



200411040099

Skagit County Auditor

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Return Address:

Type Return Address Here:

Minor & Brown, P.C.
650 South Cherry Street
Suite 1100
Denver, Colorado 80246
Attn: Lisa D'Ambrosia

WARRANTY DEED

Reference Number(s) of related document(s):

None.

FIRST AMERICAN TITLE CO.

A80526E

Grantor:

Skyline Marina, Inc., a Washington corporation

Grantee:

Skyline Marina Holdings, LLC, a Colorado limited liability company

Legal Description (abbreviated):

Section 28, Township 35, Range 1; PTNS NE ¼; and
Section 27, Township 35, Range 1; PTNS NW 1/4.

Note: Full legal description is on Exhibit A, attached hereto and incorporated herein by this reference.

Assessor's Tax Parcel ID Number:

3828-000-009-0005 P60079, 3828-000-010-0002 P60080, 350128-0-019-0005 P32486,
350128-0-011-1902 P32472, 350128-0-011-0102 P32458; 350127-0-017-1105 P32371

THIS WARRANTY DEED is made this 4th day of November, 2004 from Skyline Marina, Inc. a Washington corporation, whose address is 2201 Skyline Way, Suite 104, Anacortes, Washington 98221, Grantor, to Skyline Marina Holdings, LLC, a Colorado limited liability company, whose address is 1175 East Radcliffe Avenue, Cherry Hills Village, Colorado 80110, Grantee:

WITNESSETH, that the Grantor, for and in consideration of the sum of Six Million and No/100 Dollars (\$6,000,000.00), the receipt and sufficiency of which is hereby acknowledged, has granted, bargained, sold and conveyed, and by these presents does grant, bargain, sell, convey and confirm, unto the Grantee and its successors and assigns forever, all the real property, together with the improvements, thereon situate, lying and being in the City of Anacortes, County of Skagit, State of Washington, legally described as follows:

Exhibit A attached hereto and made a part hereof by this reference;

Also known as: Skyline Marina, Anacortes, Washington.

TOGETHER with all and singular the hereditaments and appurtenances thereto belonging, or in anywise appertaining, and the reversion and reversions, remainder and remainders, rents, issues and profits thereof; and all the estate, right, title, interest, claim and demand whatsoever of the Grantor, either in law or equity, of, in and to the above bargained premises, with the hereditaments and appurtenances;

TO HAVE AND TO HOLD the said premises above bargained and described with the appurtenances, unto the Grantee and its successors and assigns forever, that at the time of the ensealing and delivery of these presents is well seized of the premises above conveyed, has good, sure, perfect, absolute and indefeasible estate of inheritance, in law, in fee simple, and has good right, full power and lawful authority to grant, bargain, sell and convey the same in manner and form as aforesaid, and that the same are free and clear from all former and other grants, bargains, sales, liens, taxes, assessments, encumbrances and restrictions of whatever kind and nature whatsoever, except for real property taxes for the year 2004, not yet due and payable and those matters specifically set forth on **Exhibit B** attached hereto and made a part hereof by this reference.

The Grantor, for itself and its successors, does covenant and agree that it shall and will WARRANT AND FOREVER DEFEND the above-bargained premises in the quiet and peaceable possession of the Grantee and its successors and assigns against all and every person or persons lawfully claiming the whole or any part thereof. When used herein, the singular shall include the plural, the plural singular, and the use of any gender shall be applicable to all genders.

#5977
SKAGIT COUNTY WASHINGTON
REAL ESTATE EXCISE TAX

NOV 04 2004

Amount Paid \$ 106,800.00
Skagit Co. Treasurer
By Deputy



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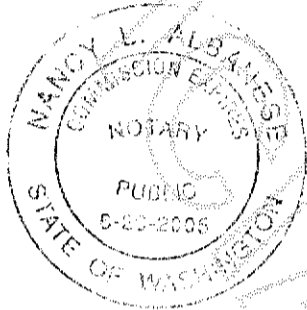
STATE OF WASHINGTON.

ACKNOWLEDGMENT - Corporate

County of Skagit } ss.

On this 3rd day of Nov. 2004, before me, the undersigned, a Notary Public in and for the State of Washington, duly commissioned and sworn, personally appeared George C. Wasilewski and _____ to me known to be the _____ President and _____ Secretary, respectively, of Skyline Marina Inc the corporation that executed the foregoing instrument, and acknowledged the said instrument to be the free and voluntary act and deed of said corporation, for the uses and purposes therein mentioned, and on oath stated that he is authorized to execute the said instrument and that the seal affixed (if any) is the corporate seal of said corporation.

