2:

Beginning at a 5/8 inch iron rod which is South 88° 03' 47" East 175.09 feet and North 01° 56' 13" East 63 feet and South 88° 03' 47" East 30.67 feet from the centerline-centerline intersection of Market Street (Market Road No. 21) and relocated Hawthorne Avenue NE and being in the Northeast Quarter of Section 24, Township 7 South, Range 3 West of the Willamette Meridian, City of Salem, Marion County Oregon, said point being on the North right of way of said Market Street NE; and running thence North 02° 21' 26" East 57.37 feet to a 5/8 inch iron rod on the arc of a 52-foot radius curve to the right; thence along the arc of said curve (the chord of which bears South 84° 42' 27" West 30.27 feet) 30.71 feet to a 5/8 inch iron rod to the true point of beginning of the hereinafter described tract; thence along the arc of a 52-foot radius curve to the right (the chord of which bears North 28° 47' 41" West 79.36 feet) 90.28 feet to a 5/8 inch iron rod; thence North 21° 06' 27" East 58.24 feet to a point on the North line of that tract described in that instrument recorded in Reel 1262, Page 705, Marion County Records; thence South 88° 19' 34" East 4.38 feet to a point on the new relocated Freeway Court NE right of way; thence along the arc of a 52-foot radius curve to the left (the chord of which bears South 24° 24' 57" East 39.86 feet) 40.90 feet; thence South 02° 21' 26" West 87.53 feet to the point of beginning.

ALSO:

Beginning at a 5/8 inch iron rod which is South 88° 03' 47" East 175.09 feet and North 01° 56' 13" East 63 feet and South 88° 03' 47" East 30.67 feet and 57.37 feet North 02° 21' 26" East from the centerline-centerline intersection of Market Street NE (Market Road No. 21) and the relocated Hawthorne Avenue NE and being in the Northeast Quarter of Section 24, Township 7 South, Range 3 West of the Willamette Meridian, City of Salem, Marion County, Oregon, said point being on the South line of the original Freeway Court NE cul-de-sac right of way; and running thence along the arc of a 52-foot radius curve to the right (the chord of which bears South 84° 42' 57" West 30.27 feet) 30.71 feet to a 5/8 inch iron rod; thence North 02° 21' 26" East 87.53 feet to a point on the New Relocated Freeway Court NE cul-de-sac as created by Ordinance No. 11-97 passed by the Common Council March 24, 1997, and recorded in Reel 1382, Page 78, Marion County Records; thence along the arc of a 52-foot radius curve to the left (the chord which bears South 65° 08' 40" East 32.47 feet) 33.02 feet; thence South 02° 21' 26" West 71.08 feet to the point of beginning.

REEL: 3512

PAGE: 288

June 12, 2013, 04:40 pm.

CONTROL #: 340929

State of Oregon
County of Marion

I hereby certify that the attached
instrument was received and duly
recorded by me in Marion County
records:

FEE: \$ 51.00

BILL BURGESS
COUNTY CLERK

THIS IS NOT AN INVOICE.
