



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): William Dillard
First Last
 Mailing Address: 23055 SE Tillstrom Road
Gresham Oregon 97080
City State Zip
 Phone: _____
Home Work Other

PROPERTY BUYER INFORMATION

Applicant(s): Theresa Dillard Lund, Debra Dillard Ward, and Michael W. Dillard dba TMD PHASE III, LLC and D-5 LLC
First Last
 Mailing Address: 23055 SE Tillstrom Road
Damascus OR 97089
City State Zip
 Phone: _____
Home Work Other

PROPERTY DESCRIPTION (attach additional pages if necessary):

County: Clackamas Township: 1S Range: 3E Section: 34 **RECEIVED BY OWRD**

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

Street address of water right property: _____

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

Application #: G-6071 Permit #: G-5190 Certificate or Page #: 88108

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.

STATE OF OREGON
 COUNTY OF CLACKAMAS
 CERTIFICATE OF WATER RIGHT

THIS CERTIFICATE ISSUED TO

WILLIAM DILLARD; WM DILLARD WHOLESALE NURSERY
 23055 SE TILLSTROM RD
 GRESHAM OR 97080

confirms the right to use the waters of WELL #1, WELL #2, AND WELL #3, in the JOHNSON CREEK BASIN (WILLAMETTE RIVER) for IRRIGATION of 10.1 ACRES.

This right was perfected under Permit G-5190. The date of priority is APRIL 12, 1973. The amount of water to which this right is entitled is limited to an amount actually used beneficially, and shall not exceed 0.13 CUBIC FOOT PER SECOND, or its equivalent in case of rotation, measured at the well.

The well is located as follows:

Twp	Rng	Mer	Sec	Q-Q	Measured Distances
1 S	3 E	WM	34	SE NW	WELL #1 - 3170 FEET NORTH & 290 FEET WEST FROM S1/4 SECTION 34
1 S	3 E	WM	34	SE NW	WELL #3 - 3001 FEET NORTH & 338 FEET WEST FROM S1/4 CORNER, SECTION 34
1 S	3 E	WM	34	NE SW	WELL #2 - 1836 FEET NORTH & 652 FEET WEST FROM S1/4 CORNER, SECTION 34

The amount of water used for irrigation, together with the amount secured under any other right existing for the same lands, is limited to a diversion of ONE-EIGHTIETH of one cubic foot per second, or its equivalent for each acre irrigated, and shall be further limited to a diversion of not to exceed 2.5 acre-feet per acre for each acre irrigated during the irrigation season of each year.

The use shall conform to such reasonable rotation system as may be ordered by the proper state officer

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A description of the place of use is as follows:

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Twp	Rng	Mer	Sec	Q-Q	Acres
1 S	3 E	WM	34	SE NW	10.1

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The quantity of water diverted at the new points of appropriation (wells), shall not exceed the quantity of water available from the original point of appropriation.

NOTICE OF RIGHT TO PETITION FOR RECONSIDERATION OR JUDICIAL REVIEW

This is an order in other than a contested case. This order is subject to judicial review under ORS 183.482. Any petition for judicial review must be filed within the 60-day time period specified by ORS 183.482. Pursuant to ORS 183.482, ORS 536.075 and OAR 137-003-0675, you may petition for judicial review and 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.

When required by the Department the water user shall install an in-line flow meter or other suitable device for measuring and recording the quantity of water used. The type and plans of the measuring device must be approved by the Department prior to beginning construction and shall be installed under the general supervision of the Department.


Water shall be acquired from the same aquifer as the original point of appropriation.

The right to the use of the water for the above purpose is restricted to beneficial use on the lands or place of use described.

This certificate is issued to confirm a change in ADDITIONAL POINTS OF APPROPRIATION approved by an order of the Water Resources Director entered AUGUST 26, 1998, at Special Order Volume 52, Page 783, approving Transfer Application 7987, supercedes Certificate 42692, State record of Water Right Certificates.

JUN 20 2013

Issued _____.



Dwight W. French
Administrator, Water Right Services, for
Phillip C. Ward, Director

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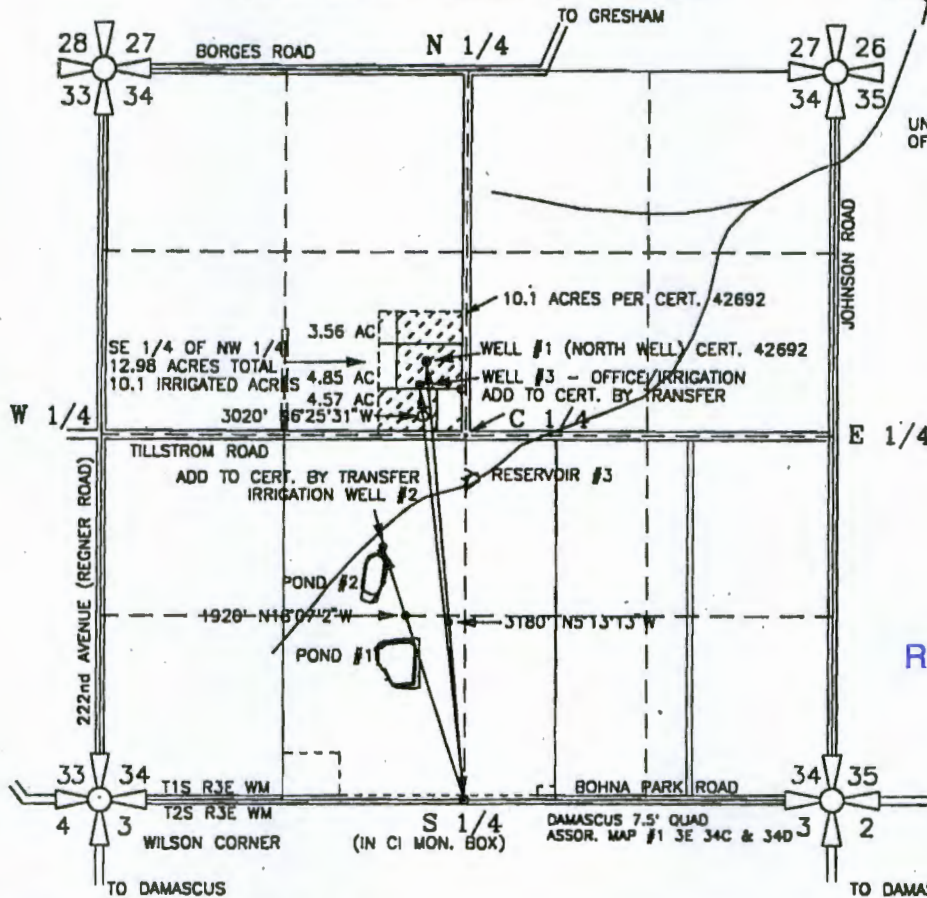
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SEP 24 1999

