

AFTER RECORDING MAIL TO:

Supermarket Development Corporation
P.O.Box 3763
Seattle, WA 98124
Attention: Director

KATHY HILL
SKAGIT COUNTY AUDITOR

9806120088

98 JUN 12 P2:38

RECORDED _____ FILED _____
REQUEST OF _____

LAND TITLE COMPANY OF SKAGIT COUNTY

TA-84198

MEMORANDUM OF LEASE

GRANTOR: THRIFTY PROPERTIES OF ANACORTES
GRANTEE: ASSOCIATED GROCERS, INCORPORATED
LEGAL DESCRIPTION: Portion of Government Lots 1 and 2, Section 19, Township 35 North, Range 2 East, W.M. (abbreviated) Additional legal description on attached Exhibit A.
ASSESSOR'S TAX ACCOUNT NUMBER(S): R 32909 and R 32930

THIS MEMORANDUM OF LEASE is entered into as of the 10th day of June, 1998, by and between THRIFTY PROPERTIES OF ANACORTES, a Washington general partnership ("Landlord") and ASSOCIATED GROCERS, INCORPORATED, a Washington corporation ("Tenant").

1. **Premises:** Landlord and Tenant heretofore entered into a Shopping Center Lease, dated effective the 9th day of March, 1998 (the "Lease") with respect to certain premises described in the Lease (the "Leased Premises") situated on a portion of the real property described on attached Exhibit A, located in Anacortes, Skagit County, Washington.

2. **Term:** The primary term of the Lease is for a period of twenty (20) years commencing on the Lease Commencement Date, as defined in the Lease, and terminating on the last day of the calendar month during which the twentieth (20th) anniversary of said date occurs.

3. **Extension Options:** Tenant may extend the term of the Lease for four (4) separate and additional periods of five (5) years each on the terms and conditions stated in the Lease.

4. **Notices:** Notice may be given to Landlord and Tenant at the following addresses:

If to Landlord:

Thrifty Properties of Anacortes
12904 Eagle Drive
Burlington, Washington 98233

SKAGIT COUNTY WASHINGTON
Real Estate Excise Tax
PAID

JUN 12 1998

Amount Paid \$ 0
By: Skagit County Treasurer
Deputy

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BK1825PG0378

If to Tenant:

Associated Grocers, Incorporated
P.O. Box 3763
3301 South Norfolk Street
Seattle, WA 98124
Attention: Vice President - Legal

The address of either party for notice purposes may be changed as provided in the Lease.

5. **Lease Incorporated:** All the other terms, conditions and covenants of the Lease are incorporated herein by this reference. In the event of any inconsistency between the terms of this Memorandum of Lease and the Lease itself, the terms of the Lease shall control.

DATED the day and year first written above.

LANDLORD:

TENANT:

THRIFTY PROPERTIES OF
ANACORTES

ASSOCIATED GROCERS, INCORPORATED

By:

R. Kirk Wilson
Its: Managing Partner

By:

[Signature]
Its: PRESIDENT

By:

Its: _____

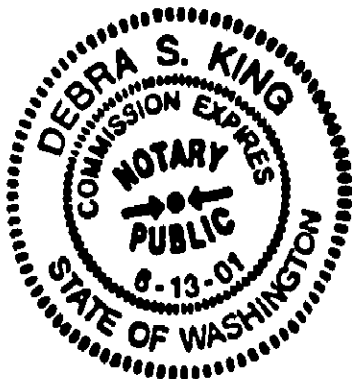
By:

Its: _____

STATE OF WASHINGTON)
COUNTY OF ~~KING~~ Whatcom) ss.

On this 5th day of March, 1998, before me personally appeared R. Kirk Wilson and _____, to me known to be general partners of THRIFTY PROPERTIES OF ANACORTES, the general partnership that executed the within and foregoing instrument and acknowledged the signing of said instrument to be the free and voluntary act and deed of said partnership, for the uses and purposes therein mentioned, and on oath stated that he/she was authorized to execute said instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal the day and year first above written.



Debra S. King
Printed Name: Debra S. King
NOTARY PUBLIC in and for the
State of Washington residing at
Burlington, WA
My appointment expires 06-13-01

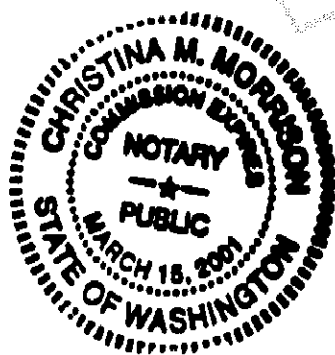
STATE OF WASHINGTON

)
) ss.
)

COUNTY OF KING

On this 9th day of March, 1998, before me personally appeared DONALD W. BENSON and , to me known to be the PRESIDENT and respectively of ASSOCIATED GROCERS, INCORPORATED, the corporation that executed the within and foregoing instrument and acknowledged the signing of said instrument to be the free and voluntary act and deed of said corporation, for the uses and purposes therein mentioned, and on oath stated that they are authorized to execute said instrument and that the seal affixed is the corporate seal of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal the day and year first above written.



Christina M. Morrison
Printed Name: CHRISTINA M. MORRISON
NOTARY PUBLIC in and for the
State of Washington residing at
RENTON
My appointment expires 3-15-2001

EXHIBIT A

That portion of Government Lots 1 and 2, Section 19, Township 35 North, Range 2 East, W.M., lying South of the center line of 15th Street, East of the East line of Commercial Avenue and Commercial Avenue extended, North of the North line of 17th Street extended and West of the West line of "Q" Avenue.

Situate in the County of Skagit, State of Washington.