Witness my hand and official seal hereto affixed the day and year first above written.



Nancy L. Albanese
Notary Public in and for the State of Washington,
residing at adacities
My appointment expires 6-29-05



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EXHIBIT "A"

Parcel "A":

Lot 9, "SKYLINE NO. 13", as per plat recorded in Volume 9 of Plats, page 96 and 97, records of Skagit County, Washington.

Parcel "B":

Lot 10, "SKYLINE NO. 13", as per plat recorded in Volume 9 of Plats, pages 96 and 97, records of Skagit County, Washington.

Parcel "C":

That portion of Government Lot 5 in Section 28, Township 35 North, Range 1 East, W.M., described as follows:

Beginning at the Southwest corner of Lot 10 in the Plat of "SKYLINE NO. 13", as per plat recorded in Volume 9 of Plats, page 96 and 97, records of Skagit County, Washington; thence due East along the South line of said Plat, a distance of 149.68 feet; thence South 1 degree 23'59" West, 118.56 feet; thence due West 173.48 feet to a point on the East line of Tract "B" in the Plat of "SKYLINE NO. 17, A CONDOMINIUM", as per plat recorded in Volume 9 of Plats, pages 101 and 102, records of Skagit County, Washington, said point also being the beginning of a curve to the left from which the center lies North 64 degrees 36'41" West, 276.45 feet distant; thence Northerly along said curve and said East line through a central angle of 25 degrees 23'19", an arc distance of 122.50 feet to a point of tangency and the point of beginning.

Parcel "D":

That portion of Government Lot 5 in Section 28, Township 35 North, Range 1 East, W.M., described as follows:

Beginning at the Southeast corner of the Plat of "SKYLINE NO. 13", as per plat recorded in Volume 9 of Plats, pages 96 and 97, records of Skagit County, Washington; thence due West along the South line of said Plat, a distance of 5.32 feet; thence South 1 degree 23'59" West, 118.56 feet to the point of beginning; thence South 1 degree 23'59" West, 152.45 feet; thence North 76 degrees 09'01" West, 56.81 feet; thence North 1 degree 23'59" East, 138.85 feet; thence due East 55.49 feet to the point of beginning.

Parcel "E":

That portion of Government Lot 5 in Section 28, Township 35 North, Range 1 East, W.M., described as follows:

Beginning at the Southeast corner of the Plat of "SKYLINE NO. 13", as per plat recorded in Volume 9 of Plats, pages 96 and 97, records of Skagit County, Washington; thence South 88 degrees 06'49" East, 262.37 feet; thence South 1 degree 53'11" West, 152.98 feet to a point on the boundary of the Plat of "SKYLINE NO. 17, A CONDOMINIUM", as per plat recorded in Volume 9 of Plats, pages 101 and 102, records of Skagit County, Washington; thence South 15 degrees 53'36" West along said boundary, a distance of 367.37 feet; thence continuing along said boundary North 73 degrees 28'39" West, a distance of 98.00 feet; thence North 73 degrees 28'39" West, 82.69 feet; thence North 1 degree 23'59" East, 463.61 feet to the South line of said Plat of "SKYLINE NO. 13"; thence due East along said South line a distance of 5.32 feet to the point of beginning; EXCEPT the following described tract:

Beginning at the Southeast corner of Lot 10, "SKYLINE NO. 13", as per plat recorded in Volume 9 of plats, pages 96 and 97, records of Skagit County, Washington; thence due East 200.00 feet; thence Southerly 70 feet; thence due West 200.00 feet; thence Northerly 70.00 feet to the point of beginning.

ALSO EXCEPT that portion thereof lying within "SKYLINE NO. 23", as per plat recorded in Volume 14 of Plats, page 195, records of Skagit County, Washington.



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Parcel "F":

That portion of Government Lot 5 in Section 28, Township 35 North, Range 1 East, W.M., described as follows:

