



900 S.W. Fifth Avenue, Suite 2600  
Portland, Oregon 97204  
main 503.224.3380  
fax 503.220.2480  
www.stoel.com

November 12, 2015

DAVID E. FILIPPI  
Direct (503) 294-9529  
david.filippi@stoel.com

**VIA U.S. FIRST-CLASS MAIL**

Oregon Water Resources Department  
725 Summer Street NE, Suite A  
Salem, Oregon 97301

**Re: Ownership Update Forms for Water Right Certificate Nos. 83290, 83566, 88108,  
and 90625**

Dear Sir or Madam:

We represent the new owners of the above-referenced water right certificates. Please find enclosed four ownership update forms requesting that the Oregon Water Resources Department ("Department") update its files and online Water Rights Information System for the above-referenced water right certificates.

As background, William Dillard was the holder of one of the above-referenced certificates (Certificate 88108), and William and Betty Dillard were the holder of two of the above-referenced certificates (Certificates 83566 and 90625). Both William and Betty are now deceased. The lands to which the water rights are appurtenant, the water rights themselves, and the nursery operations have all been conveyed to William and Betty Dillard's children (Theresa Dillard Lund, Debra Dillard Ward, and Michael W. Dillard). Moreover, the nursery operations and land ownership now involve two business entities, being TMD Phase III, LLC and D-5 LLC, and both of these entities are wholly owned by William and Betty Dillard's children. Thus, we are submitting three of the four ownership update forms to reflect the updated ownership of the water right certificates.

The fourth certificate referenced above (Certificate 83290) is already in the name of Theresa Dillard Lund, Debra Dillard Ward, and Michael W. Dillard, but it does not reflect the fact that these individuals are doing business as TMD Phase III, LLC and D-5 LLC. Thus, we are submitting a fourth ownership update form for this certificate so that the dba information is included in the Department's records. The new owners would like to ensure that the water right ownership across all four certificates is consistent and accurately described in the Department's records.

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For your convenience, attached to each ownership update form, please find the water right certificate, the vesting deed or deeds, and documentation showing membership in one or both of the LLCs, as appropriate. We understand that by filing these forms, it will ensure that the owners receive notice from OWRD regarding issues that may affect the above-mentioned certificates.

Please feel free to contact me if you have any questions.

Very truly yours,

A handwritten signature in blue ink, appearing to read "D. E. Filippi".

David E. Filippi

DEF:SSC:dew  
Enclosures

cc: Theresa Dillard Lund (w/encs.)

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Oregon Water Resources Department  
 725 Summer Street NE, Suite A  
 Salem Oregon 97301-1266  
 (503) 986-0900  
 www.wrd.state.or.us

# Certificate of Water Right Ownership Update

## NOTICE TO SELLERS & BUYERS:

By law, all water belongs to the public (ORS 537.110). In almost every instance, a permit or water right certificate from the Water Resources Department is needed before using, diverting or storing water (ORS 537.130). However, most domestic wells do not require water rights. A certificate of water right stays with the land. In order to keep track of water right ownership, the Department requests that this form be submitted to the Department. ***If for multiple rights, a separate form for each right will be required.***

Water that has been used for a long time in one place or that involves a water structure (like a dam) that already exists is no guarantee that there is a water right which would allow the water use to continue.

If you have any questions about this form or water right requirements, please contact your local watermaster or call the Water Resources Department at 503-986-0900.

*Note: Please type or print legibly when filling in the following information. Use additional paper if necessary.*

## PROPERTY SELLER INFORMATION

Applicant(s): Michael W. Dillard, Debra Dillard Ward, and Theresa Dillard Lund

Mailing Address: 23055 SE Tillstrom Road

Gresham Oregon 97080

Phone: \_\_\_\_\_

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## PROPERTY BUYER INFORMATION

Applicant(s): Theresa Dillard Lund, Debra Dillard Ward, and Michael W. Dillard dba TMD PHASE III, LLC and D-5 LLC

Mailing Address: 23055 SE Tillstrom Road

Damascus OR 97089

Phone: \_\_\_\_\_

## PROPERTY DESCRIPTION (attach additional pages if necessary):

County: Clackamas Township: 1S Range: 3E Section: 34

Tax Lot Number(s): 100, 1400, 1500, 1600, 3800

Street address of water right property: \_\_\_\_\_

Water Right Information (attach copy of water right permit or certificate & final proof map):

Application #: G-16280 Permit #: G-16018 Certificate or Page #: 83290

Will all the lands associated with this water right be owned by the buyer?  Yes  No

Name of individual completing this form: Theresa Dillard Lund Phone: (503)665-0515

Signature: Theresa Dillard Lund Date: 11-10-15

**Please be sure to attach a copy of your property deed or legal description of the property.**

This is a final order in other than a contested case. This order is subject to judicial review under ORS 183.484. Any petition for judicial review must be filed within the 60 day time period specified by ORS 183.484(2). Pursuant to ORS 536.075 and OAR 137-004-0080 you may either petition for judicial review or petition the Director for reconsideration of this order. A petition for reconsideration may be granted or denied by the Director, and if no action is taken within 60 days following the date the petition was filed, the petition shall be deemed denied.

In addition, under ORS 537.260 any person with an application, permit or water right certificate subsequent in priority may jointly or severally contest the issuance of the certificate at any time before it has issued, and after the time has expired for the completion of the appropriation under the permit, or within three months after issuance of the certificate.

