



200103080041
Skagit County Auditor

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ISLAND TITLE COMPANY
QA 3636
ACCOMMODATION RECORDING

**AMENDMENT #1 TO LEASE AGREEMENTS AMONG THE CITY OF ANACORTES,
HERITAGE CONSTRUCTION GROUP LLC, AND ANACORTES CINEMAS LLC,
DATED FEBRUARY 1, 2001, AND FEBRUARY 8, 2001, AND RECORDED
UNDER AUDITOR FILE NUMBERS 200102120108 AND 200102120109
RESPECTIVELY,**

WHEREAS, the "Leased Premises" as described in Attachment A to the above referenced lease (Sub-Section 1A) have existing utility lines that are best left in their current location;

WHEREAS, the City owns property adjacent to the "Leased Premises" that can be developed in place of the current proposal;

NOW, THEREFORE, BE IT AGREED THAT: Attachment to this Lease Amendment be substituted for Attachment A to the February 1, 2001 Lease.

IN WITNESS WHEREOF, the parties have executed this Lease Amendment #1 effective March 6, 2001.

LESSOR: CITY OF ANACORTES

SKAGIT COUNTY WASHINGTON
Real Estate Excise Tax

City of Anacortes
Block 33
ptn 11-14
Assessor's Property tax
Parcel Account number:
55051

H. Dean Maxwell

By: H. Dean Maxwell
Its: Mayor

MAR 08 2001

Amount Paid \$
Skagit Co. Treasurer
By Deputy

LESSEE: HERITAGE CONSTRUCTION GROUP, L.L.C.

Patrick M Brunstad

By: Patrick M. Brunstad
Its: Manager

David E. Saunders

By: David E. Saunders
Its: Manager

SUBLESSEE: ANACORTES CINEMAS, L.L.C.

see page 2 for
large signature

Steve Lange
By: Steve Lange
Its: Manager

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**AMENDMENT #1 TO LEASE AGREEMENTS AMONG THE CITY OF ANACORTES,
HERITAGE CONSTRUCTION GROUP LLC, AND ANACORTES CINEMAS LLC,
DATED FEBRUARY 1, 2001, AND FEBRUARY 8, 2001, AND RECORDED
UNDER AUDITOR FILE NUMBERS 200102120108 AND 200102120109
RESPECTIVELY,**

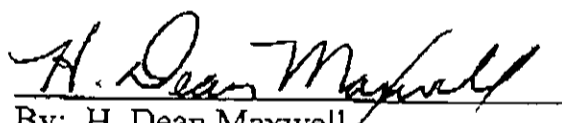
WHEREAS, the "Leased Premises" as described in Attachment A to the above referenced lease (Sub-Section 1A) have existing utility lines that are best left in their current location;

WHEREAS, the City owns property adjacent to the "Leased Premises" that can be developed in place of the current proposal;

NOW, THEREFORE, BE IT AGREED THAT: Attachment to this Lease Amendment be substituted for Attachment A to the February 1, 2001 Lease.

IN WITNESS WHEREOF, the parties have executed this Lease Amendment #1 effective March _____, 2001.

LESSOR: CITY OF ANACORTES


By: H. Dean Maxwell
Its: Mayor


Assessor's Property tax
Parcel Account number:
55051

LESSEE: HERITAGE CONSTRUCTION GROUP, L.L.C.

By: Patrick M. Brunstad
Its: Manager

By: David E. Saunders
Its: Manager

SUBLESSEE: ANACORTES CINEMAS, L.L.C.


By: Steve Lange
Its: Manager

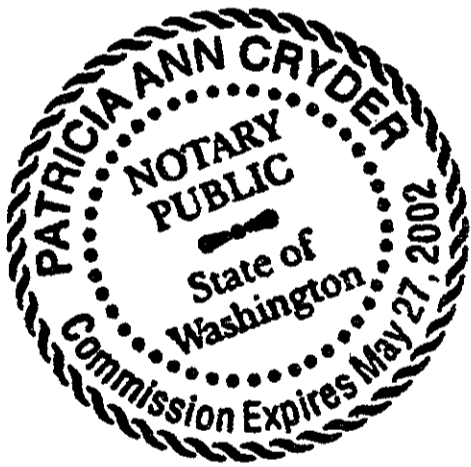


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Skagit County Auditor
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STATE OF WASHINGTON
COUNTY OF Skagit

I certify that I know or have satisfactory evidence that Steve Lange
is/are the person(s) who appeared before me, and said person(s) acknowledged that
he signed this instrument, on oath state that
he is authorized to execute the instrument and acknowledge
it as Member
of ANACORTES CINEMAS, L. L. C. to be
the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

Given under my hand and official seal this 5th day of March, 2001.



