



200601190088
Skagit County Auditor

1/19/2006 Page 1 of 4 11:47AM

Return Recorded Documents To:

LandAmerica National Commercial Services
450 S. Orange Avenue, Suite 170
Orlando, FL 32801
Attention: Christi Pawlak

05-2231

.ent

This instrument prepared by:
Michael G. O'Kane, Esq.
Wendy's International, Inc.
4288 W. Dublin-Granville Road
Dublin, Ohio 43017

LAND TITLE OF SKAGIT COUNTY 119157-T

Document Title : Bargain and Sale Deed	
Reference Number(s) Vol. 1010, page 481	
Grantor(s) 1. Wendy's International, Inc., an Ohio corporation	# 279 SKAGIT COUNTY WASHINGTON REAL ESTATE EXCISE TAX JAN 19 2006
Grantee(s) 1. CNL APF Partners, LP	Amount Paid \$ 116,991 ⁹³ Skagit Co. Treasurer By [Signature]
Legal description: Tract "C" "Plat of K-Mart Commercial Park" as per plat recorded in Volume 14 of plats, pages 126 and 127, records of Skagit County, Washington	
Assessor's Property Tax Parcel/Account Numbers: P83926; 4532-000-003-0006	

BARGAIN AND SALE DEED

This indenture made the 29 day of December, 2005, by **WENDY'S INTERNATIONAL, INC.**, an Ohio corporation, 4288 W. Dublin-Granville Road, Dublin, Ohio 43017, hereinafter referred to as "**Grantor**", to **CNL APF PARTNERS, LP**, a Delaware limited partnership ("**Grantee**"), whose address is 450 South Orange Avenue, 11th Floor, Orlando, Florida 32801.

Witnesseth: That Grantor, for and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration in hand paid by Grantee, the receipt and sufficiency of which are hereby acknowledged, grants, bargains, sells and conveys to Grantee, its successors and assigns, all that certain real estate situated in the City of Burlington, County of Skagit, State of Washington, to-wit:

See **Exhibit A** attached hereto and made a part hereof.

Being the real estate transferred to Grantor from K-Mart Corporation, a Michigan corporation, by deed recorded September 11, 1991 in Volume 1010, Page 481, Recorder's Office, Skagit County, Washington.

SUBJECT TO all taxes, assessments, liens, easements, encumbrances and restrictions of record and all matters which an accurate survey or inspection of the Premises would disclose.

TO HAVE AND HOLD the said Property to the use and benefit of Grantee forever in FEE SIMPLE.

AND Grantor covenants with the Grantee, its heirs, assigns, and successors, that the Property is free from all encumbrances made by Grantor, and that Grantor does warrant and will defend the same to the Grantee and its heirs, assigns, and successors, forever, against all acts of Grantor but none other, subject to the matters above set forth.



200601190088
Skagit County Auditor

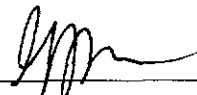
WITNESS the following signatures of the duly authorized officers of Grantor
this 28th day of December, 2005.

WITNESSES (as to both):


Print Name: ELAINE M. BRUCK


Print Name: JEFFREY ROVDA

WENDY'S INTERNATIONAL, INC.

By: 
Title: Gregory P. Mistele
Vice President

By: _____
Title: _____
LEGAL DEPT. (over)


STATE OF OHIO
COUNTY OF FRANKLIN, SS:

The undersigned, a Notary Public in and for the above state and county,
hereby certifies that on the 28th day of December, 2005, before me personally
appeared Gregory P. Mistele and _____, the
Vice President and _____,
respectively, of **WENDY'S INTERNATIONAL, INC.**, an Ohio corporation, who are
known to me as the persons and officers described in and who executed the foregoing
instrument on behalf of said corporation, and who acknowledge that they held the
positions or titles set forth in the instrument and certificate, that they signed the
instrument on behalf of the corporation by proper authority, and that the instrument was
the act of the corporation for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
official seal on the day and year last aforesaid.



Laura A. Turner
Notary Public-State of Ohio
My Commission Expires
October 11, 2009


Notary Public



200601190088
Skagit County Auditor

EXHIBIT A

The land referred to in this commitment is situated in the County of SKAGIT, State of Washington, and is described as follows:

Tract "C" "Plat Of K-Mart Commercial Park" as per plat recorded in Volume 14 of plats, pages 126 and 127, records of Skagit County, Washington.



200601190088
Skagit County Auditor

1/19/2006 Page 4 of 4 11:47AM