STATE OF OREGON

COUNTY OF CLACKAMAS

CERTIFICATE OF WATER RIGHT

THIS CERTIFICATE ISSUED TO

MICHAEL W DILLARD  
DEBRA DILLARD WARD  
THERESA DILLARD LUND  
23055 SE TILLSTROM RD  
GRESHAM, OR 97080

The specific limits and conditions of the use are listed below.

APPLICATION FILE NUMBER: G-16280

PERMIT NUMBER: G-16018

SOURCE OF WATER: WELL 1, WELL 2 AND WELL 3 IN JOHNSON CREEK BASIN

PURPOSE OR USE: NURSERY USES ON 116.5 ACRES

MAXIMUM RATE: NOT TO EXCEED 0.89 CUBIC FOOT PER SECOND, BEING 0.53 CUBIC FOOT PER SECOND FROM WELL 1, 0.89 CUBIC FOOT PER SECOND FROM WELL 2 AND 0.11 FROM WELL 3, IN ANY COMBINATION.

PERIOD OF USE: YEAR ROUND

DATE OF PRIORITY: JULY 21, 2004

WELL LOCATIONS:

WELL 1 (CLAC 791): SE ¼ NW ¼, SECTION 34, T1S, R3E, W.M.; 3170 FEET NORTH & 290 FEET WEST FROM S1/4 CORNER, SECTION 34

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G-16280.RA

Certificate Number 83290

WELL 2 (CLAC 17900): NE  $\frac{1}{4}$  SW  $\frac{1}{4}$ , SECTION 34, T1S, R3E, W.M.; 1836 FEET NORTH & 652 FEET WEST FROM S1/4 CORNER, SECTION 34

WELL 3 (CLAC 1206): SE  $\frac{1}{4}$  NW  $\frac{1}{4}$ , SECTION 34, T1S, R3E, W.M.; 3001 FEET NORTH & 338 FEET WEST FROM S1/4 CORNER, SECTION 34

The amount of water used for nursery use is limited to a maximum of 5.0 acre feet per acre and a diversion of 0.15 cubic foot per second per acre. For irrigation of containerized nursery plants, the amount of water diverted is limited to one fortieth of one cubic foot per second and 5.0 acre feet per acre per year. For irrigation of in-ground nursery plants the amount of water diverted is limited to one eightieth of one cubic foot per second and 2.5 acre feet per acre per year. The use of water for nursery use may be made at any time, during the period of allowed use specified above, that the use is beneficial. For irrigation of any other crop, the amount of water diverted is limited to one eightieth of one cubic foot per second and 2.5 acre feet per acre during the irrigation season of each year.

THE PLACE OF USE IS LOCATED AS FOLLOWS:

NE  $\frac{1}{4}$  SW  $\frac{1}{4}$  39.5 ACRES

SE  $\frac{1}{4}$  SW  $\frac{1}{4}$  37.5 ACRES

NW  $\frac{1}{4}$  SE  $\frac{1}{4}$  20.0 ACRES

SW  $\frac{1}{4}$  SE  $\frac{1}{4}$  19.5 ACRES

SECTION 34

TOWNSHIP 1 SOUTH, RANGE 3 EAST, W.M.

Measurement, recording and reporting conditions:

- A. The water user shall maintain the meter or measuring device in good working order, shall keep a complete record of the amount of water used each month and shall submit a report which includes the recorded water use measurements to the Department annually or more frequently as may be required by the Director. Further, the Director may require the water user to report general water use information, including the place and nature of use of water under the right.
- B. The water user shall allow the watermaster access to the meter or measuring device; provided however, where the meter or measuring device is located within a private structure, the watermaster shall request access upon reasonable notice.

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Use of water under authority of this right may be regulated if analysis of data available after the right is issued discloses that the appropriation will measurably reduce the surface water flows necessary to maintain the free-flowing character of a scenic waterway in quantities necessary for recreation, fish and wildlife in effect as of the priority date of the right or as those quantities may be subsequently reduced.

- (1) Use of water from the well(s), as allowed herein, shall be controlled or shut off if the well displays:
  - (a) An average water level decline of three or more feet per year for five consecutive years; or
  - (b) A total water level decline of fifteen or more feet; or
  - (c) A hydraulic interference decline of fifteen or more feet in any neighboring well providing water for senior exempt uses or wells covered by prior rights.
  
- (2) The water user shall be responsible for complying with each of the following requirements for measuring water levels in the well.
  - (a) Use of water from a new well shall not begin until an initial static water level in the well has been measured and submitted to the Department.
  - (b) In addition to the measurement required in subsection (a) of this section, a water level measurement shall be made each year during the period March 1 through March 31.
  - (c) All water level measurements shall be made by a qualified individual. Qualified individuals are certified water rights examiners, registered geologists, registered professional engineers, licensed land surveyors, licensed water well driller, licensed pump installer, or the appropriator.
  - (d) Any qualified individual measuring a well shall use standard methods of procedure and equipment designed for the purpose of well measurement. The equipment used shall be well suited to the conditions of construction at the well. A list of standard methods of procedure and suitable equipment shall be available from the Department.
  - (e) The appropriator shall submit a record of the measurement to the Department on a form available from the Department. The record of measurement shall include both measurements and calculations, shall include a certification as to their accuracy signed by the individual making the measurements, and

shall be submitted to the Department within 90 days from the date of measurement. The Department shall determine when any of the declines cited in section (1) are evidenced by the well measurement required in this section.

The reference static water levels are: Well 1 (CLAC 791), 142.0 feet below land surface; Well 2 (CLAC 17900), 152.0 feet below land surface; and Well 3 (CLAC 1206), 149.0 feet below land surface.

