

WHEN RECORDED RETURN TO:
Adelstein, Sharpe & Serka LLP
Post Office Box 5158
Bellingham, WA 98227-5158



200307220055
Skagit County Auditor

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Document Title: Memorandum of Agreement
Grantor: Alger Shell Real Estate, LLC, a Washington Limited Liability Company
Grantee: McEvoy Oil Company, Inc., a Washington corporation
Abbreviated Legal Description: Ptn of Gvt Lots 3 and 4, S7, T36N, R4E
Assessor's Tax/Parcel Number: P48989
Reference No.: 360470-3-006-0001
Reference Document: Conversion Agreement (unrecorded)

MEMORANDUM OF AGREEMENT

KNOW ALL MEN BY THESE PRESENTS that the real property more particularly described in **Exhibit A** attached hereto is subject to the terms and conditions of a Conversion Agreement dated the 15th day of July, 2003, between McEvoy Oil Company, a Washington corporation and Alger Shell Operations, LLC, a Washington Limited Liability Company, Alger Shell Real Estate, LLC, a Washington Limited Liability Company, Paul Given and Wendy Given, Husband and Wife, and James Evans and Wanda Evans, Husband and Wife.

Dated this 15th day of July, 2003.

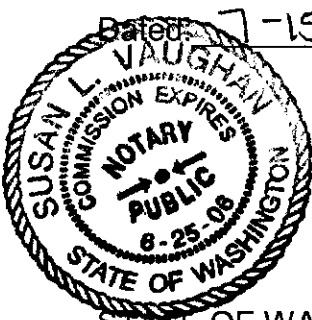
Alger Shell Real Estate, LLC,
a Washington Limited Liability Company

By: Paul Given
Paul Given, Manager

By: James Evans
James Evans, Manager

STATE OF WASHINGTON)
) ss.
COUNTY OF WHATCOM)

I certify that I know or have satisfactory evidence that **Paul Given** 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 **Manager of Alger Shell Real Estate, LLC, a Washington Limited Liability Company** to be his free and voluntary act of such corporation for the uses and purpose mentioned in the instrument.



Susan L. Vaughan
Printed Name: Susan L. Vaughan
NOTARY PUBLIC in and for the State of
Washington residing at Everson
My commission expires: 8-25-08

STATE OF WASHINGTON)
) ss.
COUNTY OF WHATCOM)

I certify that I know or have satisfactory evidence that **James Evans** 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 **Manager of Alger Shell Real Estate, LLC, a Washington Limited Liability Company**, to be his free and voluntary act of such corporation for the uses and purpose mentioned in the instrument.

Dated: 7-15-03



Susan L. Vaughan
Printed Name: Susan L. Vaughan
NOTARY PUBLIC in and for the State of
Washington residing at Everson
My commission expires: 8-25-08



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Exhibit A
Legal Description

That portion Of Government Lots 3 and 4, Section 7, Township 36 North, Range 4 East of W.M., Skagit County, Wa., described as follows:

Commencing at the Southwest corner of said Government Lot 4; thence South 89°01'34" East 1451.78 feet to the Southeast corner of said Government Lot 4, being the Southeast corner of Skagit County S.P. No. 11-85, as filed under A. F. No. 8603110018; thence North 00°18'56" West along the East line of said Government Lot and said Short Plat a distance of 1201.82 feet to the Southerly line of Alger-Lake Samish Road; thence North 70°55'30" West along said Southerly line a distance of 261.41 feet to the centerline of Patrick Lane as shown upon said Short Plat; thence South 03°20'47" East along said centerline a distance of 22.10 feet; thence South 25°41'33" West along said centerline, a distance of 215.99 feet; thence South 03°03'26" West along said centerline a distance of 123.31 feet; thence North 89°01'34" West 290.00 feet; thence North 17°57'08" East 104.49 feet; thence North 43°30'13" East 130.86 feet; thence North 06°09'34" West 3.66 feet to the POINT OF BEGINNING; thence continuing North 06°09'34" West 162.24 feet; thence North 39°24'04" East 95.90 feet to the said Southerly line of Alger-Lake Samish Road; thence North 70°55'30" West along said Southerly line a distance of 26.01 feet; thence South 19°04'30" West along said Southerly line a distance of 15.00 feet; thence North 70°55'30" West along said Southerly line a distance of 299.97 feet to the Easterly line of Interstate Hwy. No. 5; thence South 19°04'31" West along said Easterly line a distance of 95.97 feet; thence South 12°27'14" West along said Easterly line a distance of 236.65 feet; thence departing therefrom South 89°01'34" East 351.98 feet to the POINT OF BEGINNING.

Containing 2.05 Acres.

TOGETHER WITH AND SUBJECT TO an easement for ingress, egress and utilities, described as follows:

Beginning at the intersection of the Southerly line of Alger-Lake 60 feet Easterly of said Easterly line; thence North 12°27'14" East parallel to said Easterly line a distance of 221.00 feet; thence North 19°04'31" East parallel to said Easterly line a distance of 32.50 feet; thence North 66°21'56" East 88.46 feet to said Southerly line of Alger-Lake Samish Road; thence North 70°55'30" West along said Southerly line a distance of 125.00 feet to the POINT OF BEGINNING.

ALSO an easement for ingress, egress, and utilities over that portion of the above described Patrick Lane lying North of the Easterly projection of the South line of the 20-foot wide portion of the above-described easement.

Tax parcel number: P48989

moevo oil/alger shell operations/memo of agreement



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