

9 2/11/91
FILED FOR RECORD AT REQUEST OF:

Velikanje, Moore & Shore, Inc., P.S.
Attn: Morris G. Shore
405 East Lincoln
Yakima, Washington 98901

9102280011

JERRY MONTGOMERY
SKAGIT COUNTY AUDITOR

91 FEB 19 AM 10:29

RECORDED FILED
REQUEST OF

9102190014

MODIFICATION AND EXTENSION OF MORTGAGE

DATE:

February 4, 1991
November 1, 1990.

MORTGAGOR:

M V ASSOCIATES, a Limited Partnership
formed under the laws of the state of Washington

MORTGAGEES:

VERN K. LARSON;
ROSS H. LARSON;
LARSON FRUIT COMPANY,
a Washington corporation

RECORDED
REQUEST OF Velikanje,
Moore & Shore, Inc.
91 FEB 28 AM 9:47
JERRY MONTGOMERY
SKAGIT COUNTY AUDITOR

MORTGAGOR HEREBY MORTGAGES TO MORTGAGEES THE REAL PROPERTIES DESCRIBED ON EXHIBIT A, WHICH ARE SITUATE IN SKAGIT AND KITITAS COUNTIES, STATE OF WASHINGTON, SUBJECT TO THE FOLLOWING TERMS AND CONDITIONS:

PRIOR MORTGAGE (*Mortgage being modified and extended*). Mortgage dated January 6, 1989, recorded in Skagit County, state of Washington, under Auditor's File No. 8901300016 (Volume 800 of Mortgages, pp. 24-28) and in Kittitas County, state of Washington, under Auditor's File No. 518380 (Volume 285 of Mortgages, pp. 695-699).

SECURED OBLIGATIONS. In addition to the secured obligations in favor of the Payees named below, the prior Mortgage secured certain Promissory Note obligations in favor of Roy A. Sample and Roy A. Sample and Associates. Those obligations in favor of Sample have now been satisfied and are no longer secured by this Mortgage. The secured obligations now secured by said Mortgage consist of the following:

DATE OF NOTE	PAYEE	AMOUNT OF NOTE
01/06/89	Vern K. Larson	\$ 80,377.14
01/06/89	Ross H. Larson	80,377.14
06/01/89	Ross Larson and Vern Larson	24,000.00
11/01/90	Larson Fruit Company	1,443,776.73*

*NOTE: This Promissory Note consists, in part, of a renewal and extension of the January 6, 1989 Promissory Note in favor of Larson Fruit Company referred to in the prior Mortgage.

It is understood that this Mortgage secures the above-referenced Promissory Notes, together with interest thereon and together with extensions and renewals thereof. In addition, this Mortgage secures the payment and performance of all obligations now or hereafter owing to the above-named Payees, or any of them, direct or indirect, together with interest thereon and together with any extensions or renewals thereof.

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VOL 953 PAGE 246

MODIFICATION AND EXTENSION OF MORTGAGE
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VOL 960 PAGE 145

EFFECT OF MODIFICATION. Except as specifically provided by the terms of this "Modification and Extension of Mortgage," all of the remaining terms and conditions of the prior Mortgage shall remain in full force and effect by and between the parties hereto.

M V ASSOCIATES, a Limited Partnership

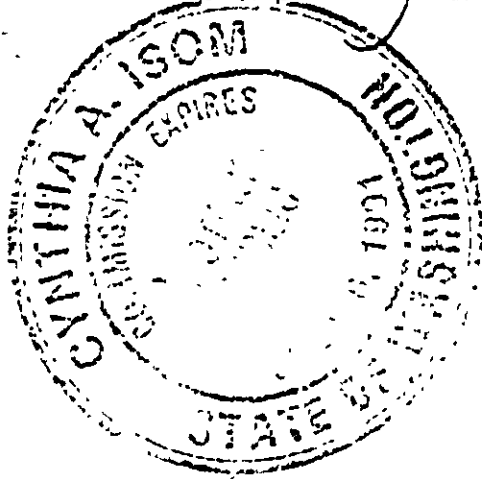
By: M V Management, Inc., General Partner

By: Vern K. Larson
Title: PRESIDENT

STATE OF WASHINGTON)
) ss.
County of Yakima)

I certify that I know or have satisfactory evidence that VERN K. LARSON is the person who appeared before me, and said person acknowledged that he signed this instrument, on oath stated that he was authorized to execute the instrument and acknowledged it as the PRESIDENT of M V MANAGEMENT, INC., the General Partner of M V ASSOCIATES, a Limited Partnership, to be the free and voluntary act of such party for the uses and purposes therein described.

