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FILED FOR RECORD
SKAMANIA COUNTY, WASH.
BY *Pope Resources*
May 23 3:54 PM '03
Odair
J. MICHAEL GLEWISON

FILED FOR RECORD AT THE REQUEST OF:
Pope Resources
19245 Tenth Avenue, NE
Poulsbo, WA 98370
Attn: Ember Krumwied
File No. 560-2.01-1873 (e)

REAL ESTATE EXCISE TAX
23016
MAY 28 2003
PAID Exempt
VICKI C. LEE
SKAMANIA COUNTY TREASURER

Grantor: PLUM CREEK TIMBERLANDS, L.P., a Delaware limited partnership
Grantee: POPE RESOURCES, A DELEWARE LIMITED PARTNERSHIP
Legal Description (abbreviated): Portion of Section 8, Township 7 North, Range 6 East, W.M., Skamania County, Washington
Assessor's Tax Parcel ID#: 7-6-700 *5-23-03*

CORRECTION TO SPECIAL WARRANTY DEED

WHEREAS, PLUM CREEK TIMBERLANDS, L.P., a Delaware limited partnership ("Grantor") by that certain Special Warranty Deed, executed on March 29, 2001, and recorded in the records of Skamania County, Washington on March 30, 2001 in Book 208, Page 110 (the "Original Deed") did grant to POPE RESOURCES, A DELEWARE LIMITED PARTNERSHIP ("Grantee") all of Grantor's right, title and interest in and to certain real property located in Skamania County, Washington as described in the Original Deed; and

WHEREAS, a parcel of land intended to be conveyed was inadvertently omitted from Exhibit "A" to the Original Deed; and

WHEREAS, the parties hereto desire to add that parcel of land to Exhibit "A" in the Original Deed; and

NOW, THEREFORE, the legal description of the real property located in Section 8, Township 7 North, Range 6 East, W.M., described under Parcel IV, Paragraph Two on Exhibit "A" in the Original Deed is hereby deleted and replaced in its entirety with the following legal description:

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NE1/4, W1/2E1/2NW1/4NW1/4, W1/2W1/2NW1/4, NW1/4NE1/4SW1/4NW1/4,
S1/2NE1/4SW1/4NW1/4, SE1/4SW1/4NW1/4, S1/2N1/2SE1/4NW1/4,
S1/2SE1/4NW1/4 and S1/2 of Section 8, Township 7 North, Range 6 East, W.M.,
Skamania County, Washington. 2-6-700
5-23-03 611

Except as amended by this Correction to Special Warranty Deed, the Original Deed is
hereby confirmed and remains in full force and effect.

IN WITNESS WHEREOF, Grantor has caused its name to be subscribed by its proper
officers on this 1st day of May 2003.

PLUM CREEK TIMBERLANDS, L.P.
By Plum Creek Timber I, L.L.C.
Its General Partner

Attest:

By:

Shay Lillard
Anne L. Oswald, *Shay Lillard*
Vice President
Secretary



By:

Thomas M. Lindquist
Thomas M. Lindquist
Executive Vice President

POPE RESOURCES,
A DELAWARE LIMITED PARTNERSHIP

By:

Donald L. Niles
Name: Donald L. Niles
Title: President and CEO

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ACKNOWLEDGEMENTS

STATE OF WASHINGTON }

55:

COUNTY OF KING

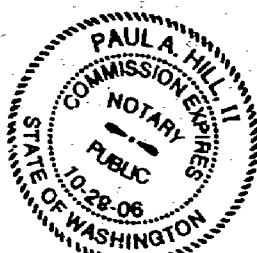
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On this 1st day of May, 2003, before me personally appeared Thomas M. Lindquist and Sheri L. Ward, to me known to be the Executive Vice President and the Assistant Secretary, respectively, of Plum Creek Timber I, L.L.C., general partner of Plum Creek Timberlands, L.P., the limited partnership that executed the within and foregoing instrument, and acknowledged the said instrument to be the free and voluntary act and deed of said limited partnership for the uses and purposes therein mentioned, and on oath stated that they were authorized to execute said instrument on behalf of the limited partnership and that the seal affixed is the seal of said limited partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year last above written.

Paul A. Morris

Notary Public in and for the
State of Washington
Residing at Hansville
My Commission Expires 10/29/05
Printed Name: Paul A. Hill Jr.



ACKNOWLEDGMENT

STATE OF WASHINGTON)
COUNTY OF KITSAP)ss

On this 5th day of May, 2003, before me personally appeared David L. Nunes, to me known to be the President and CFO of Pope Resources, a Delaware Limited Partnership, the limited partnership that executed the within and foregoing instrument, and acknowledged the said instrument to be the free and voluntary act and deed of said limited partnership for the uses and purposes therein mentioned, and on oath stated that they were authorized to execute said instrument on behalf of the limited partnership and that the seal affixed is the seal of said limited partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year last above written.



Ember D. Krumwiede
Notary Public in and for the
State of Washington
Residing at Bremerton
My Commission Expires 01-24-05
Printed Name Ember D. Krumwiede