

Return to:

Elliott W Johnson Inc PS
711 S. First St
Mount Vernon, WA 98273



200307080131

Skagit County Auditor

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106202
LAND TITLE COMPANY OF SKAGIT COUNTY

Lease Termination Agreement

Grantor(s): Shared Healthcare Systems, Inc (d/b/a SHS.com)

Grantee(s): RYAY, LLC

Legal Description (abbreviated): Ptn of Lot 2 short Plat No ANA-98-003

☒ Additional legal
description on Exhibit A

Assessor's Tax Parcel Number:

P 32948, P 118625

**Reference (Auditor File Numbers
of Documents assigned, released or
amended:**

200104100106

This agreement is made and entered into as of June 30, 2003 by and between **Shared Healthcare Systems, Inc. (d/b/a SHS.com)**, a Delaware corporation ("Lessor") and **RYAY, LLC**, a Washington limited liability company ("Lessee"). This agreement terminates that certain Lease Agreement ("Lease Agreement") dated March 29, 2001 and between Lessor and Lessee, for the lease of property located at 1609 "R" Avenue, Anacortes, WA 98221, all as described in the Lease Agreement (the "Premises"). A Memorandum of the Lease Agreement was recorded on April 10, 2001 under Skagit County Auditor's File No. 200104100106.

SKAGIT COUNTY WASHINGTON
REAL ESTATE EXCISE TAX

JUL 08 2003

Lease Termination Agreement

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By: EWJ/Youngberg, Marco & Anna\306A Lease Termination Agreement RYAY - SHS.wpd
6/29/3

Amount Paid \$
Skagit Co. Treasurer
Deputy

Elliott W. Johnson Inc. P.S.
711 South First Street
Mount Vernon, WA 98273
(360) 336-6502 Fax 336-5616
Email Info@EWJLaw.com

Agreements

It is hereby agreed as follows:

1. The above lease is terminated effective immediately.
2. Notwithstanding such termination, the parties' rights and duties as established in the Lease Agreement with respect to any accrued but unknown claims and liabilities by third parties shall survive termination and be enforceable pursuant to the terms of the Lease Agreement.
3. Except as provided in Section 2, Lessor hereby discharges and releases Lessee from any obligations, claims or liabilities, whether known or unknown, now or hereafter arising under the terms of the Lease Agreement or arising out of Lessee's occupancy of the premises pursuant to the terms of the Lease Agreement. Lessor acknowledges that Lessee has fulfilled each and every obligation and agreement under the terms of the Lease Agreement and the same is current in all respects as of the date hereof.
4. Except as provided in Section 2, Lessee hereby discharges and releases Lessor from any obligations, claims or liabilities, whether known or unknown, now or hereafter arising under the terms of the Lease Agreement or arising out of Lessor's status as lessor of the premises pursuant to the terms of the Lease Agreement. Lessee acknowledges that Lessor has fulfilled each and every obligation and agreement under the terms of the Lease Agreement and the same is current in all respects as of the date hereof.

EXECUTED as of the day and year first above written.

Tenant:

RYAY, LLC,
a limited liability company

By Richard Youngberg 6/30/03
Richard Youngberg, CEO

By Ann L. Youngberg
Ann L. Youngberg, Secretary

Lessor:

Shared Healthcare Systems, Inc. (d/b/a SHS.com),
a corporation

By Jina Matthews
Its Vice President

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Lease Termination Agreement

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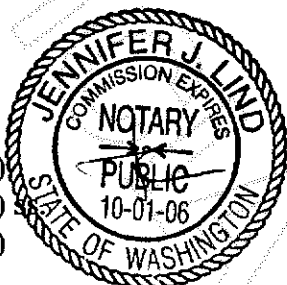
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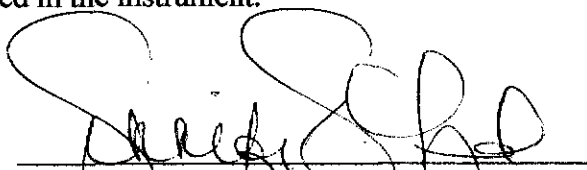
State of Washington)
) ss.
County of Skagit)

I certify that I know or have satisfactory evidence that Richard Youngberg and Ann L. Youngberg are the persons who appeared before me and acknowledged that they signed this instrument, certifying that they were authorized to execute the instrument and acknowledged it as the CEO and Secretary of RYAY, L.L.C., a Washington limited liability company, to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

Dated: 10/30/03

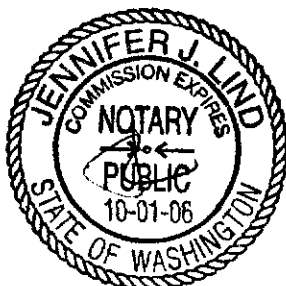


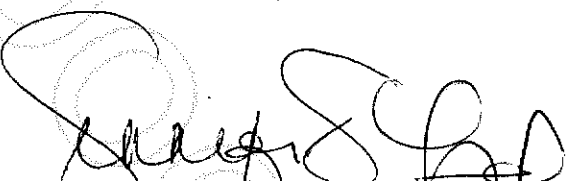
State of Washington)
)
County of Skagit)