Beginning at the Southeast corner of Lot 10, "SKYLINE NO. 13", as per plat recorded in Volume 9 of plats, pages 96 and 97, records of Skagit County, Washington; thence due West along the South line of said Lot 10, 5.319 feet to the Northeast corner of that certain "Tract C" conveyed to Skyline Marina, Inc., and recorded under Auditor's File No. 764620; thence South 1 degree 23'59" West along the East line of said "Tract C", 118.564 feet to its Southeast corner; thence due West along the South line of said "Tract C", 55.490 feet to the true point of beginning of this description; thence continuing due West, 117.993 feet to a point on the East line of Tract "B" (also known as Skyline Way) of "SKYLINE NO. 17, A CONDOMINIUM", as per plat recorded in Volume 9 of Plats, pages 101 and 102, records of Skagit County, Washington; thence South 25 degrees 23'19" West along the East line of Skyline Way, 144.400 feet; thence 303.532 feet along the arc of a curve to the left having a radius of 205.000 feet and a central angle of 84 degrees 50'05" to the Southwest corner of a certain tract of land recorded under Auditor's File NO. 884944, in Book 2 of Surveys, page 108, records of Skagit County, Washington; thence North 0 degrees 50'01" East along the West line of said tract, 131.258 feet to its Northwest corner; thence South 88 degrees 44'55" East along the North line of said tract, 146.011 feet to a point on the West line of a certain Tract "A" recorded under Auditor's File No. 764620; thence North 01 degree 23'59" East along the West line of said Tract "A", 114.452 feet to the Southeast corner of a certain Tract "D" recorded under Auditor's File No. 764620; thence North 76 degrees 09'01" West along the South line of said Tract "D", 56.810 feet to its Southwest corner; thence North 01 degree 23'59" East along the West line of said Tract "D", 138.851 feet to the true point of beginning.

Parcel "G":

That portion of Government Lot 4 in Section 28, Township 35 North, Range 1 East, W.M., and that portion of Tracts 7 and 8 of Plate 4 in Section 28 of Tide and Shore Land of Anacortes Harbor, in Section 27 and 28, Township 35 North, Range 1 East, W.M., according to the maps thereof on file at the Office of the State Commissioner of Public Lands, Olympia, Washington, and that portion of Tract No. 7A, as shown upon the Replat of Lagoon Waterway, filed in the Office of the Commissioner of Public Lands at Olympia, Washington, on November 6, 1992, lying within the boundaries of the following described tract:

Beginning at the Southwest corner of Plat of "SKYLINE NO. 13", as per plat recorded in Volume 9 of Plats, pages 96 and 97, records of Skagit County, Washington, said point of commencement being at the beginning of a curve from which the center bears due West 320.00 feet distant; thence Southerly along said curve to the right through a central angle of 19 degrees 26'16", an arc distance of 108.56 feet to a point of compound curvature and the beginning of a curve to the right having a radius of 40.00 feet; thence Southerly and Westerly along said curve through a central angle of 72 degrees 35'38", an arc distance of 50.68 feet to a point of tangency; thence North 87 degrees 58'06" West, 259.30 feet to a point of beginning; thence North 87 degrees 58'06" West, 192.94 feet to the beginning of a curve to the right having a radius of 1134.56 feet; thence Westerly along said curve through a central angle of 7 degrees 34'57", an arc distance of 150.15 feet to a point of reverse curvature and the beginning of a curve to the left having a radius of 420.00 feet; thence Westerly along said curve through a central angle of 9 degrees 36'51", an arc distance of 70.48 feet to a point of tangency; thence due West, 55.38 feet; thence due North 315.39 feet; thence due East, 210.00 feet; thence due North 210.00 feet; thence due West, 150.00 feet; thence due North 163.92 feet; thence South 88 degrees 02'54" East, 235.81 feet; thence North 1 degree 57'06" East, 30.00 feet; thence South 88 degrees 02'54" East, 196.00 feet; thence South 1 degree 57'06" West, 732.98 feet to the point of beginning.



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Parcel "H":

Lot "D" of City of Anacortes Short Plat No. AN-83-004, also labeled "Skyline Short Plat", approved October 10, 1983 and recorded October 12, 1983 as Auditor's File No. 8310120030 in Book 6 of Short Plats, pages 87-90, inclusive, EXCEPT that portion thereof lying within the plat of "SKYLINE NO. 24, A MARINE CONDOMINIUM", as per plat recorded in Volume 15 of Plats, pages 17, 18 and 19; being a portion of Section 27, Township 35 North, Range 1 East, W.M.

Parcel "I":

Those certain easement rights set forth in Reciprocal Easement Agreements, dated and recorded October 17, 1983 under Auditor's File Nos. 8310170064 and 8310170065, which are appurtenant to Parcel "H" as described hereinabove.

Parcel "J":

Those certain easements, rights of ingress, egress and utilities set forth in Contract dated February 28, 1972 and recorded February 28, 1972, as Auditor's File No. 764620, which are appurtenant to Parcels "B", "C", "D", "E" and "G" of the subject property, EXCEPT those rights that may no longer be appurtenant due to merger or dedication to the public.



