

After recording, return Deed to  
Grantee at the following address:  
Humboldt Feeding, Inc.  
P. O. Box 1298  
Hollister, California 95024

APN: A portion of 07-021-72;  
03-151-56

GRANT, BARGAIN AND SALE DEED

For value received, McDougal Livestock Company, a California corporation, as "Grantor," hereby grants, bargains, and sells to Humboldt Feeding, Inc., a Delaware corporation, as "Grantee," the three parcels of real property situate in the County of Pershing, State of Nevada, more particularly described on Exhibit "A" attached hereto and incorporated herein by reference.

The above-described real property is conveyed to the Grantee together with all tenements, hereditaments, and appurtenances of the above-described real property, and the rents, issues, and profits thereof. The water rights appurtenant to the above-described property are being conveyed to Grantor by separate water rights deed of this same date.

The above-described real property is conveyed subject to the following liens and encumbrances:

1. General and special county taxes and assessments for the fiscal year July 1, 1990 through June 30, 1991, including personal property taxes and any district assessments collected therewith;

2. The lien of any deferred taxes should the above-described real property be converted to a higher use as disclosed by that certain Application for Agricultural Use Assessment recorded February 27, 1988 in Book 207, Page 96, as Document No. 161981, of Official Records, Pershing County, Nevada;

3. A Deed of Trust dated August 6, 1986, executed by the Grantor, as Trustor, to Federal Land Bank of Sacramento, a corporation, as Trustee and Beneficiary, recorded August 19, 1986, as Document No. 148990, in Book 181, Page 320, Official Records, Pershing County, Nevada, as amended by Amendment to Deed of Trust dated December 28, 1990 and recorded earlier this same day;

4. Covenants, conditions, restrictions, reservations, rights, right-of-way, and easements, if any, now of record or of which the Grantee has actual or constructive knowledge, if any, affecting the use and occupancy of the above-described real property.

The two parcels of real property conveyed by this Grant, Bargain and Sale Deed and described as Parcel 1 and Parcel 2 on Exhibit "A" attached hereto are the subject of an Option to Purchase previously granted by Grantor to Grantee pursuant to the

Amended and Restated Option Agreement dated February 26, 1990, a Memorandum of which was recorded March 1, 1990, as Document No. 179709, Official Records, Pershing County, Nevada. Grantor and Grantee hereby agree that the conveyance of Parcel 1 and Parcel 2 by Grantor to Grantee pursuant to this Grant, Bargain and Sale Deed shall satisfy all rights and obligations of Grantor and Grantee under said Option Agreement and that all rights and obligations of the parties thereunder are hereby terminated.

Grantor and Grantee further agree that the following easements previously granted or reserved by the parties in prior transactions relating to the above-described property and other real property owned by the Grantee shall merge into Grantee's fee title to such real property as a result of this Grant, Bargain and Sale Deed and all rights and obligations of the Grantor and Grantee under the following described easements are hereby terminated:

1. The easement of ingress, egress, and right-of-way reserved by the Grantor in the Grant, Bargain and Sale Deed dated May 31, 1989, executed by Grantor and Grantee, recorded June 1, 1989, as Document No. 174429, in Book 230, Page 518, Official Records, Pershing County, Nevada;

2. The access easement granted by Grantor to Grantee pursuant to that Grant of Access Easement dated May 31, 1989, executed by Grantor and Grantee, recorded June 1, 1989, as Document No. 174430, in Book 230, Page 522, Official Records, Pershing County, Nevada;

3. The utility easement granted by Grantor to Grantee pursuant to that Grant of Utility Easement dated May 31, 1989, executed by Grantor and Grantee, recorded June 1, 1989, as Document No. 174431, in Book 230, Page 526, Official Records, Pershing County, Nevada;

4. The easement for ingress, egress, and right-of-way and the easement for the free flow of water reserved by the Grantor pursuant to that Grant, Bargain, and Sale Deed executed by the Grantor to the Grantee dated February 26, 1990, and recorded March 1, 1990, as Document No. 179707, Official Records, Pershing County, Nevada; and

5. The access easement granted by Grantor to Grantee pursuant to that certain Grant of Access Easement dated February 26, 1990, executed by Grantor and Grantee, recorded March 1, 1990, as Document No. 179708, Official Records, Pershing County, Nevada.

Dated this 18th day of January, 1991.

GRANTOR

McDougal Livestock Company

By Richard A. McDougal  
Richard A. McDougal, President

GRANTEE

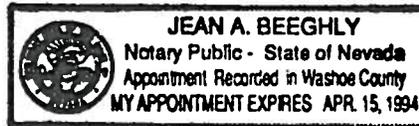
Humboldt Feeding, Inc.

