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12/11/01

Memorandum of Understanding

Stewardship Partners, Central Washington University and Bonneville Power Administration
For the Pariseau, Sherrard and Voelckers Properties
Between Riverside and Tonasket, Washington

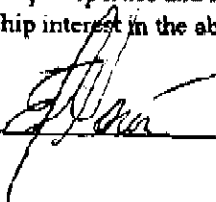
In the event of reaching a purchase agreement with Bonneville Power Administration, Central Washington University and Stewardship Partners for the purchase of the real properties listed below, the following parties, identified as current owners of said properties, have agreed to pay any and all property taxes for the duration of the CWU/Stewardship Partners ownership of the property. The property taxes are understood to be those set and required each year by the Okanogan County Assessor.

This contract is binding, in anticipation of a fully binding Purchase Agreement.

The following Okanogan County tax parcels have been identified under the Pariseau Ownership.

- | | | | |
|-------------|-------------|-------------|-------------|
| #3626243005 | #3627173003 | #3627191005 | #3627304004 |
| #3626251001 | #3627182007 | #3627204004 | |

Ed Pariseau has been identified as the representative for the Pariseau Ownership Properties and is authorized to sign on the behalf of all parties having an ownership interest in the above referenced Pariseau properties.

Signed 

Dated Dec 11, 01

The following Okanogan County tax parcels have been identified under the Sherrard Ownership.

- | | | | |
|-------------|-------------|-------------|-------------|
| #4167810916 | #4167811112 | #4167812300 | #4167811315 |
| #4167810917 | #4167811113 | #4167812400 | #4167811500 |
| #4167810918 | #4167811624 | #4167812500 | #4167811700 |
| #4167810919 | #4167811625 | #4167812600 | #4167811900 |
| #4167810920 | #4167812100 | #4167812700 | #4167812000 |
| #4167810921 | #4167812202 | #4167811314 | |

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Pariseau, Sherrard and Voelckers Properties