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D. EASEMENT, INCLUDING THE TERMS AND PROVISIONS THEREOF:

Grantee: Skyline Marina, Inc., a Washington Corporation
Recorded: February 28, 1972
Auditor's No: 764620
Purpose: Ingress, egress and utilities
Area Affected: Northwest corner of Parcel "F" and other property

E. EASEMENT, INCLUDING THE TERMS AND PROVISIONS THEREOF:

Grantee: Cascade Natural Gas Corporation
Recorded: January 16, 1974
Auditor's No: 795667
Purpose: A pipeline or pipelines for oil and gas
Area Affected: Portions of Parcels "A" - "F", inclusive, the legal description is incomplete

Said instrument is a re-recording of instrument recorded under Auditor's File No. 792227.

F. EASEMENT, INCLUDING THE TERMS AND PROVISIONS THEREOF:

Grantee: City of Anacortes
Recorded: June 9, 1975
Auditor's No: 818681
Purpose: Utilities
Area Affected: South line of Parcel "G"

G. EASEMENT, INCLUDING THE TERMS AND PROVISIONS THEREOF:

Grantee: City of Anacortes
Recorded: June 9, 1975
Auditor's No: 818682
Purpose: Utilities
Area Affected: Southerly portion of Parcel "G"

H. EASEMENT, INCLUDING THE TERMS AND PROVISIONS THEREOF:

Grantee: City of Anacortes
Recorded: June 9, 1975
Auditor's No: 818684
Purpose: Utilities
Area Affected: Southerly portion of Parcel "G"

I. EASEMENT, INCLUDING THE TERMS AND PROVISIONS THEREOF:

Grantee: City of Anacortes
Recorded: October 9, 1975
Auditor's No: 824613
Purpose: Ingress, egress, drainage and utilities
Area Affected: A portion of Parcel "G"



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J. EASEMENT, INCLUDING THE TERMS AND PROVISIONS THEREOF:

Grantee: Puget Sound Power & Light Company
Recorded: August 2, 1977
Auditor's No: 861865
Purpose: Underground electric transmission and/or distribution system
Area Affected: A portion of Parcel "G"

K. EASEMENT, INCLUDING THE TERMS AND PROVISIONS THEREOF:

Grantee: City of Anacortes
Recorded: August 25, 1980
Auditor's No: 8008250017
Purpose: Ingress and egress
Area Affected: Portions of Parcels "C", "F" and "G"

L. Unrecorded easement for underground power line, together with rights of ingress and egress, granted to United States Coast Guard by Skyline on Burrows Bay, Inc., constructive notice of which is given by recitals contained in instruments recorded July 3, 1961 and March 29, 1962 under Auditor's File Nos. 609474 and 619670, exact location undeterminable.

(The enclosed February 26, 1962 letter from the Coast Guard describing an easement across Parcel "G" may be the easement referenced in the above documents. However, the Company can not guarantee that it is.)

M. EASEMENT, INCLUDING THE TERMS AND PROVISIONS THEREOF:

Grantee: United States of America
Recorded: July 7, 1970
Auditor's No: 740898
Purpose: Electric power line
Area Affected: Parcel "F"

N. Reservations contained in deed from the State of Washington recorded under Auditor's File Nos. 91959, in Volume 88 of Deeds, page 639 and 162371, in Volume 128 of Deeds, page 501, reserving to the grantor all oil, gases, coal, ores, minerals, fossils, etc., and the right of entry for opening, developing and working the same and providing that such rights shall not be exercised until provision has been made for full payment of all damages sustained by reason of such entry.

(Affects Tidelands only)

Right of the State of Washington or its successors, subject to payment of compensation therefore, to acquire rights of way for private railroads, skid roads, flumes, canals, water courses or other easements for transporting and moving timber, stone, minerals and other products from this and other property, as reserved in deed referred to above.

O. Terms, conditions and provisions as set forth in that certain "Clarification Deed of Easement" recorded under Auditor's File No. 7908080063, wherein Skyline Marine Owners Association is the Grantor and Skyline Associates is the Grantee.

Affects: Skyline Way



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P. Right of the general public to the unrestricted use of all the waters of a navigable body of water not only for the primary purposes of navigation, but also for corollary purposes, including (but not limited to) fishing, boating, bathing, swimming, water skiing and other related recreational purposes, as those waters may affect the tidelands, shorelands, or adjoining uplands, and whether the level of the water has been raised naturally or artificially to a maintained or fluctuating level, all as further defined by the decisional law of this state. (Affects all of the premises subject to such submergence.)

