AFTER RECORDING, PLEASE RETURN TO:

Wells Fargo Bank, N.A. Disbursement & Operations Center 2120 E. Park Place, Suite #100 El Segundo, California 90245 2 0 0 4 0 4 0 1 0 0 8 3 Skagit County Auditor

4/1/2004 Page

1 of

1 1:39PM

Loan No. 1884ZS

Escrow No. 69562LL

FIRST AMERICAN TITLE CO.

480107-2

SUBSTITUTION OF TRUSTEE

WHEREAS FIRST AMERICAN TITLE COMPANY OF SKAGIT COUNTY is the present Trustee(s) of record under that certain Construction Deed of Trust with Absolute Assignment of Leases and Rents, Security Agreement and Fixture Filing executed June 26, 1997 by 42ND/GEARY PARTNERS, L.P., a California limited partnership as Trustor(s), to FIRST AMERICAN TITLE COMPANY OF SKAGIT COUNTY as Trustee(s), recorded on July 11, 1997 as Instrument/Serial No. 9707110084, Book No. 1683, Page No. 0525 in the Official Records of the County of Skagit, State of Washington;

AND WHEREAS the undersigned, Wells Fargo Bank, N.A. is the present holder of the beneficial interest under said Deed of Trust, and do hereby appoint American Securities Company, a corporation, as Trustee in place and stead of said FIRST AMERICAN TITLE COMPANY OF SKAGIT COUNTY under said Deed of Trust;

NOW THEREFORE, upon recordation of this document, the undersigned do/does hereby discharge the present record Trustee(s) and appoint American Securities Company, a corporation as the new Trustee who shall succeed to all the powers, duties, authority and the title of the former Trustee(s).

Dated this 8th day of March, 2004.

WELLS FARGO BANK, N.A.

By

Osvaldo Baron, Vice President

Phyllis F. Gillian, Vice President

STATE OF CALIFORNIA } ss COUNTY OF LOS ANGELES }

On March 8th , 2004, before me, L.M. Tirona , Notary Public, personally appeared Osvaldo Barron and Phyllis E. Gillian, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same in their authorized capacities, and that by their signatures on the instrument the persons or the entity upon behalf of which the persons acted, executed the instrument.

WITNESS my hand and official seal.

Lim. Inana Signature of Notary L. M. TIRONA
Commission # 1334024
Notary Public - California
Los Angeles County
My Comm. Expires Jan 2, 2006

NOTARY STAMP ABOVE