#### STANDARD CONDITIONS

If substantial interference with a senior water right occurs due to withdrawal of water from any well listed on this right, then use of water from the well(s) shall be discontinued or reduced and/or the schedule of withdrawal shall be regulated until or unless the Department approves or implements an alternative administrative action to mitigate the interference. The Department encourages junior and senior appropriators to jointly develop plans to mitigate interferences.

The wells shall be maintained in accordance with the General Standards for the Construction and Maintenance of Water Wells in Oregon. The works shall be equipped with a usable access port, and may also include an air line and pressure gauge adequate to determine water level elevation in the well at all times.

Where two or more water users agree among themselves as to the manner of rotation in the use of water and such agreement is placed in writing and filed by such water users with the watermaster, and such rotation system does not infringe upon such prior rights of any water user not a party to such rotation plan, the watermaster shall distribute the water according to such agreement.

The Director may require water level or pump test results every ten years thereafter.

Failure to comply with any of the provisions of this right may result in action including, but not limited to, restrictions on the use, civil penalties, or cancellation of the right.

This right is for the beneficial use of water without waste. The water user is advised that new regulations may require the use of best practical technologies or conservation practices to achieve this end.

By law, the land use associated with this water use must be in compliance with statewide land-use goals and any local acknowledged land-use plan.

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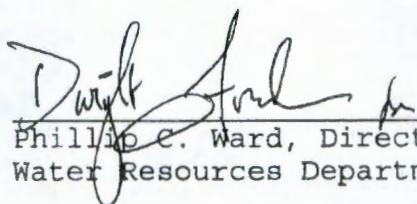
G-16280.RA

Certificate Number 83290

SALEM, OR

The use of water shall be limited when it interferes with any prior surface or ground water rights.

Issued MAR 21 2007.

  
Phillip C. Ward, Director  
Water Resources Department

Recorded in State Record of Water Right Certificates Number 83290

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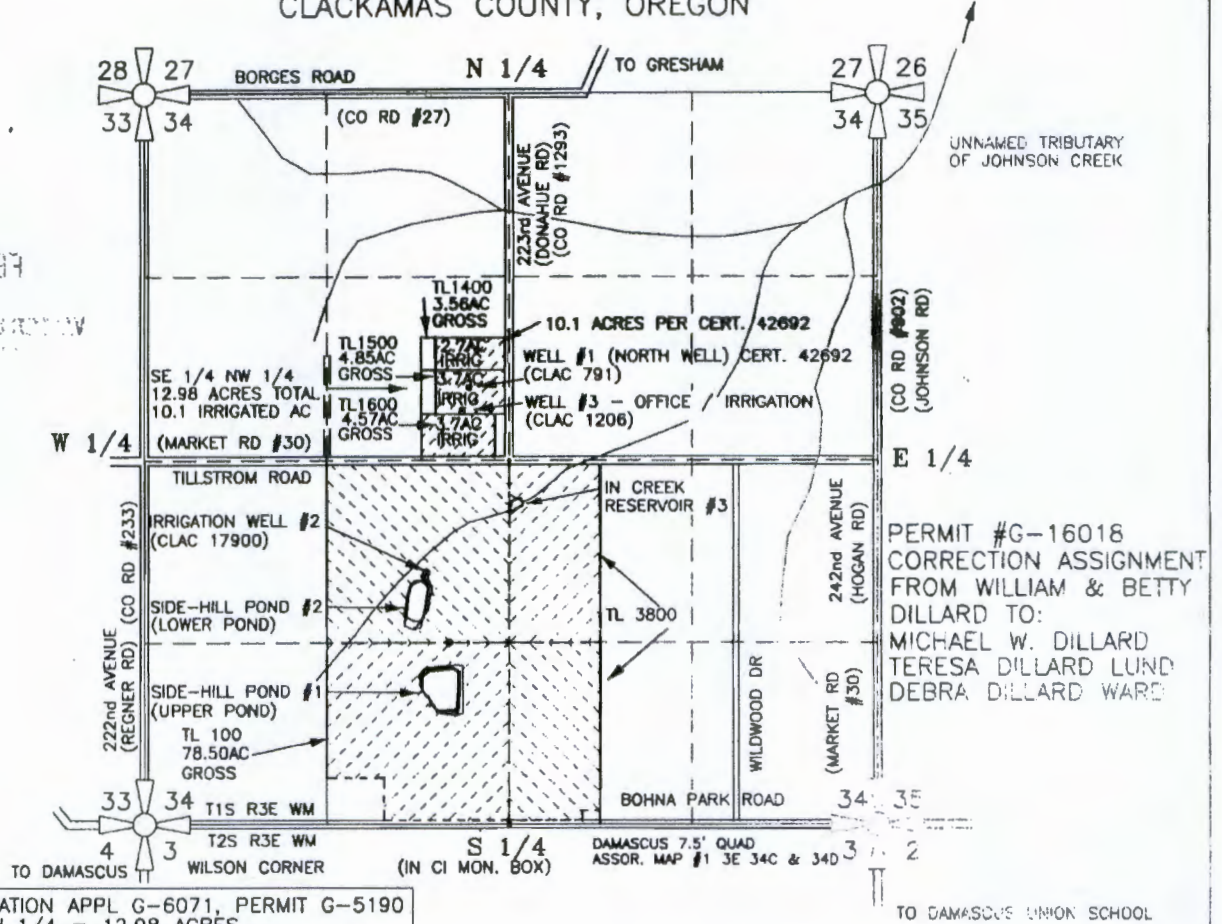
G-16280.RA

