

Return to:
Northwest Pipeline Corporation
a.k.a. Williams Gas Pipeline - West
10121 Evergreen Way, Suite 25, Box 604
Everett, WA 98204



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Skagit County Auditor

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MEMORANDUM OF TIMBER SALE AGREEMENT

250 California
This agreement is entered into by and between Northwest Pipeline Corporation, P.O. Box 58900, Salt Lake City, UT 84158-0900, hereinafter referred to as NWP, and, S-W Land Company, LLC a Washington Limited Partnership The Foxhall Company, LLC a Washington Limited Partnership, whose address is 1124 West Racine Street, Bellingham, WA 98226, hereinafter referred to as SELLER.

The purpose of this agreement is:

To give public notice that all trees and associated rights thereof located within the clearing limits of NWP's proposed Evergreen Expansion pipeline easement, as provided in Exhibit "A" of that certain TIMBER SALE AGREEMENT DATED 6-11-02, between SELLER, and NWP within SELLER's property, located on:

Tax Lot # P39358

in Skagit County, Washington. have been sold and all rights transferred to NWP as of the effective date of the above referenced Timber Sale Agreement.

In WITNESS WHEREOF, the parties have caused this instrument to be executed:

SELLER: S-W Land Company, LLC a Washington Limited Partnership

250 California

By

Date: 6/11/02

The Foxhall Company, LLC a Washington Limited Partnership

By

Date: 6/11/02

BUYER: NORTHWEST PIPELINE CORPORATION

Rex Johnson

Date: 6-11-02

CORPORATE ACKNOWLEDGMENT

State of Washington)
) ss.
County of Skagit)

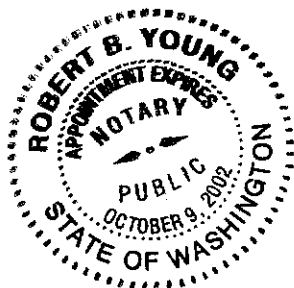
On this 11 day of June, 2002, before me, the undersigned, a Notary Public in and for the State of Washington, duly commissioned and sworn personally appeared Frederick G. Flemming of S-W Land Company, the corporation that executed the foregoing instrument, and acknowledged the said instrument to be the free and voluntary act and deed of said corporation, for the uses and purposes therein mentioned, and on oath stated that he is authorized to execute the said instrument as the corporations president.

Witness my hand and official seal hereto affixed the day and year first above written.



Signature of Notary

SEAL



NOTARY PUBLIC in and for the state of: WA

Residing within the County of: Skagit

My commission expires 10-9-02

3928
SKAGIT COUNTY WASHINGTON
Real Estate Excise Tax
PAID

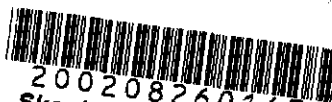
AUG 26 2002

Amount Paid \$0
Skagit County Treasurer
By: DC Deputy

#3003
SKAGIT COUNTY WASHINGTON
REAL ESTATE EXCISE TAX

JUL 08 2002

Amount Paid \$0
Skagit Co. Treasurer
By: [Signature] Deputy



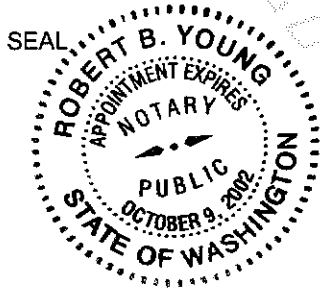
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CORPORATE ACKNOWLEDGMENT

State of Washington)
) ss.
County of Skagit)

On this 11 day of June, 2002, before me, the undersigned, a Notary Public in and for the State of Washington, duly commissioned and sworn personally appeared Frederick G. Flemming of The Foxhall Company, the corporation that executed the foregoing instrument, and acknowledged the 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 he is authorized to execute the said instrument as the corporations president.

Witness my hand and official seal hereto affixed the day and year first above written.



Signature of Notary

NOTARY PUBLIC in and for the state of: WA

Residing within the County of: SNOHOMISH

My commission expires 10-9-02



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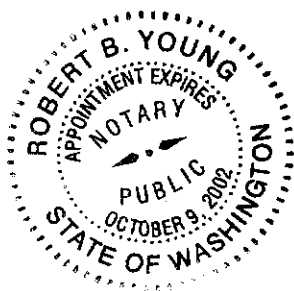
ACKNOWLEDGMENT ATTORNEY-IN-FACT

STATE OF WASHINGTON)

)ss

COUNTY OF SNOHOMISH)


On the 11 day of JUNE, 2002, personally appeared **Rex Johnson** before me and being by me duly sworn, did say that he is the Attorney-in-Fact of Northwest Pipeline Corporation, and that the Agreement was signed on behalf of Northwest pipeline Corporation and said acknowledged to me that as such Attorney-in-Fact executed the same.