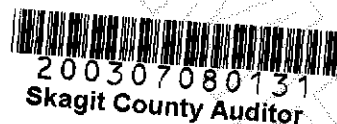

Notary Public
My appointment expires: 10/01/06

I certify that I know or have satisfactory evidence that Lisa Matthews is the person who appeared before me and said person acknowledged that he/she signed this instrument, certifying that he/she was authorized to execute the instrument and acknowledged it as the Vice President of Shared Healthcare Systems, Inc. (d/b/a SHS.com), a Delaware corporation, to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

Dated: 10/30/03




Notary Public
My appointment expires: 10/01/06



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AMENDMENT TO MEMORANDUM OF LEASE

Lessor: Shared Healthcare Systems, Inc (d/b/a SHS.com)
Lessee: RYAY, LLC

That certain Memorandum of Lease dated March 21, 2001, recorded on April 10, 2001, under Skagit County Auditor's File No. 200104100106, is hereby amended so that the legal description shall be as that set forth in Exhibit A attached hereto. In all other respects, the Memorandum of Lease remains the same.

Date: 6/30/03

Date: 6-30-03

LESSOR:

LESSEE:

SHARED HEALTHCARE SYSTEMS, INC.
a corporation, d/b/a SHS.com

RYAY, a liability company

[Signature]
Its: Vice President

[Signature]
Its: MEMBER



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Termination of Agreements

It is hereby agreed between the parties hereto as follows:

Recitals

A. The parties hereto have heretofore, on March 29, 2001 entered into certain agreements ("The Agreements") consisting of the following:

1. Commercial Lease Agreement between RYAY, L.L.C. and Anacortes Health Club, L.L.C.;
2. Lease Agreement between RYAY, L.L.C. and Shared Healthcare Systems, Inc., (d/b/a SHS.com), a Delaware corporation, which lease was memorialized by a Memorandum of Lease recorded under Skagit County Auditor's File No. 200104100106;
3. Rights of First Offer and First Refusal Agreement and Grant of Option, recorded under Skagit County Auditor's File No. 200104040039;
4. Business Cooperation Agreement between RYAY, L.L.C., Anacortes Health Club, L.L.C. and Shared Healthcare Systems, Inc., (d/b/a SHS.com); and
5. Integration Agreement between RYAY, L.L.C., Anacortes Health Club, L.L.C. and Shared Healthcare Systems, Inc., (d/b/a SHS.com).

B. Shared Healthcare Systems, Inc., (d/b/a SHS.com) is in the process of the selling to Anacortes Concept, L.L.C. the real property that was the subject of The Agreements, which sale will make The Agreements of no value to any of the parties.

C. All parties hereto desire to eliminate and terminate each and every of The Agreements.

Agreements

For and in consideration of the mutual benefits obtained by each party hereto by the termination of the Agreements, it is hereby agreed as follows:

A. Each of the Agreements listed above be and the same is hereby terminated and of no further force and effect.

B. Each party hereto hereby releases each and every other party hereto from any claims and liabilities arising under any or all of such terminated Agreements; provided, that the parties' rights and duties as established in the Lease Agreement with respect to any accrued but unknown claims and liabilities by third parties shall survive termination and be enforceable pursuant to the terms of the Lease Agreement.

Termination Agreement

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C. Each party hereto agrees to sign such other documents as may be necessary or desirable to remove The Agreements from the public records.

Dated: 6-30-03

RYAY, LLC,
a limited liability company

By R. Youngberg
Richard Youngberg, CEO

By Ann L. Youngberg
Ann L. Youngberg, Secretary

Anacortes Health Club LLC
a limited liability company

By Marc Youngberg
Marc Youngberg
Its Manager

Shared Healthcare Systems, Inc. (d/b/a SHS.com),
a corporation

By Jane Matthews
Its Vice President



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Email Info@EWJLaw.com

ALTA COMMITMENT

Order No.: 106528-PAE

Schedule "A-1"

DESCRIPTION:

Lot 2A of that certain Boundary Line Adjustment Survey recorded June 6, 2003, under Auditor's File No. 200306060196, being a revision of Lots 2A, 2B, 2C and 2D, "Seafarer's View", as recorded under Auditor's File No. 200112030101, and that certain Boundary Line Adjustment Survey recorded April 29, 2003, under Auditor's File No. 200304290104, records of Skagit County, Washington; being in portions of Government Lots 1 and 2, Section 19, Township 35 North, Range 2 East, W.M., and of "Plate No. 10 Tide and Shore Lands of Section 19, Township 35 North, Range 2 East, W.M., Anacortes Harbor," according to the official map thereof on file with the State Land Commissioner at Olympia, Washington,

Situate in the City of Anacortes, County of Skagit, State of Washington.



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ALTA COMMITMENT

Order No.: 106202-PAE

• Schedule "A-1"

DESCRIPTION:

Lot 2B of that certain Boundary Line Adjustment Survey recorded June 6, 2003, under Auditor's File No. 200306060196, being a revision of Lots 2A, 2B, 2C and 2D, "Seafarer's View", as recorded under Auditor's File No. 200112030101, and that certain Boundary Line Adjustment Survey recorded April 29, 2003, under Auditor's File No. 200304290104, records of Skagit County, Washington; being in portions of Government Lots 1 and 2, Section 19, Township 35 North, Range 2 East, W.M., and of "Plate No. 10 Tide and Shore Lands of Section 19, Township 35 North, Range 2 East, W.M., Anacortes Harbor," according to the official map thereof on file with the State Land Commissioner at Olympia, Washington,

Situate in the City of Anacortes, County of Skagit, State of Washington.



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