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SE 1/4 of the NW 1/4 of SECTION 34  
 NE 1/4 & SE 1/4 of the SW 1/4 of SECTION 34  
 NW 1/4 & SW 1/4 of the SE 1/4 of SECTION 34  
 T1S & R3E of the WM  
 CLACKAMAS COUNTY, OREGON



PERMIT #G-16018  
 CORRECTION ASSIGNMENT  
 FROM WILLIAM & BETTY  
 DILLARD TO:  
 MICHAEL W. DILLARD  
 TERESA DILLARD LUND  
 DEBRA DILLARD WARD

PRIMARY IRRIGATION APPL G-6071, PERMIT G-5190
SE 1/4 of SW 1/4 = 12.98 ACRES
SUPPLE. IRRIG. APPL. G-12634, PERMIT G-11606
NE 1/4 of SW 1/4 = 39.5 ACRES
NW 1/4 of SE 1/4 = 20.0 ACRES
SW 1/4 of SE 1/4 = 19.5 ACRES
SE 1/4 of SW 1/4 = 37.5 ACRES
TOTAL = 116.5 ACRES

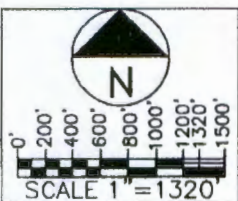
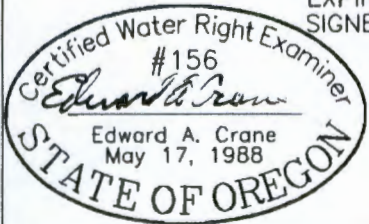
WELL #1 IS LOCATED 3170' NORTH & 290' WEST AND  
 WELL #2 IS LOCATED 1836' NORTH & 652' WEST AND  
 WELL #3 IS LOCATED 3001' NORTH & 338' WEST OF  
 the SOUTH 1/4 CORNER of SEC. 34, WELLS #1 & #3  
 BEING LOCATED in the SE 1/4 of the NW 1/4 and  
 WELL #2 is LOCATED in the NE 1/4 of the SW 1/4 of  
 SECTION 34, T1S, R3E WM, CLACKAMAS CO. OREGON

EXPIRES: DEC. 31, 2007  
 SIGNED: 01/30/07

FINAL PROOF SURVEY-APPLICATION  
 G-16280, PERMIT G-16018

PREPARED BY EDWARD A. CRANE, CWRE

PREPARATION OF THIS MAP WAS FOR THE PURPOSE  
 OF IDENTIFYING THE LOCATION OF THE WATER RIGHTS  
 ONLY AND HAS NO INTENT TO PROVIDE DIMENSIONS  
 OR LOCATION OF PROPERTY OWNERSHIP LINES.



SURVEYED FEB. 14, 2006  
 BY EDWARD A. CRANE, CWRE

CLACKAMAS COUNTY ENGINEER & SURVEYOR PROJECTS \245-008\24500801.DWG 01/30/2007 EAC

DATE JAN. 2007 FEB. 2006 DEC. 2006		CRANE ENGINEERING & SURVEYING, INC. 13755 SE 119TH DRIVE CLACKAMAS, OREGON 97015 OFFICE: 503-698-3890 FAX NO: 503-698-3861 CELL: 503-679-3253 E-MAIL: eces@verizon.net	APPLICATION FOR PERMIT NUMBER <u>G-16280</u>	SHEET
PROJECT NO. 245-008			PERMIT NUMBER <u>G-16018</u> IN THE NAME OF:  WM. DILLARD WHOLESALE NURSERY 23055 SE TILLSTROM RD., GRESHAM, OR TEL: 503-665-0515; FAX: 503-658-7463	1/2

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FEB 08 2007

WATER RESOURCES DEPT  
SALEM, OREGON

SE 1/4 of the NW 1/4 of SEC. 34  
NE & SE of the SW 1/4 of SEC. 34  
NW & SW of the SE 1/4 of SEC. 34  
T1S & R3E of the WM  
CLACKAMAS COUNTY, OREGON

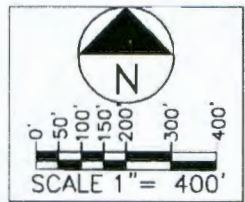
WELL #1 IS LOCATED 3170' NORTH & 290' WEST AND  
WELL #2 IS 1836' NORTH & 652' WEST AND WELL #3 IS  
LOCATED 3001' NORTH & 338' WEST OF THE SOUTH 1/4  
COR. OF SEC. 34, T1S, R3E OF WM, CLACKAMAS CO. OR.

PREPARATION OF THIS MAP WAS FOR THE PURPOSE  
OF IDENTIFYING THE LOCATION OF THE WATER RIGHTS  
ONLY AND HAS NO INTENT TO PROVIDE DIMENSIONS  
OR LOCATION OF PROPERTY OWNERSHIP LINES.

