

CERTIFIED COPY OF RESOLUTIONS

(Under Sections 3 and 59 of
Mortgage and Deed of Trust)

I, Margaret D. Kirkpatrick, the duly elected and acting Vice President, General Counsel and Corporate Secretary of Northwest Natural Gas Company, a corporation organized and existing under the laws of the State of Oregon, HEREBY CERTIFY that the following is a true copy of resolutions duly adopted by the Board of Directors of said Company at a meeting thereof duly convened and held on the 20th day of December 2007; and that said resolutions are in full force and effect on the date of this certificate.

Authorization to Release Albany Property from Lien of Mortgage

Mr. Papé explained that the Company's operations in Albany had outgrown its facilities and that the Company had acquired a larger, more suitable facility. Accordingly, Mr. Papé said that the Committee is recommending authorizing the sale of the subject Albany property and the requisite release of the property from the lien of the Company's mortgage.

After discussion, and upon motion duly made and seconded, the Board unanimously adopted the following resolutions:

Sale of property

WHEREAS, Northwest Natural Gas Company (the "Company") owns real property at 730 34th Avenue SW located in the city of Albany, Oregon (the "Property") which served as the office and service center for the Albany, Corvallis and Mid-Willamette service territory; and

WHEREAS, the Company's operations outgrew the Property's facilities and the Company acquired a larger, more suitable facility; and

WHEREAS, the Company believes it is in its best interests to sell the Property;

NOW, THEREFORE, BE IT RESOLVED, that the officers of the Company are authorized and directed, in the Company's name and behalf, to negotiate, execute and deliver such instruments and documents and to do or cause to be done any and all such acts and things as they may deem to be necessary or desirable in order to

effect the sale of the Property and to carry out the purposes of this resolution with respect to the sale of the Property.

Release of Property from Lien of Mortgage and Deed of Trust

RESOLVED, that Deutsche Bank Trust Company Americas (formerly Bankers Trust Company) and Stanley Burg, as Trustees under the Mortgage and Deed of Trust of Portland Gas & Coke Company, now Northwest Natural Gas Company, to said Trustees, dated as of July 1, 1946, as supplemented and amended, hereby are requested, pursuant to the provisions of Section 59 of said Mortgage and Deed of Trust, to release from the lien thereof all the right, title and interest of said Trustees in and to the property, situated in Linn County, State of Oregon, described as follows:

Also known as: 730 34th Avenue SW, Albany OR 97321

The property commonly known as 730 34th Avenue SW, located in the City of Albany, County of Linn, State of Oregon, legally described as follows:

Abbreviated Legal Description: Tax Lot 101, Section 13DD, Township 11 South, Range 4 West, Willamette Meridian, Linn County, Oregon, 3.25 Acres and further described as:

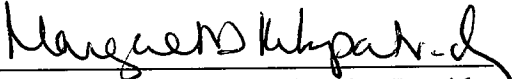
Beginning on the North line of and North 89°14' East 710.40 feet from the Northwest corner of the Truett Donation Land Claim, being Claim No. 38, in Township 11 South, Range 4 West of the Willamette Meridian, and Claim No. 54, in Township 11 South, Range 3 West of the Willamette Meridian, in Linn County, Oregon; thence running South 0°46' East 182.8 feet to a ½ inch iron rod; thence South 76°43' East 659.43 feet to a ½ inch iron rod on the West right-of-way line of the Southern Pacific Railroad; thence North 0°14' East along said right-of-way 343.0 feet to the North line of said Truett Davis Donation Land Claim; thence South 89°14' West 645.7 feet to the place of beginning; Subject to an easement in favor of United States of America for Electrical Distribution facilities as recorded August 3, 1949 in Deed Book 209, Page 670 of the Linn County Deed Records.

Also Reserving unto the Grantors an easement for access purposes only, in, over, across and upon the Westerly 50 feet of said real property.

FURTHER RESOLVED, that the officers of Northwest Natural Gas Company hereby are authorized and directed to take and to cause to be taken any and all action in their judgment necessary or appropriate to obtain the release of the property described in the foregoing resolution from the lien of said Mortgage and Deed of Trust.

WITNESS my hand and the seal of said Northwest Natural Gas Company this 14th day of July 2008.

(S E A L)


Margaret D. Kirkpatrick, Vice President,
General Counsel and Corporate Secretary