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RETURN TO:

SHELTER DAY COMPANY P.O. Box 30333 Seattle, WA/93133

SHELTER BAY ASSIGNMENT OF SUBLEASE

KNOW ALL MEN BY THESE PRESENT THAT: KEITH WILLIAMS and VADELMA WILLIAMS, husband and wife

Lessee(s) of a certain sublease dated the 11th day of January, 1978 Wherein SHELTER BAY COMPANY, a Washington corporation, appears as Lessor, recorded on the 13th day of January, 1978 in accordance with Short Form Sublease No. 865 (Master Lease No. 5020) Contract No. 14-20-0500-2949) in records of Skagit County, Auditor's Filing No. 871926 Volume 301 Pages 393-394 hereinafter known as Assignor, for and in consideration of the sum of ten dollars and other valuable consideration paid for assignment of said sublease, receipt of which is hereby acknowledged by

KEITH WILLIAMS and VADELMA WILLIAMS, husband and wife

Assignor(s), whose address is: 20010 NE Interlachen Ln., Fairview, OR 97024

ASSIGNOR assigned and set over, and by these presents does grant, assign and set over unto the said THE WILLIAMS FAMILY TRUST, dated October 24, 2003, Keith S. Williams and Vadelma J. Cassatt Williams, Trustor(s) and or Trustee(s)

Assignee(s), whose address is: 20010 NE Interlachen Ln., Fairview, OR 97024

The within indenture of Sublease, and all right, title and interest now owned or hereafter acquired, of said Assignor(s), in said Sublease including any buildings and appurtenances thereto, and also all estate, right, title, term of years yet to come, claim and demand whatsoever of, in to or out of the same, to have and to hold the said estate and right, title and interest of the Lessee(s) as a member of Shelter Bay Community, Inc., a Nonprofit Washington corporation in accordance with the subject to the Articles of Incorporation and By-Laws and rules and regulations of Shelter Bay Community, Inc. As a part of the consideration the Assignee(s) assumes and agrees to pay the annual lease payments provided for in said sublease and the maintenance fees and assessments, if any, of Shelter Bay Community, Inc. from time to time as they become due. The next annual sublease payment payable to Shelter Bay Company, in the amount of \$913.00 is due and payable on the 1st day of July 2004

PRIOR ASSIGNMENT of Sublease from:

Susan Holdeman to Keith and Vadelma Williams under Auditor's File No. 200203250241,

THE REAL ESTATE described in said lease is as follows:

Lot No. 865, Survey of Shelter Bay Division No. 5 as recorded on June 2, 1976 in official records of Skagit County, Washington under Auditor's file No. 836134

P84862

IN WITNESS WHEREOF the parties have hereto signed this instrument this 2004

Assignor(s)

Assignee(s)

KEITH S. WILLIAMS, Trustee

VADELMA J. CASSATT

SKAGIT COUNTY WASHINGTON

STATE OF Washington, county of Skagit) ss.

On this 1st day of February, 2004 before me, the undersigned, a Notar State of Washington, duly commissioned and sworn, personally appeared KEITH WILLIAMS and VADELMA WILLIAMS , 2004 before me, the undersigned, a Notary Public in and for the

To me known to be the individual described in and who executed the foregoing instrument and acknowledged to me that THEY signed and sealed the said instrument as THEIR free and voluntary act and deed for the uses and purposes therein mentioned.

WITNESS my hand and official seat hereto offixed the day and year in the certificate above written.

UBLIC WASHIN

Notary public in and for the State of

Residing at Mt. Vernon My Commission Expires 8-104

STATE OF Washington) SS COUNTY OF Skagit) SS

On this 1st day of February, 2004 before me, the undersigned, a Notary Public in and for the State of Washington duly commissioned and sworn, personally appeared KEITH S. WILLIAMS and VADELMA J. CASSATT WILLIAMS

To me known to be the individuals described in and who executed the foregoing instrument and acknowledged to me that THEY signed and sealed the said instrument as THEIR free and voluntary act and deed for the uses and purposes therein mentioned.

WITNESS my hand and official seal hereto affixed the day and year in this certificate above written.

PUBLIC 8-1-2004 OF WASHIN

Notary Public in and for the State of

Residing at Mt. Vernon My Commission Expires: 8-1-04

CONSENT OF LESSOR

SHELTER BAY COMPANY, Seller in the above described Sublease, does hereby consent to the above assignment of the aforesaid Sublease, subject to payments being made from time to time by the Assignee(s) hereof in accordance with said sublease to cover purchase of sublease, annual lease payments and maintenance fees and assessments for Shelter Bay Community, Inc. as they become due. This consent does not relieve the Assignor(s) from the obligation to make said payments in the event the Assignee(s) does not make said payment, and by this consent Shelter Bay Company does hereby consent to the assignment of member ship in Shelter Bay Community, Inc. to the Assignee(s) subject to the approval of the Board of Trustees of Shelter Bay Community, Inc

2/15/04

President

Skagit County Auditor

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