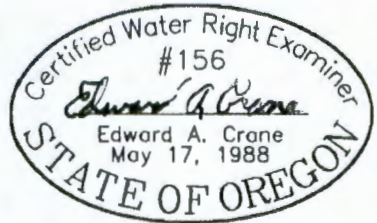
WELL #1 CERT. 42692 (CLACK 791)  
(NORTH/OLD WELL), 4" DISCHARGE  
240 GPM, 25 HP, 4" METER  
WELL #3 - OFFICE/GREENHOUSE  
(CLAC 1206), 50 GPM, 5 HP  
2" METER  
WELL #1 & #2 INTERCONNECTION  
UNNAMED TRIBUTARY  
OF JOHNSON CREEK

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FINAL PROOF SURVEY  
APPL. G-16280  
PERMIT G-16018

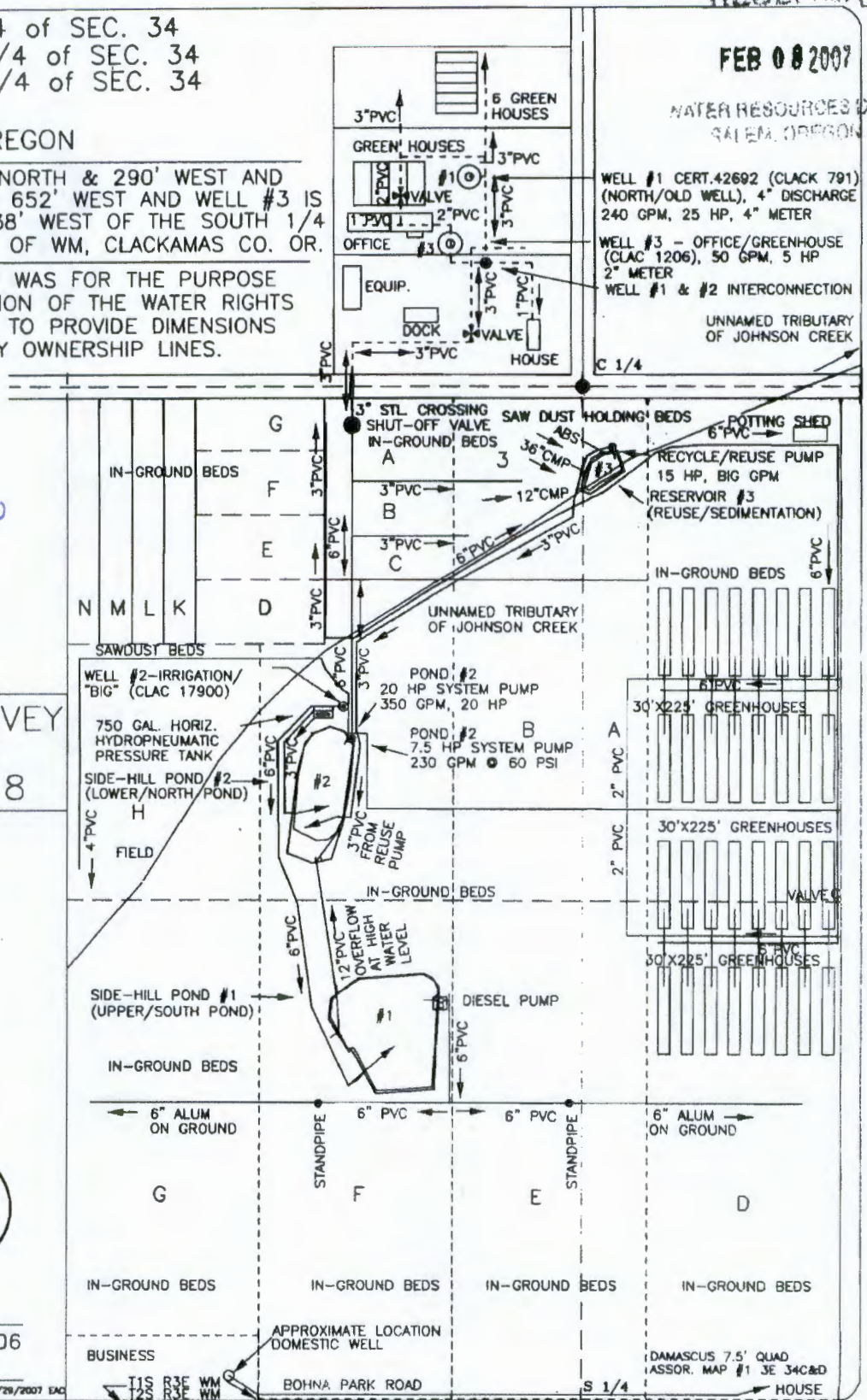


EXPIRES: DEC. 31, 2007  
SIGNED: 1-30-07



SURVEYED FEBRUARY 14, 2006  
BY EDWARD A. CRANE, CWRE

D:\CRANE ENGR & SURVEY\PROJECTS\245-008\24500801.DWG 01/29/2007 EAC



DATE  
JAN. 2007  
FEB. 2006  
DEC. 2006  
PROJECT NO.  
245-008



CRANE ENGINEERING  
& SURVEYING, INC.  
13755 SE 119TH DRIVE  
CLACKAMAS, OREGON 97015  
OFFICE: 503-698-3890  
FAX NO: 503-698-3861  
CELL: 503-679-3253  
E-MAIL: eces@verizon.net

APPLICATION FOR PERMIT NUMBER G-16280  
PERMIT NUMBER G-16018 IN THE NAME OF:  
WM. DILLARD WHOLESALE NURSERY  
23055 SE TILLSTROM RD., GRESHAM, OR  
TEL: 503-665-0515; FAX: 503-658-7463

SHEET  
2/2

Clackamas County Official Records  
Sherry Hall, County Clerk

2009-000509



\$36.00

01271304200900005090020027

01/06/2009 09:08:31 AM

D-D Cnt=1 Str=6 KARLYNWUN  
\$10.00 \$10.00 \$16.00

Until a change is requested, all tax statements shall be sent to the following address; after recording return to:

TMD Phase III, LLC  
23055 SE Tillstrom Road  
Damascus, Oregon 97089

R

**WARRANTY DEED**

MICHAEL W. DILLARD, THERESA J. LUND and DEBRA L. WARD, Grantors, convey and warrant to TMD PHASE III, LLC, an Oregon limited liability company, Grantee, the following described real property in the County of Clackamas, State of Oregon, free of encumbrances except as specifically set forth herein:

36

**PARCEL I**

The west half of the west half of the southeast quarter of Section 34, T 1 S, R 3 E, WM, in Clackamas County, Oregon.