[Signature]
Signature of Notary

Notary Public in and for the County of SNO,
State of Washington.

My Commission Expires: 10-9-02

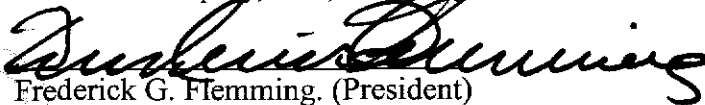

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This Memorandum of Timber Sale Agreement is being re-recorded to correct the Assessor Parcel Number. For the purpose of this Agreement Assessor Parcel Number P39358 is being replaced with Assessor Parcel Number P113138.

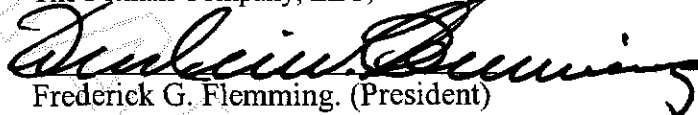
WITNESS WHEREOF, the parties hereto have caused this Easement to be executed as of this 12th day of August, 2002.

GRANTOR:

S-W Land Company, LLC, a Washington Limited Partnership

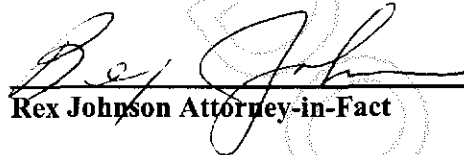

Frederick G. Flemming. (President)

The Foxhall Company, LLC, a California Limited Partnership


Frederick G. Flemming. (President)

GRANTEE:

NORTHWEST PIPELINE CORPORATION:


Rex Johnson Attorney-in-Fact



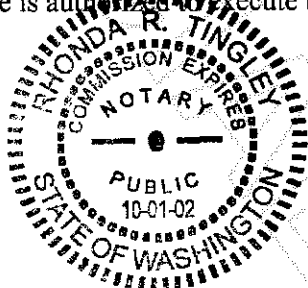
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Skagit County Auditor

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CORPORATE ACKNOWLEDGMENT

STATE OF Washington).
COUNTY OF Skagit)ss.

On this 12th day of August, 2002, before me, the undersigned, a Notary Public in and for the State of WASHINGTON, duly commissioned and sworn personally appeared Frederick G. Flemming of S-W Land Company, the corporation, that executed the foregoing instrument, and acknowledged the 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 he is authorized to execute the said instrument as the corporation's President.



Rhonda R. Tingley

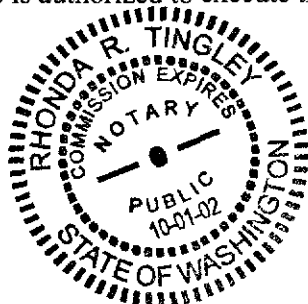
Notary Public in and for the
State of Washington

My Commission Expires: 10-01-02

CORPORATE ACKNOWLEDGMENT

STATE OF Washington).
COUNTY OF Skagit)ss.

On this 12th day of August, 2002, before me, the undersigned, a Notary Public in and for the State of WASHINGTON, duly commissioned and sworn personally appeared Frederick G. Flemming of The Foxhall Company, the corporation, that executed the foregoing instrument, and acknowledged the 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 he is authorized to execute the said instrument as the corporation's President.



Rhonda R. Tingley

Notary Public in and for the County of Skagit

State of Washington

My Commission Expires: 10-01-02



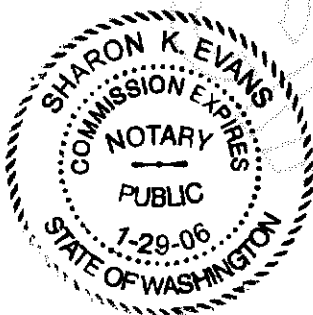
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Skagit County Auditor

ACKNOWLEDGMENT ATTORNEY-IN-FACT

STATE OF Washington)
COUNTY OF Snahamist)ss.

On the 12 day of August, 2002, Rex Johnson personally appeared before me and being by me duly sworn, did say that he is the Attorney-in-Fact of Northwest Pipeline Corporation, and that the Agreement was signed on behalf of Northwest Pipeline Corporation and said acknowledged to me that as such Attorney-in-Fact executed the same.



Sharon K Evans
Notary Public in and for the County of Snahamist
State of Washington
My Commission Expires: 1-29-06



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