Q. MATTERS AS DISCLOSED AND/OR DELINEATED ON THE FACE OF THE FOLLOWING SHORT PLAT:

Short Plat No.: AN-83-004
Recorded: October 12, 1983
Auditor's No: 8310120030
(Copy attached)

Said matters include but are not limited to the following:

1. Water supply - City of Anacortes
2. Sewage Disposal - City of Anacortes
3. 5 foot waterline easement
4. Waterline, utility, cables, walkway, etc. easements

(Affects Parcels "B", "C", "E", "H" and "I")

R. PROTECTIVE COVENANTS AND/OR EASEMENTS, BUT OMITTING RESTRICTIONS, IF ANY, BASED ON RACE, COLOR, RELIGION OR NATIONAL ORIGIN, A COPY OF WHICH IS HERETO ATTACHED:

Dated: October 27, 1983
Recorded: October 31, 1983
Auditor's No: 8310310026
Executed by: Skyline Associates, a Washington Limited Partnership
Affects: Parcel "H"

Said Covenants were amended by instrument recorded July 23, 1984 under Auditor's File No. 8407230048.

S. EASEMENT, INCLUDING THE TERMS AND PROVISIONS THEREOF:

Grantee: Skyline Marina, Inc.
Dated: October 17, 1983
Recorded: October 17, 1983
Auditor's No: 8310170064
Purpose: Ingress, egress, gas and diesel lines and other purposes



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T. EASEMENT, INCLUDING THE TERMS AND PROVISIONS THEREOF:

Grantee: Skyline Associates
 Dated: October 17, 1983
 Recorded: October 17, 1983
 Auditor's No: 8310170065
 Purpose: Ingress, egress, utilities and other purposes
 Area Affected: Portions of Parcels "A" - "F", inclusive

U. EASEMENT, INCLUDING THE TERMS AND PROVISIONS THEREOF:

Grantee: Owners of Skyline No. 23
 Dated: August 9, 1991
 Recorded: August 9, 1991
 Auditor's No: 9108090032
 Purpose: Parking, loading and unloading
 Area Affected: Parcel "A"

V. EASEMENT, INCLUDING THE TERMS AND PROVISIONS THEREOF:

Grantee: Owners of Skyline No. 23
 Dated: August 9, 1991
 Recorded: August 9, 1991
 Auditor's No: 9108090033
 Purpose: Ingress, egress, garbage dumpster, restrooms and laundry
 Area Affected: Parcels "A", "B" and "I"

Said easement was amended by Auditor's File No. 9304160065.

W. EASEMENT, INCLUDING THE TERMS AND PROVISIONS THEREOF:

Grantee: Owners of Skyline No. 24
 Dated: November 4, 1991
 Recorded: November 7, 1991
 Auditor's No: 9111070007
 Purpose: Ingress, egress, utilities, garbage dumpster, restrooms and laundry
 Area Affected: Parcels "A", "B" and "I"

Said easement was amended by Auditor's File No. 9304160065.

X. Covenant and agreement as set forth in deed from Skyline Associates in said subdivision:

Dated: February 2, 1971
 Recorded: February 22, 1971
 Auditor's File No.: 748984
 As follows:

"Purchaser agrees and covenants that the above described real estate shall be subject to charges and assessments in conformity with the rules and regulations, Articles of Incorporation and By-Laws of SKYLINE BEACH CLUB, INC., a Washington nonprofit Corporation, and Purchaser acknowledges that he has received a copy of the Articles of Incorporation and By-Laws of the said nonprofit Corporation."

(Affects Parcel "A")



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Y. EASEMENT, INCLUDING THE TERMS AND PROVISIONS THEREOF:

Grantee: City of Anacortes
Dated: May 15, 1975
Recorded: June 9, 1975
Auditor's No: 818685
Purpose: "...constructing, operating, maintain, repairing and replacing utilities..."
Area Affected: Parcel "G"

Z. MATTERS AS DISCLOSED AND/OR DELINEATED ON THE FACE OF THE FOLLOWING RECORDED SURVEY:

Recorded: August 4, 2004
Auditor's No.: 200408040107
Affects: Subject property

Said matters include but are not limited to the following:

- Mislocated property corners
- Unknown vault on Parcel "A"
- Inferred easements to and from unknown vault, catch basins and other delineated utility features
- A building on Parcel "B" encroaches onto Parcel "C"
- A brick wall and asphalt parking encroaches onto Parcel "E"
- The boat lift and various docks extend between parcels
- Mislocated fencelines



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