Dated this 4 day of FEBRUARY, 1991.



Cynthia A. Isom
NOTARY PUBLIC in and for the state
of Washington, residing at YAKIMA
My appointment expires 7/16/91

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EXHIBIT A

SKAGIT COUNTY PROPERTY

PARCEL A:

Those portions of Sections 25 and 36, Township 34 North, Range 4 East, W.M., and those portions of Sections 30 and 31, Township 34 North, Range 5 East, W.M., situated in Skagit County, Washington, described as follows:

Commencing at the South 1/4 corner of said Section 25; thence North 89°23'49" West along the South line of said Section 83.18 feet to the Northeasterly margin of State Highway SR 9, as shown on Sheet 2 of 3 Sheets of Washington State Department of Transportation drawing titled "SR 9-MP47.22 to MP47.78 - North Big Lake Vicinity," bearing an approval date of November 14, 1977; thence North 24°00'41" West along said highway margin 189.74 feet to the POINT OF BEGINNING; thence South 24°00'41" East along said highway margin 610.58 feet to the North line of the South 935 feet of the Northwest 1/4 of the Northeast 1/4 of said Section 36; thence South 89°06'52" East along said North line 388.53 feet to the East line of the West 490 feet of the Northwest 1/4 of the Northeast 1/4 of said Section 36; thence South 2°01'17" West along said East line 360.07 feet to the North line of the South 575 feet of the Northwest 1/4 of the Northeast 1/4 of said Section 36; thence South 89°06'52" East along said North line 297.95 feet; thence South 0°53'08" West 575.00 feet to the South line of the North 1/2 of the Northeast 1/4 of said Section 36; thence South 89°06'52" East along said South line 1819.40 feet to the Southwest corner of Government Lot 1 in said Section 31; thence South 89°40'38" East along the South line of said Government Lot 1 a distance of 1316.76 feet to the Southeast corner of said Government Lot 1; thence North 1°43'22" East along the East line of said Government Lot 1 a distance of 1333.62 feet to the Southeast corner of Government Lot 4 in said Section 30; thence North 1°49'03" East along the East line of said Government Lot 4 and the East line of Government Lot 3 in said Section 30 a distance of 1944.05 feet to the Northeast corner of the South 1/2 of said Government Lot 3; thence South 89°53'48" West along the North line of the said South 1/2 of said Government Lot 3 a distance of 807.95 feet; thence due South 614.99 feet; thence due West 1152.74 feet; thence North 13°51'13" East 82.77 feet; thence South 60°25'56" West 2495.14 feet to the beginning of a curve to the right having a radius of 30.00 feet; thence Westerly along said curve through a central angle of 95°33'23" an arc distance of 50.03 feet to the POINT OF BEGINNING, EXCEPT those portions of Sections 30 and 31, Township 34 North, Range 5, East, W.M., situated in Skagit County, Washington, described as follows:

Beginning at the Southeast corner of Government Lot 1 of said Section 31; thence North 1°43'22" East along the East line of said Government Lot 1 a distance of 1333.62 feet to the Southeast corner of Government Lot 4 in said Section 30; thence North 1°49'03" East along the East line of said Government Lot 4 and the East line of Government Lot 3 in said Section 30 a distance of 1944.05 feet to the Northeast corner of the South half of said Government Lot 3; thence South 89°53'48" West along the North line of the said South half of said Government Lot 3 a distance of 807.95 feet; thence due South 614.99 feet; thence due West 483.82 feet; thence South 1°49'03" West, 1320.12 feet; thence South 32°47'11" East 1591.66 feet to the intersection with the South line of Government Lot 1 of said Section 31; thence South 89°40'38" East along said South line 370.00 feet to the POINT OF BEGINNING.