SE 1/4 OF THE NW 1/4 OF SECTION 34
T1S & R3E OF THE WM
CLACKAMAS COUNTY, OREGON

WATER RESOURCES DEPT
SALEM, OREGON



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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

EXPIRES: DEC. 31, 1999

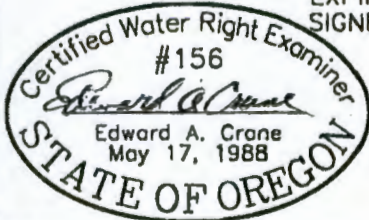
SIGNED: *E.A. Crane*

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 SECTION 34, WELL #1 & 3
BEING LOCATED IN THE SE 1/4 OF THE NW 1/4 AND
WELL #2 LOCATED IN THE NW 1/4 OF THE SW 1/4 OF
SECTION 34, T1S, R3E WM, CLACKAMAS CO. OREGON

FINAL PROOF SURVEY CERT. 42692
TRANSFER APPLICATION T-7987

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 JULY 28, 1999
BY EDWARD A. CRANE, CWRE

DATE
JULY 1999

PROJECT NO.
245-005A



CRANE & MERSETH
Engineering/Surveying
SUITE "D"
6566 SE LAKE ROAD
MILWAUKIE, OREGON 97222
BUS: (503) 654-2005
FAX: (503) 654-2575

APPLICATION FOR PERMIT NUMBER G-6071
PERMIT NUMBER G-5190 IN THE NAME OF:

WILLIAM & BETTY DILLARD, dba WM. DILLARD
WHOLESALE NURSERY (503-665-0515)
23055 SE TILLSTROM RD., GRESHAM OR

SHEET
1/2

NS

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)

RECORDED IN CLACKAMAS COUNTY
JOHN KAUFFMAN, COUNTY CLERK

2000-0000105



0000012020000000105001

\$26.00

01/03/2000 12:29:27 PM

DD - 1 - 2 ELIZABETH
\$5.00 \$11.00 \$10.00

SPACE RESERVED
FOR
RECORDER'S USE

and/or as rec/mic/inf
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
Grantor,
conveys to TMD Phase III, LLC
Grantee,

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, 1999.

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, 1999,
by Michael Dillard, Theresa Dillard Lund, and Debbie Dillard Ward



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Clackamas County Official Records
Sherry Hall, County Clerk

2003-028724



\$31.00

03/07/2003 12:08:18 PM

D-D Cnt=1 Stn=8 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

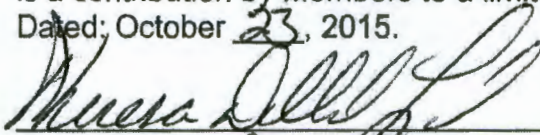
WARRANTY DEED - STATUTORY FORM

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:

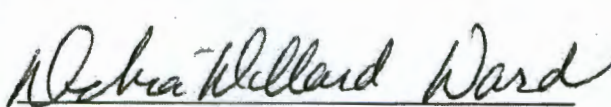
See Exhibit "A" attached and incorporated here by reference.

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) 378-4381

Secretary of State
Corporation Division
265 Capitol Bl. NE, Suite 151
Salem, OR 97310-1327

Articles of Organization—Limited Liability Company

For office use only

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.)

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

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

CR151 (Rev. 8/97)

11169901810

40.

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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:

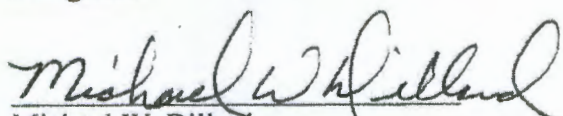
1. Assignors hereby individually and collectively transfer and assign to Assignee all of the Assignors' membership interests in the Company.

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

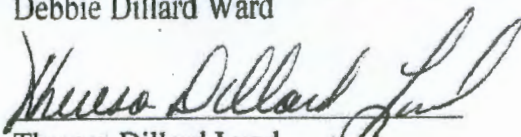
3. No consideration is being paid for this transfer and assignment, it being treated as a capital contribution by each Assignor to Assignee.

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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