**PARCEL II**

The east half of the southwest quarter of Section 34, T 1 S, R 3 E, WM, in Clackamas County, Oregon.

Subject to all encumbrances of record.

The true consideration for this conveyance is other consideration. This conveyance is a contribution of capital to said TMD Phase III, LLC.

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.

DATED this 31 day of December 2008.

Michael W. Dillard

Theresa J. Lund

Debra L. Ward

FATCO. NO. NCS - 373912

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SALEM, OR

STATE OF OREGON )  
County of ~~Clackamas~~ <sup>Multnomah</sup> )ss

The foregoing instrument was acknowledged before me this 31 day of December 2008 by Michael W. Dillard, Theresa J. Lund and Debra L. Ward.



M.L. Card  
Notary Public for Oregon  
My commission expires: 01-04-10

NS

RECORDED IN CLACKAMAS COUNTY  
JOHN KAUFFMAN, COUNTY CLERK

2000-0000105



\$26.00

01/03/2000 12:29:27 PM

Michael Dillard, Theresa Dillard Lund,  
and Debbie Dillard Ward

23055 SE Tillstrom Road,  
Gresham, OR 97080

Grantor's Name and Address

TMD Phase III, LLC

23055 SE Tillstrom Road

Gresham, OR 97080

Grantee's Name and Address

After recording, return to (Name, Address, Zip):

Cameron McFaddan, Attorney

PO Box 594

Gresham, OR 97030

Until requested otherwise, send all tax statements to (Name, Address, Zip):

TMD Phase III, LLC

23055 SE Tillstrom Road

Gresham, OR 97080

*(Push Processing)*

DD - 1 - 2 ELIZABETH

\$5.00 \$11.00 \$10.00

SPACE RESERVED  
FOR  
RECORDER'S USE

and/or as rec./micr./rec.  
ment/microfilm/reception No. \_\_\_\_\_  
Records of said County.

Witness my hand and seal of County  
affixed.

NAME TITLE

By \_\_\_\_\_, Deputy.

BARGAIN AND SALE DEED - STATUTORY FORM

(INDIVIDUAL GRANTOR)

MICHAEL DILLARD, THERESA DILLARD LUND, and DEBBIE DILLARD WARD, as tenants in common

conveys to TMD Phase III, LLC

the following real property situated in Clackamas County, Oregon, to-wit:

Beginning at the Southwest Corner of the Northeast quarter of the Southeast quarter of the Northwest quarter of Section 34, Township 1 South, Range 3 East of the Willamette Meridian, in the County of Clackamas, State of Oregon; thence North 0° 08' 40" East 235.0 feet; thence North 89° 57' East 639.38 feet; thence South parallel to the centerline of Thomas Donahue Road 235.0 feet; thence South 89° 57' west 639.33 feet to the point of beginning

free of all encumbrances except the rights of the public in and to that portion of the above property lying within the limits of roads and highways.

(IF SPACE INSUFFICIENT, CONTINUE DESCRIPTION ON REVERSE)

The true consideration for this conveyance is \$43,200.00 (Here, comply with the requirements of ORS 93.030.)

Dated this 29 day of December, 19 99.

THIS INSTRUMENT WILL 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 APPROVED USES AND TO DETERMINE ANY LIMITS ON LAWSUITS AGAINST FARMING OR FOREST PRACTICES AS DEFINED IN ORS 30.930.

*Michael Dillard*  
MICHAEL DILLARD  
*Theresa Dillard Lund*  
THERESA DILLARD LUND  
*Debbie Dillard Ward*  
DEBBIE DILLARD WARD

STATE OF OREGON, County of Clackamas ) ss.

This instrument was acknowledged before me on December 29, 19 99,  
by Michael Dillard, Theresa Dillard Lund, and Debbie Dillard Ward



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SALEM, OR

Clackamas County Official Records  
Sherry Hall, County Clerk

2003-028724



\$31.00

03/07/2003 12:08:18 PM

D-D Cnt=1 Stn=6 MIKE  
\$10.00 \$11.00 \$10.00

After recording, return to:  
Theresa J. Lund  
D-5 LLC  
23055 SE Tillstrom Road  
Gresham, Oregon 97080

Until a change is requested,  
all tax statements shall be sent to:  
Theresa J. Lund  
D-5 LLC  
23055 SE Tillstrom Road  
Gresham, Oregon 97080

### WARRANTY DEED - STATUTORY FORM

WILLIAM S. DILLARD and BETTY J. DILLARD, Grantors, convey and warrant to D-5 LLC, an Oregon limited liability company, Grantee, the following-described real property free of encumbrances except as specifically set forth herein, situated in Clackamas County, Oregon:

See attached Exhibit A.

Tax Account No. 00143981.

The above-described property is free from encumbrances except those of record.

