

5K-12592

ASSIGNMENT OF LEASEHOLD INTEREST

ROBERT M. DORR and GAIL DORR, husband and wife, as to an undivided one-half (1/2) interest and WILLIAM J. BEELER and JOAN DIEHL BEELER, husband and wife, as to an undivided one-half (1/2) interest, hereinafter referred to as "assignor", and BLAINE SMITH as Trustee for ENTRE' ELECTRONICS CORPORATION EMPLOYEES RETIREMENT TRUST, hereinafter referred to as "assignee", for good and sufficient consideration, hereby enter into an Assignment of Leasehold Interest this 9th day of March, 1982.

WITNESSETH:

WHEREAS, assignor entered into a Cabin Site Lease, as lessee therein, on the 1st day of September, 1972, with Water Front Recreation, Inc., a Washington corporation, herein referred to as lessor; and

WHEREAS, assignor desires to assign and assignee desires to assume the rights, duties and liabilities of lessee thereunder;

NOW, THEREFORE, in and for the consideration of the promises herein made between the parties, each to the other, it is agreed as follows:

1. Assignor assigns the said Cabin Site Lease to assignee for the balance of the lease term as provided in the said Lease, a copy of which is attached hereto, labeled Exhibit "A" and incorporated herein by this reference as if set forth in full.

2. Assignee shall assume all rights and duties of the assignor under the said lease including all payments required thereby holding assignor harmless therefrom, and shall comply with all covenants, conditions and terms of the lease.

3. It is understood that this assignment shall extinguish the liability of assignor under the terms of the said lease.

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

ASSIGNOR:

ASSIGNEE:

Robert M. Dorr
Robert M. Dorr

ENTRE' ELECTRONICS CORPORATION
EMPLOYEES RETIREMENT TRUST

By: Blaine Smith
Blaine Smith, Trustee

Gail Dorr
Gail Dorr

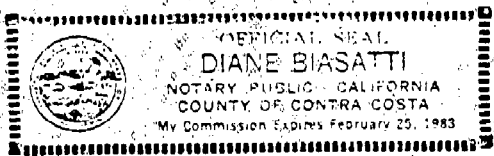
William J. Beeler
William J. Beeler

Joan Diehl Beeler
Joan Diehl Beeler

STATE OF California)
 : ss.
 County of Contra Costa

On this day personally appeared before me ROBERT M. DORR and GAIL DORR, husband and wife, to me known to be the individuals described in and who executed the within and foregoing instrument, and acknowledged that they signed the same as their free and voluntary act and deed, for the uses and purposes therein mentioned.

GIVEN under my hand and official seal this 9th day of March, 1982.



Diane Biasatti
 Notary Public in and for the State
 of California, residing at
 Contra Costa County

STATE OF Oregon)
 : ss.
 County of Washington

On this day personally appeared before me WILLIAM J. BEELER and JOAN DIEHL BEELER, husband and wife, to me known to be the individuals described in and who executed the within and foregoing instrument, and acknowledged that they signed the same as their free and voluntary act and deed, for the uses and purposes therein mentioned.

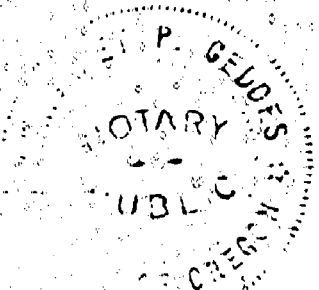
GIVEN under my hand and official seal this 15th day of March, 1982.

Margaret Geddes
 Notary Public in and for the State
 of Oregon, residing at
Beaverton

STATE OF Oregon)
 : ss.
 County of Washington

On this 15th day of March, 1982, before me, the undersigned a Notary Public in and for the State of Washington, duly commissioned and sworn, personally appeared BLAINE SMITH, to me known to be the Trustee of ENTRE ELECTRONICS CORPORATION EMPLOYEES RETIREMENT TRUST, the trust that executed the foregoing instrument, and acknowledged the said instrument to be the free and voluntary act and deed of said trust, for the uses and purposes therein mentioned, and on oath stated that he is authorized to execute the said instrument.

WITNESS my hand and official seal hereto affixed the day and year first above written.



Margaret Geddes
 Notary Public in and for the State
 of Oregon, residing at

This is a true copy
 of the original
Margaret Geddes
 My Commission Expires 8-1-84

CONSENT TO ASSIGNMENT

The undersigned lessor, WATER FRONT RECREATION, INC., a Washington corporation, hereby consents to the assignment of the above mentioned lease unto BLAINE SMITH, as Trustee for ENTRE' ELECTRONICS CORPORATION EMPLOYEES RETIREMENT TRUST upon the express conditions contained in said assignment; and no further assignment of said lease or sub-letting of said premises or any part thereof shall be made without the written consent of the lessor first had and obtained.

DATED this 12 day of July, 1982.

LESSOR:

WATER FRONT RECREATION, INC., a
Washington corporation.

By:

STATE OF)
 : ss.
County of)

On this _____ day of _____, 1982, before me, the undersigned a Notary Public in and for the State of Washington, duly commissioned and sworn, personally appeared _____, to me known to be the _____ of WATER FRONT RECREATION, INC., the corporation that executed the foregoing instrument, and acknowledged the said instrument to be the free and voluntary act and deed of said corporation, for the uses and purposes therein mentioned, and on oath stated that he is authorized to execute the said instrument.

WITNESS my hand and official seal hereto affixed the day and year first above written.

Notary Public in and for the State
of _____, residing at _____

BLAIR, SCHAEFER, HUTCHISON, WYNNE,
POTTER, HORTON & JOHNSON
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Vancouver, Washington 98666-1148