Patricia A Cryder
Notary Public in and for the State of Washington.
Name printed Patricia A. Cryder
Residing at Port Orchard, WA
My commission expires May 27, 2002



STATE OF WASHINGTON

COUNTY OF Skagit

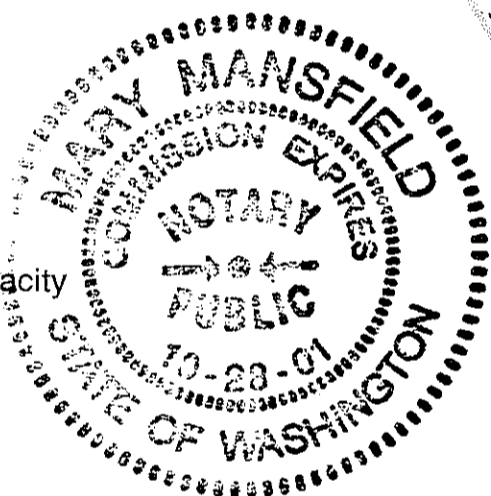
I certify that I know or have satisfactory evidence that Patrick M. Brunstad

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 Manager (Member)
of HERITAGE CONSTRUCTION GROUP LLC to
be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

DATED: March 8, 2001

Mary Mansfield
Notary Public
Mary Mansfield
My appointment expires
10-28-01

A-7 -Representative Capacity



200103080041
, Skagit County Auditor

STATE OF WASHINGTON

COUNTY OF Skagit

I certify that I know or have satisfactory evidence that David E. Saunders

_____ 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 Manager (Member)

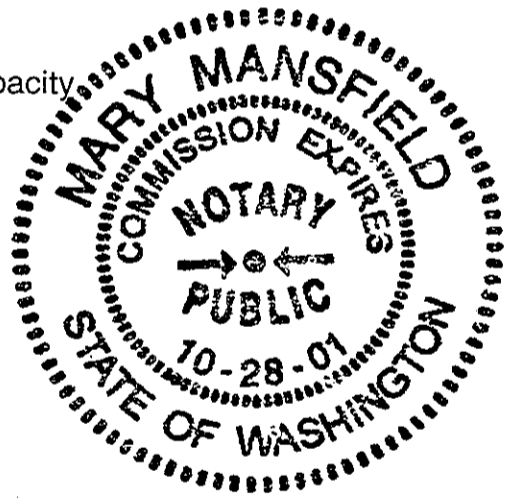
of HERITAGE CONSTRUCTION GROUP LLC to

be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

DATED: March 6, 2001

Mary Mansfield
Notary Public Mary Mansfield
My appointment expires
10-28-01

A-7 -Representative Capacity

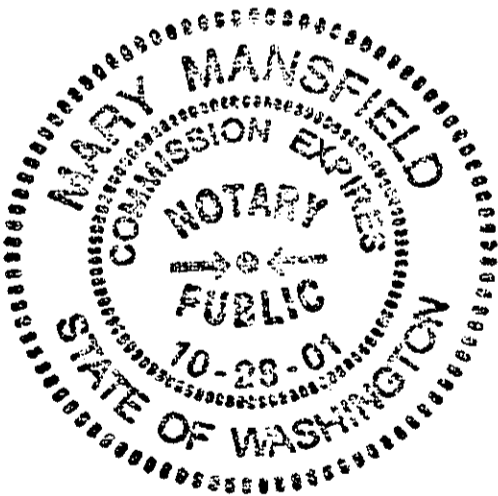


200103080041
, Skagit County Auditor

STATE OF WASHINGTON)
)
COUNTY OF SKAGIT)

On this 5th day of March, 2001, before me, personally appeared H. Dean Maxwell, to me known to be the authorized officer or agent, as the case may be, of the City of Anacortes, that executed the within and foregoing instrument and acknowledged said instrument to be the free and voluntary act and deed of said City of Anacortes, for the uses and purposes therein mentioned, and on oath stated that he was authorized to execute said instrument.

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



Mary Mansfield

Mary Mansfield
Notary Public in and for the State of
Washington, Residing at Anacortes
My appointment expires: 10-28-01



200103080041

, Skagit County Auditor

EXHIBIT "A"

Lots 11 through 14, Block 33, MAP OF THE CITY OF ANACORTES, according to the plat thereof recorded in Volume 2 of plats, pages 4 through 7, records of Skagit County, Washington.

EXCEPTING therefrom:

The South 28 feet of lots 11 through 14;
The East 10 feet of lot 14;
The North 4 feet of Lots 11-14.



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