By Douglas M. White  
Douglas M. White, President

STATE OF NEVADA )  
 )  
 ) :ss  
COUNTY OF WASHOE )

On the 18 day of January, 1991, personally appeared before me, a Notary Public, Richard A. McDougal, personally known (or proved) to me to be the President of McDougal Livestock Company, who acknowledged that he executed the foregoing Deed in his capacity and within his authority as President of said corporation, and that said corporation executed the Deed.

Jean A. Beeghly  
Notary Public



STATE OF CALIFORNIA )  
 )  
 ) :ss  
COUNTY OF SAN DIEGO )

On the 17th day of JANUARY, 1991, personally appeared before me, a Notary Public, Douglas M. White, personally known (or proved) to me to be the President of Humboldt Feeding, Inc., who acknowledged that he executed the foregoing Deed in his capacity and within his authority as President of said corporation, and that said corporation executed the Deed.

Patrick D. McNamara  
Notary Public



EXHIBIT "A"

All that certain real property situate, lying and being in the County of Pershing, State of Nevada, and more particularly described as follows:

Parcel 1

Parcel "C" of that certain Parcel Map for McDougal Livestock Company being a portion of Section 15, Township 27 North, Range 31 East, M.D.B.&M., filed in the office of the Pershing County Recorder on May 9, 1989, under File No. 173839, Pershing County, Nevada.

68.11

Parcel 2

Parcel "B" of that certain Parcel Map for McDougal Livestock Company being a portion of Section 15, Township 27 North, Range 31 East, M.D.B.&M., filed in the office of the Pershing County Recorder on February 15, 1990, under File No. 179585, Pershing County, Nevada.

169.70

Parcel 3

TOWNSHIP 27 NORTH, RANGE 31 EAST, M.D.B.&M.:

0081

Section 3: All

EXCEPTING THEREFROM the East 30 feet of the SE 1/4 and the East 30 feet of the NE 1/4 described in Deeds to Humboldt County, Recorded in Book 41, Page 353, 382 and 384, Deed Records of Humboldt County, Nevada.

Section 4: E 1/2  
Section 9: All - 0064 640.00

Section 10: SW 1/4 EXCEPTING THEREFROM a strip of land 50 feet wide 25 feet on each side of the center line of a drain ditch owned by John G. Taylor.

67.0

0064

Section 10: All that portion of the N 1/2 lying North of the Old Channel Ditch, except the East 30 feet of NE 1/4 described in Deed to Humboldt County recorded in Book 41, Page 353, Deed Records of Humboldt County, Nevada.

0081

Parcel "A" of that certain Parcel Map for McDougal Livestock Company being a portion of Section 15, Township 27 North, Range 31 East, M.D.B.&M. filed in the Office of the Pershing County Recorder on February 15, 1990 under File No. 179585.

38.02 - 0064

Parcel "A" of that certain Division into Large Parcels for McDougal Livestock Company being a portion of Section 16, Township 27 North, Range 31 East, M.D.B.&M. filed in the Office of the Pershing County Recorder on November 8, 1990 under File No. 183781.

0064

167.71

982.83

851.41

BOOK 252 PAGE 110  
6081

TOWNSHIP 28 NORTH, RANGE 31 EAST, M.D.B.&M.:

Section 33: E 1/2 NE 1/4; SE 1/4 -26.  
Section 34: All

EXCEPTING THEREFROM a tract of land 60 feet in width by 745 feet 8 inches in length extending at right angle of North 45° East through the SE 1/4 SE 1/4, and a tract of land 30 feet in width by 4723 feet in length comprising a part of the East 30 feet of Section 34 described in Deeds to Humboldt and recorded in Book 41, Pages 383, 384 and 386, Deed Records of Humboldt County.

THE FOREGOING DOCUMENT IS A FULL  
TRUE AND CORRECT COPY OF THE  
RECORD IN BOOK 252 PAGE 106  
IN THE OFFICE OF COUNTY RECORDER  
PERSHING COUNTY, NEVADA

WITNESS MY HAND AND SEAL THIS  
27 DAY OF March, 1981  
JOHN LACA, COUNTY RECORDER  
BY [Signature] DEPUTY

OFFICIAL RECORDS  
PERSHING CO. NEVADA  
RECORD REQUESTED BY  
WESTERN TITLE  
91 JAN 18 P356  
ROLL 252 PAGE 106  
JOHN LACA  
COUNTY RECORDER  
DEP. FILE NO. 184178  
900  
RECEIVED  
1.11.81