PARCEL B:

That portion of the Northeast 1/4 of Section 25, Township 34 North, Range 4 East, W.M., and that portion of Government Lot 2, Section 30, Township 34 North, Range 5 East, W.M., Skagit County, Washington, described as follows:

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Beginning at the Southwest corner of Government Lot 2; thence South 89°44'03" East along the South line thereof 585.87 feet to a point on the arc of a curve whose center lies South 89°02'31" East 450 feet distant; thence Northeast along the arc of said curve to the right through a central angle of 51°02'31" an arc length of 400.88 feet; thence North 28°56'23" West 1137.64 feet to the North line of Government Lot 2; thence North 89°29'03" West 159.16 feet to the Northwest corner of said Government Lot; thence South 46°58'38" West 460.32 feet; thence South 38°00'00" East 149.65 feet to the beginning of a curve to the right having a radius of 830.00 feet; thence Southeasterly along the arc of said curve through a central angle of 13°06'35" an arc length of 189.91 feet; thence South 1°34'50" West 747.45 feet; thence South 89°44'03" East 117.05 feet to the Southwest corner of Government Lot 2 and the POINT OF BEGINNING.

PARCEL C:

That portion of the Northeast 1/4 of Section 25, Township 34 North, Range 4 East, W.M., in Skagit County, Washington, described as follows:

Commencing at the Northwest corner of said subdivision; thence South 77°06'16" East 739.84 feet; thence South 1611.27 feet to the POINT OF BEGINNING; thence South 72°18'04" West 98.43 feet; thence South 38°24'08" East 820.89 feet; thence North 56°55'28" East 1406.87 feet; thence North 38°00'00" West 420.98 feet; thence South 72°18'04" West 1402.22 feet to the POINT OF BEGINNING.

PARCEL D:

That portion of the Northeast 1/4 and the Southeast 1/4 of Section 25, Township 34 North, Range 4 East, W.M., in Skagit County, Washington, described as follows:

Commencing at the Northwest corner of said Northeast 1/4; thence South 77°06'16" East 739.84 feet; thence South 1611.27 feet; thence South 72°18'04" West 98.43 feet; thence South 38°24'08" East 820.89 feet to the POINT OF BEGINNING at the most Southerly corner of that tract designated Upland No. 14 as shown on sheet 5 of 6 of that survey recorded in Volume 4 of Surveys, pages 56 through 61, records of said county; thence North 56°55'28" East along the Southeasterly boundary of said tract 1406.87 feet to intersect the centerline of that easement 60.00 feet in width as recorded under recording number 8212100052, records of said county; thence South 38°00'00" East along said centerline 69.93 feet to the beginning of a curve to the right having a radius of 830.00 feet; thence Southeasterly along said curve and centerline through a central angle of 13°06'35" an arc distance of 189.91 feet; thence South 1°34'50" West 747.45 feet; thence South 89°44'03" East 117.05 feet to the East 1/4 corner of said section; thence South 1°34'50" West along the East line of said section and the East margin of said easement 447.20 feet; thence North 88°25'10" West 60.00 feet to the West margin of said easement and the beginning of a curve to the right from which the center lies North 88°25'10" West 470.00 feet distant; thence Southwesterly along said curve and margin through a central angle of 38°25'10" an arc distance of 315.16 feet to a point of tangency; thence South 40°00'00" West along said margin 278.74 feet; thence North 42°41'25" West 1557.40 feet to the POINT OF BEGINNING.

KITTITAS COUNTY PROPERTY

PARCEL 1:

A tract of land located in Section 22, Township 15 North, Range 19 East, W.M., Kittitas County, Washington, more particularly described as follows:

Beginning at the Northwest corner of said Section 22; thence South 0°03'00" East along the West line of said Section 22, a distance of 1,320.40 feet; thence North 89°49'10" East, a distance of 2,112.82 feet to the true POINT OF BEGINNING; thence North 89°49'10" East, a distance of 523.16 feet; thence North 89°36'44" East, a distance of 1,980.05 feet; thence South 0°35'24" East, a distance of 1,319.69 feet; thence South 89°43'18" West, a distance of 663.04 feet; thence South 0°00'20" West, a distance of 2,058.20 feet to the point in the approximate centerline of Burbank Creek; thence along the approximate centerline of said Burbank Creek the following four courses:

1. South 79°32'37" West, a distance of 201.32 feet;
2. North 65°29'22" West, a distance of 946.30 feet;
3. North 61°17'16" West, a distance of 463.18 feet;
4. North 87°27'12" West, a distance of 388.68 feet;

thence North a distance of 2,770.15 feet to the true POINT OF BEGINNING, records of Kittitas County, Washington.
EXCEPT that portion of said Section 22, Kittitas County, Washington, described as follows:

Beginning at the Northwest corner of said Section 22, thence South 0°03'00" East along the West line of said Section 22, a distance of 1,320.40 feet; thence North 89°49'10" East, a distance of 2,112.82 feet to the Northwest corner of Tract 3 of Volume 9 of Surveys, page 21; thence South 0°00' West, along the West line of said Tract 3, a distance of 27,770.15 feet to the South line of said Tract 3 and the centerline of Burbank Creek; thence South 87°27'12" East, along said South line and centerline of said Creek, a distance of 388.68 feet; thence South 61°17'16" East, along said South line and centerline of said Creek, a distance of 463.18 feet; thence South 65°29'22" East, along said South line and centerline of said Creek, a distance of 488.75 feet to the true POINT OF BEGINNING; thence North 0°00'20" East a distance of 754.56 feet; thence South 61°46'15" East a distance of 619.25 feet; thence South 62°15'54" East, a distance of 77.59 feet to the East line of said Tract 3; thence South 0°00'20" West along said East line a distance of 578.73 feet to the Southeast corner of said Tract 3 and the centerline of Burbank Creek; thence South 79°32'37" West along the South line of said Tract 3 and the centerline of said Creek, a distance of 201.32 feet; thence North 65°29'22" West along said South line and the centerline of said Creek a distance of 457.55 feet to the true POINT OF BEGINNING.

(Also known as Lot 4 of that portion of Tract 3 of that certain survey recorded in Volume 9 of Surveys, page 21, under Auditor's File No. 454985, records of Kittitas County, Washington.)

PARCEL 2:

A tract of land located in the West half of Section 22, Township 15 North, Range 19, East, W.M., Kittitas County, Washington, more particularly described as follows:

Beginning at the Northwest corner of said Section 22; thence South 0°03'00" East along West line of said Section 22, a distance of 1,320.40 feet; thence North 89°49'10" East, a distance of 1,317.99 feet to the true POINT OF BEGINNING; thence North 89°49'10" East, a distance of 794.83 feet; thence South a distance of 2,770.15 feet to a point in the approximate centerline of Burbank Creek; thence North 87°27'12" West, along the approximate centerline of said Burbank Creek, a distance of 788.70 feet; thence North 0°09'56" West, a distance of 1,414.47 feet; thence North 0°07'21" West, a distance of 1,318.14 feet to the true POINT OF BEGINNING, records of Kittitas County, Washington.

UNOFFICIAL DOCUMENT

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This STATEMENT is presented to a filing officer for filing pursuant to the Uniform Commercial Code: 3. Maturity date (if any):

1. Debtor (Last Name First) and address(es) LESSEE: 2423-101 Nourse, R. David, DDS, PS 601 "O" Avenue Anacortes, WA 98221 9102280012	2. Secured Party and address(es) LESSOR: The Dowdell Corporation 555 Capitol Mall, Suite 640 Sacramento, CA 95814	For Filing Officer (Date, Time, and Filing Office) REQUEST OF FILING OFFICER Business Credit 555 Capitol Mall Sacramento, CA 95814 FEB 28 09:49 SECURITY INSTRUMENT FILING OFFICER
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4. This statement refers to original Financing Statement bearing File No. 90-03130019
Filed with Skagit County, WA Date Filed March 13, 19 90

5. Continuation. The original financing statement between the foregoing Debtor and Secured Party, bearing file number shown above, is still effective.
6. Termination. Secured party no longer claims a security interest under the financing statement bearing file number shown above.
7. Assignment. The secured party's right under the financing statement bearing file number shown above to the property described in Item 10 have been assigned to the assignee whose name and address appears in Item 10.
8. Amendment. Financing Statement bearing file number shown above is amended as set forth in Item 10.
9. Release. Secured Party releases the collateral described in Item 10 from the financing statement bearing file number shown above.

10. LESSEE's Mailing Address changed to:
1220 22nd Street, Suite C Anacortes, WA 98221
LESSOR's Name and Fed Tax No. changed to:
Circle Business Credit, Inc. 35-1578435 (Address remains the same)
**Equipment Location has changed. The new location is: 1220 22nd Street, Suite C
Anacortes, WA 98221, however this filing is effective wherever the Equipment may
be located.**
No. of additional Sheets presented:

By: **9102280012** Signature(s) of Debtor(s) (necessary only if Item 8 is applicable).
By: Sanak Kametov Admin Asst Signature(s) of Secured Party(ies)

(1) Filing Officer Copy - Alphabetical STANDARD FORM - FORM UCC-3