

FILED FOR RECORD
SKAMANIA CO. WASH
BY *CSC Networks*

APR 3 2 33 PM '96

P. Lowry
AUDITOR
GARY M. OLSON

124941

BOOK 156 PAGE 359

UCC-2
UNIFORM COMMERCIAL CODE - FINANCING STATEMENT - REAL PROPERTY

Skamania County, Washington

| This FINANCING STATEMENT is presented to a Filing Officer for filing pursuant to the Uniform Commercial Code. | | No. of Additional Sheets Presented | For Filing Officer use only: |
|--|---|---|------------------------------|
| 1. Debtor(s) West Coast Forest Resources Limited Partnership c/o Arthur Andersen LLP 111 S.W. Columbia, Suite 1400 Portland, Oregon 97201 Tax ID #: 13-3259375 | 2. Secured Party(ies) NationaBank, N.A. as Agent Independence Center, 15th Floor Agency Services, NC1-001-15-04 101 North Tryon Street Charlotte, North Carolina 28225 | | |
| 3. <input checked="" type="checkbox"/> Collateral is or includes fixtures. <input checked="" type="checkbox"/> Collateral is or includes timber. <input checked="" type="checkbox"/> Products of the Collateral are Also Covered. <input checked="" type="checkbox"/> Proceeds of the Collateral are Also Covered. | 4. Assignee(s) of Secured Party | | |
| 5. This Financing Statement Covers the Following types (or items) of property. Any and all right, title and interest of Debtor in and to the following, whether now owned or hereafter acquired, and wherever located: all "accounts," "receivables," "inventory," "contracts," "general intangibles," "chattel paper," "documents," "instruments," "deposit accounts," "equipment" and "goods" as such terms are defined in the Uniform Commercial Code in effect in the State of North Carolina on the date hereof, all other personal property of the Debtor and all products, proceeds and insurance proceeds of any or all of the foregoing; including, without limitation, (i) all timber, of any size or age, standing or severed, now growing or to be grown, all merchantable trees (living or dead), timber logs, pulpwood, timber and trees of any species, including without limitation, Douglas Fir, Western Hemlock, White Fir, Western Red Cedar, Red Alder and Incense Cedar and lightwood stumps, (ii) any and all timber cutting contracts, timber sale agreements, timber lease agreements and timber cutting rights, and (iii) all types and items of property described on Rider A attached hereto; (but this Financing Statement shall be fully effective notwithstanding any lack of any Rider A). | | | |
| 6. Description of Real Estate. See Exhibit A attached hereto and made a part hereof. <input checked="" type="checkbox"/> To be Recorded in Real Estate Records. | | 7. Name(s) of Record Owner(s) (if other than Debtor). | |
| 8. Signatures: Debtor(s) West Coast Forest Resources Limited Partnership, a Texas limited partnership By: R-H Timber Co., LLC, an Oregon "red" liability company By: Roseburg Resources Co., an Oregon corporation, as member By: <i>William R. Ford</i> , President By: Mid-Valley Resources, Inc., an Oregon corporation, as member By: <i>RC Parker</i> , President | | | |

SEARCHED ☒
INDEXED ☒
SERIALIZED ☒
FILED ☒
APR 3 1996
FBI - PORTLAND

RIDER A

Debtor:

West Coast Forest Resources
Limited Partnership

Secured Party:

NationsBank, N.A., as Agent

- (a) All equipment, including, without limitation, all vehicles, machinery, tools, furniture, furnishings, office equipment and trade fixtures;
- (b) All accounts and receivables and all goods represented by or securing accounts and receivables, including, without limitation, all rents and tenant payments, if any;
- (c) All inventory, including, without limitation, all raw materials, all work in process and all goods including all timber, of any size or age, standing or severed, now growing or to be grown, all merchantable trees, of any size or age (living or dead), timber logs, pulpwood, timber and trees of any species, including, without limitation, Douglas Fir, Western Hemlock, White Fir, Western Red Cedar, Red Alder, and Incense Cedar, and lightwood stumps (collectively, the "Merchantable Timber") held by the Borrower for sale or lease, located on the property described in Exhibit A attached hereto;
- (d) All contract rights, including, without limitation, all rights under timber cutting contracts, timber sale agreements, timber lease agreements, timber cutting rights, management agreements, tax sharing agreements and lease agreements and all rights to payment of money, tax refunds and insurance proceeds;
- (e) All other general intangibles;
- (f) All instruments, documents, chattel paper, securities, policies and certificates of insurance, deposits, cash or other goods;
- (g) All books, records, files, computer software and other writings or evidence of the Borrower's business;
- (h) All other personal property of any kind or type whatsoever owned by the Borrower;
- (i) All accessions and additions to, and substitutions and replacements of, any and all of the foregoing, whether now existing or hereafter arising; and
- (j) All proceeds and products of the foregoing and all insurance relating to the foregoing collateral and all proceeds thereof (including, without limitation, insurance proceeds payable on account of business interruption), whether now existing or hereafter arising.

EXHIBIT A

PARCEL I:

The Southeast quarter of Section 24, Township 7 North, Range 5 East of the Willamette Meridian, in the County of Skamania, State of Washington.

PARCEL II:

The South half of the Southeast quarter of Section 34, Township 7 North, Range 6 East of the Willamette Meridian, in the County of Skamania, State of Washington.

PARCEL III:

That portion of the South half of the Northeast quarter and that portion of the Southeast quarter of the Northwest quarter, all in Section 30, Township 7 North, Range 5 East of the Willamette Meridian, in the County of Skamania, State of Washington, lying South of the North line of that certain right of way granted to Pacific Power and Light Company by instrument recorded in Book 48, page 503.

[END OF EXHIBIT A]