

**RETURN TO:**

Air Liquide America L.P.

Attn: Donna Dailey

2700 Post Oak Boulevard #1800

HOUSTON, TEXAS 77056 -8229



200311030354  
Skagit County Auditor

11/3/2003 Page 1 of 4 1:08PM

**DOCUMENT TITLE(S) (or transactions contained hereby):**

MEMORANDUM OF LEASE

**REFERENCE NUMBER(S) OF DOCUMENTS ASSIGNED OR RELEASED:**

( | ADDITIONAL REFERENCE NUMBERS ON PAGE \_\_\_\_\_  
OF DOCUMENT.

**GRANTOR(S) (Last name, first name and initials):**

1. EQUILON ENTERPRISES LLC., DBA Shell Oil Products US
- 2.
- 3.
- 4.

( | ADDITIONAL NAMES ON PAGE \_\_\_\_\_ OF DOCUMENT.

**GRANTEE(S) (Last name, first name and initials):**

1. AIR LIQUIDE AMERICA LP
- 2.
- 3.
- 4.

( | ADDITIONAL NAMES ON PAGE \_\_\_\_\_ OF DOCUMENT.

**LEGAL DESCRIPTION (Abbreviated: i.e., lot, block, plat or quarter, quarter, section, township and range):**

34-35-2

( | ADDITIONAL LEGAL(S) ON PAGE 3 OF DOCUMENT.

**ASSESSOR'S PARCEL/TAX I.D. NUMBER:**

32989 and 32990

( | TAX PARCEL NUMBER(S) FOR ADDITIONAL LEGAL(S) ON PAGE \_\_\_\_\_ OF DOCUMENT.

**MEMORANDUM OF LEASE**

**THIS MEMORANDUM**, made and entered into as of the 21<sup>st</sup> day of October, 2003 by and between **AIR LIQUIDE AMERICA L.P.**, a Delaware limited partnership (hereinafter referred to as "Air Liquide"), and Equilon Enterprises LLC, dba Shell Oil Products US, a DELAWARE limited liability company (hereinafter referred to as "Shell").

**WITNESSETH:**

**WHEREAS**, Air Liquide and Shell have entered into that certain Lease Agreement dated the 28<sup>th</sup> day of May, 2002 (hereinafter referred to as the "Lease"), pursuant to which Shell, as Lessor, has demised and leased to Air Liquide, as Lessee, upon the terms and subject to the conditions contained therein, certain premises located in Skagit County, State of Washington, which are legally described on Exhibit A attached hereto and hereby made a part hereof (hereinafter referred to as the "Premises"); and

**WHEREAS**, Air Liquide and Shell wish to place notice of the Lease on record.

**NOW, THEREFORE**, in consideration of the mutual promises and agreements contained in the Lease, this Memorandum is made and executed and is to be recorded in the office of the Recorder of Deeds of Skagit County, State of Washington, for the purpose of giving notice of the Lease and the respective rights and obligations of the party thereunder.

This Memorandum is subject in each and every respect to the terms and conditions contained in the Lease, and is made and executed by the parties hereto with the understanding and agreement that nothing contained in this Memorandum shall in any manner alter, modify or vary any of the terms or conditions contained in the Lease. This Memorandum of Lease is subject to any amendments, renewals, or extensions of the Lease.

**IN WITNESS WHEREOF**, the parties hereto have executed this Memorandum as of this day, month and year first above written.

**EQUILON ENTERPRISES LLC,  
DBA SHELL OIL PRODUCTS US**

By: *[Signature]*

Title: Refinery Manager

**AIR LIQUIDE AMERICA L.P.**

By: *[Signature]*

Title: Vice President



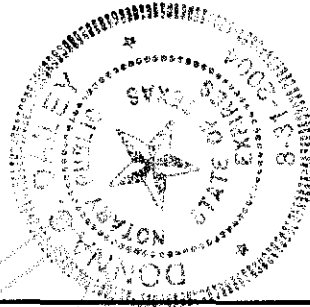
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State of Texas )  
 )  
County of Harris )

On October 16<sup>TH</sup>, 2003 before the undersigned notary personally appeared Rich Deal, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Donna Daley  
Signature of Notary



State of Washington )  
 ) ss.  
County of Skagit )

SKAGIT COUNTY WASHINGTON  
Real Estate Excise Tax  
PAID

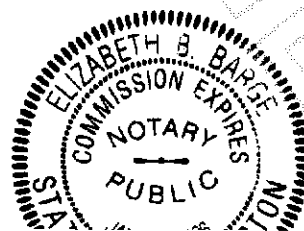
NOV 03 2003

Amount Paid \$  
Skagit County Treasurer  
By: [Signature] Deputy

On Oct 21, 2003, 2003 before the undersigned notary personally appeared T.N. Smith, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Elizabeth Barge  
Signature of Notary



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Exhibit A

October 14, 2003

LEGAL DESCRIPTION: Leased Premises

That portion of the Shell, Puget Sound Refining Company Plant, located in Section 33, Township 35 North, Range 2 East, W.M., Skagit County, Washington, being more particularly described as follows:

Commencing at Lessee's provided coordinate North 9,490.00 and East 11,539.50; **thence** South 206 feet; **thence** West 209 feet; **thence** North 73 feet; **thence** East 63.5 feet; **thence** North 61 feet; **thence** West 12 feet; **thence** North 30 feet; **thence** East 12 feet; **thence** North 42 feet; **thence** East 145.5 feet to the **POINT OF THE BEGINNING**.

The basis of coordinates is the Shell Oil Products US, Anacortes, Washington Refinery coordinate system as per "General Plot Plan Survey Control," Drawing No. 50-EA-20, dated 5-28-92.



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