The true and actual consideration for this conveyance is \$0. This is a contribution of capital to an limited liability company.

Dated: Feb. 20, 2003.

William S. Dillard, Grantor

Betty J. Dillard, Grantor

THIS INSTRUMENT WILL 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 APPROVED USES AND TO DETERMINE ANY LIMITS ON LAWSUITS AGAINST FARMING OR FOREST PRACTICES AS DEFINED IN ORS 30.930.

STATE OF OREGON, County of Clackamas

Personally appeared the above-named William Dillard and Betty J. Dillard and acknowledged the foregoing instrument to be their voluntary act and deed.

Before me: Feb. 20, 2003.

Notary Public for Oregon

My commission expires: 8-11-2006



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EXHIBIT A

Part of the southeast quarter of the northwest quarter of Section 34, T. 1 S., R. 3 E., of the W. M., in Clackamas County, Oregon, commencing at the center of said Section 34, where is driven an iron pipe ½ inch by 38 inches; thence North 0° 52' East along the quarter section line, 334.125 feet to a point in the quarter section line running north and south through said Section 34, which is the true point of beginning of the tract of land to be herein described; thence West along the north boundary line of that certain tract of land conveyed by E. L. Jackson, et ux, to George Holland and Marie Holland, by deed recorded October 6, 1932, in Book 217 page 171 of the Deed Records of Clackamas County, Oregon, 659.17 feet, more or less, to a point in the east boundary line of tract conveyed by E. L. Jackson, et ux, to Sam H. Seaney and Lucy S. Seaney, by deed recorded December 23, 1930 in Book 209 page 221, Deed Records of Clackamas County, Oregon; thence North 0° 51' East along the east boundary line of tract so conveyed to Sam H. Seaney, et ux, 318.915 feet to the east boundary of the land conveyed to said Sam H. Seaney, et ux, where is driven an iron pipe ½ inch by 38 inches; thence South 89° 21' East 659.27 feet, more or less, to a point in center of County Road No. 1293, where is driven an iron pipe ½ inch by 38 inches; thence South 0° 52' West 319.015 feet to the true point of beginning.

ALSO an easement over and across the following: Beginning at a point in the east boundary line of the tract of land conveyed by E. L. Jackson, et ux. to Sam H. Seaney, et ux, recorded December 23, 1930, in Book 209 page 221, Deed Records of Clackamas County, Oregon, which point is the southwest corner of the tract hereinabove described and the northwest corner of the tract of land conveyed by E. L. Jackson, et ux, to George Holland and Marie Holland, by deed recorded October 6, 1932, in Book 217 page 171, Deed Records of Clackamas County, Oregon; thence East along the north boundary line of land so conveyed to George Holland, et ux, 16 feet to a point; thence south 0° 51' West 334.125 feet to a point in center of County Road (Market Road No. 30); thence West along center of County Road, 16 feet to the southwest corner of the tract of land conveyed by E. L. Jackson, et ux, to George Holland and Marie Holland, by deed recorded in Book 217 page 171; thence North 0° 51' East 334.125 feet to the point of beginning; said easement to be used as a roadway in common with others.

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After recording, return to:  
Theresa Jean Lund et al  
23055 SE Tillstrom Road  
Damascus, OR 97089  
Grantors

Until a change is requested,  
all tax statements shall be sent to:

D-5 LLC  
c/o Theresa Dillard Lund  
23055 SE Tillstrom Road  
Damascus, OR 97089  
Grantee

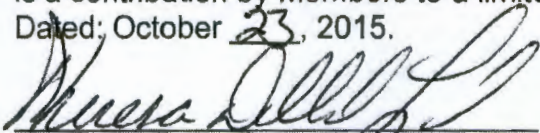
### WARRANTY DEED - STATUTORY FORM

THERESA DILLARD LUND, DEBRA DILLARD WARD, and MICHAEL W. DILLARD, as tenants in common, Grantors, convey and warrant to D-5 LLC, an Oregon limited liability company, Grantee, all of grantors' interest in the following described real property free of encumbrances except as specifically set forth herein, situated in Clackamas County, Oregon:

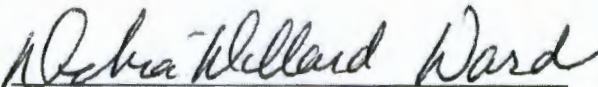
See Exhibit "A" attached and incorporated here by reference.

The above-described property is free from encumbrances except those of record. The true and actual consideration for this conveyance is \$0. This conveyance is a contribution by members to a limited liability company.

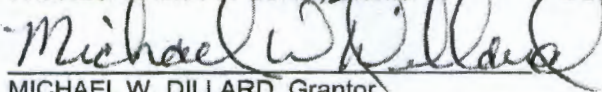
Dated: October 23, 2015.



THERESA DILLARD LUND, Grantor



DEBRA DILLARD WARD, Grantor



MICHAEL W. DILLARD, Grantor

BEFORE SIGNING OR ACCEPTING THIS INSTRUMENT, THE PERSON TRANSFERRING FEE TITLE SHOULD INQUIRE ABOUT THE PERSONS 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.

STATE OF OREGON, County of Clackamas ss.

On October 23, 2015, personally appeared the above-named THERESA DILLARD LUND, DEBRA DILLARD WARD, and MICHAEL W. DILLARD, as tenants in common, and each acknowledged the foregoing instrument to be his/her voluntary act and deed.

