

When Recorded Return to:
Mark E. Holcomb
Bonneville, Viert, Morton
& McGoldrick, P.S.
P.O. Box 1533
Tacoma, WA 98401



200306180014

Skagit County Auditor

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MEMORANDUM OF LEASE

Reference Number(s) of Related Documents (if applicable):

Landlord: Sedro-Woolley Holdings Corporation

Tenant: Associated Petroleum Products, Inc.

Legal Description: Lots 2-8, Blk 13, West Add. to Woolley

Additional legal on page ___ of this document.

Assessor's Tax Parcel Numbers: 4176-013-008-005


I. Parties

A. Landlord: Sedro-Woolley Holdings Corporation
1711 13th Avenue SW
Seattle, WA 98134

SKAGIT COUNTY WASHINGTON
REAL ESTATE EXCISE TAX

JUN 18 2003

B. Tenant: Associated Petroleum Products, Inc.
P.O. Box 1397
Tacoma, WA 98401

Amount Paid \$
Skagit Co. Treasurer
By  Deputy

II. Premises

This Lease covers property located in the Town of Woolley, County of Skagit, Washington, commonly known as 700 Borseth Street and Highway 20, and more particularly described on Exhibit A attached hereto.

ORIGINAL

III. Date of Lease

The Lease is dated the 30 day of September, 2002.

IV. Term

The term of the Lease is for a period of ten (10) year(s). Said term commences on the 1st day of October, 2002, and terminates on the 31st day of August, 2012.

V. Option to Renew

The Lease provides Tenant with multiple options to renew the lease for a term of one (1) year.

VI. Right of First Refusal

The Lease provides Tenant with a right of first refusal to purchase the property under certain circumstances, which survives termination of the Lease.

VII. Contingent Right and Obligation to Purchase

The Lease provides Tenant with the right and obligation to purchase the property upon the satisfaction of certain conditions.

VIII. Notice

This Memorandum of Lease is recorded for the purpose of giving notice of the interests and rights of the Tenant to any party who may hereafter acquire an interest in the property which is the subject matter of the Lease.

DATED THIS 30 day of September, 2002.

Landlord:
Sedro-Woolley Holdings Corporation

By T.F. [Signature]

Its OFFICER

Tenant:
Associated Petroleum Products, Inc.

By [Signature]

Its Vice President

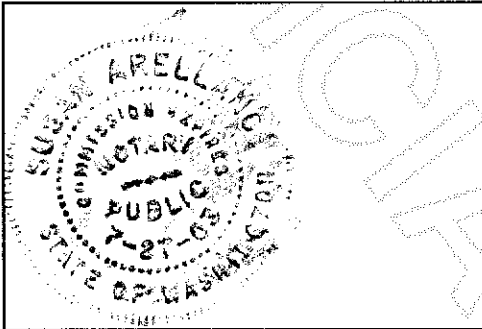


200306180014
Skagit County Auditor

STATE OF WASHINGTON)
) ss.
COUNTY OF King)

I certify that I know or have satisfactory evidence that T. F. Mercer is the person who appeared before me, and said person acknowledged that he/she signed this instrument, on oath stated that he/she was authorized to execute the instrument and acknowledged it as the officer of Sedro-Woolley Holdings Corporation to be the free and voluntary act for the uses and purposes mentioned in the instrument.

DATED this 30th day of September, 2002.



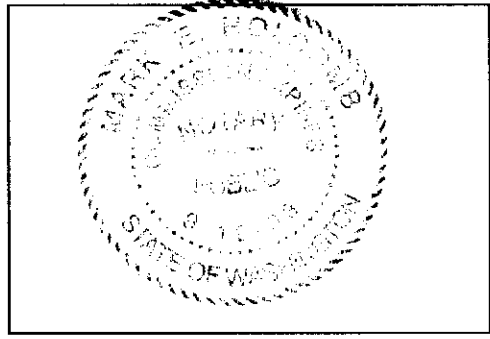
Notary Seal

S. Arellano
Susan Arellano (Name)
NOTARY PUBLIC in and for the State of
Washington residing at: Covington
My Commission Expires: 7-27-03

STATE OF WASHINGTON)
) ss.
COUNTY OF _____)

I certify that I know or have satisfactory evidence that Luke P. Xifro 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 Vice president of Associated Petroleum Products, Inc. to be the free and voluntary act for the uses and purposes mentioned in the instrument.

DATED this 30 day of September, 2002.



Notary Seal

Mark E. Halcomb
Mark E. Halcomb (Name)
NOTARY PUBLIC in and for the State of
Washington residing at: Tongue
My Commission Expires: 9/19/02

Exhibit A
Sedro-Woolley Real Property Description

Lots 2 through 8, inclusive, Block 13, "WEST ADDITION TO THE TOWN OF WOOLLEY, SKAGIT COUNTY, WASH.", as per plat recorded in Volume 2 of Plats, page 89, records of Skagit County, Washington.

Situated in the City of Sedro-Woolley, County of Skagit, State of Washington.



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