\_\_\_\_\_



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**"EXHIBIT A"**

A tract of land in Section 34, Twp. 1 South, Range 3 East of the W.M., County of Clackamas and State of Oregon, more particularly described as follows:

Commencing at the center of Section 34; thence West on the quarter section line 38.50 rods, more or less, to the Southeast corner of the tract of land conveyed to S.M. Seeney and wife by Deed recorded in Book 209, page 221, Deed Records; thence North along the East line of the Seeney tract 20.25 rods; thence East 38.50 rods, more or less, to the North and South quarter section line; thence South 20.25 rods to the place of beginning; subject to the rights of the public in and to that portion of said land lying within the limits of County Road No. 1142; and subject to an Easement for road purposes over the West 15 feet of this tract, in the County of Clackamas and State of Oregon.

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Phone: (503) 986-2200  
Fax: (503) 376-4381

Articles of Organization—Limited Liability Company

For office use only

Secretary of State  
Corporation Division  
285 Capital St. NE, Suite 151  
Salem, OR 97310-1327

**FILED**

**DEC 08 1999**

**OREGON  
SECRETARY OF STATE**

Registry Number: 721621-84

Attach Additional Sheet if Necessary  
Please Type or Print Legibly in Black Ink

1) NAME (Must contain the words "Limited Liability Company" or the abbreviations "LLC" or "L.L.C.")

TMD PHASE III, LLC

2) DURATION (Please check one.)

Latest date upon which the Limited Liability Company is to dissolve is \_\_\_\_\_

Duration shall be perpetual.

CHECK HERE TO INDICATE ON YOUR REGISTRATION THAT YOU DO NOT WANT MAIL SOLICITATION.

3) NAME OF THE INITIAL REGISTERED AGENT

Cameron McFadden, Attorney at Law

4) ADDRESS OF THE INITIAL REGISTERED AGENT (Must be an Oregon Street Address which is identical to the registered agent's business office.)  
1300 NE Linden Avenue

Gresham, OR 97030

5) ADDRESS WHERE THE DIVISION MAY MAIL NOTICES

PO Box 594

Gresham, OR 97030

6) NAME AND ADDRESS OF EACH ORGANIZER

Theresa Dillard Lund

23055 SE Tillstrom Road

Gresham, OR 97080

Debbie Dillard Ward

23055 SE Tillstrom Road

Gresham, OR 97080

Michael Dillard

23055 SE Tillstrom Road

Gresham, OR 97080

7) CHECK THE FOLLOWING STATEMENT IF APPLICABLE

This limited liability company will be managed by a manager(s).

8) OPTIONAL PROVISIONS (Attach a separate sheet if necessary.)

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9) EXECUTION (The title for each signer must be "Organizer.")

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Printed Name

Theresa Dillard Lund

Debbie Dillard Ward

Michael Dillard

Signature

*Theresa Dillard Lund*  
*Debbie Dillard Ward*  
*Michael Dillard*

Title

Organizer

Organizer

Organizer

10) CONTACT

Camer

TMD PHASE III, LLC

ER

73



72162184-1253734

NEW

**FEEES**

Make check for \$40 payable to "Corporation Division."

NOTE: Filing fees may be paid with VISA or MasterCard. The card number and expiration date should be submitted on a separate sheet for your protection.

NNA  
11-19  
11/19

CR151 (Rev. 5/97)

11169901810

40.

**TRANSFER AND ASSIGNMENT OF MEMBERSHIP INTERESTS**

**TRANSFER AND ASSIGNMENT OF MEMBERSHIP INTERESTS** by **MICHAEL W. DILLARD, DEBRA DILLARD WARD** and **THERESA DILLARD LUND** (each individually an "Assignor" and collectively the "Assignors") to **D-5 LLC** ("Assignee"), an Oregon limited liability company.

**RECITALS**

**A.** Each Assignor owns one-third of the outstanding membership interests in **TMD PHASE III LLC** (the "Company"), an Oregon limited liability company;

**B.** Each Assignor wishes to transfer and assign all of his or her membership interest in the Company to Assignee; and

**D.** Assignee wishes to accept the aforesaid transfer and assignment from Assignor.

**NOW, THEREFORE**, the undersigned agree as follows:

**1.** Assignors hereby individually and collectively transfer and assign to Assignee all of the Assignors' membership interests in the Company.

**2.** Assignee hereby accepts the foregoing transfer and assignment from Assignors.

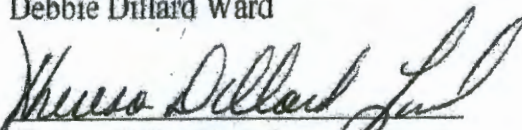
**3.** No consideration is being paid for this transfer and assignment, it being treated as a capital contribution by each Assignor to Assignee.

**IN WITNESS WHEREOF**, the parties have executed this document to be effective as of December 1, 2012.

**Assignors**

  
Michael W. Dillard

  
Debbie Dillard Ward

  
Theresa Dillard Lund

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**Assignee**

**D-5 LLC**

By Michael W. Dillard  
Michael W. Dillard  
Member

By Debbie Dillard Ward  
Debbie Dillard Ward  
Member

By Theresa Dillard Lund  
Theresa Dillard Lund  
Member

Pursuant to ORS 63.249, the foregoing transfer and assignment is effective as to the Company and D-5 LLC is accepted as the sole member of TMD Phase III LLC.

**TMD PHASE III LLC**

By Michael W. Dillard  
Michael W. Dillard  
Member

By Debbie Dillard Ward  
Debbie Dillard Ward  
Member

By Theresa Dillard Lund  
Theresa Dillard Lund  
Member

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