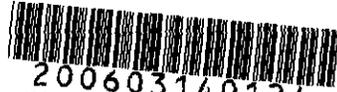


WHEN RECORDED RETURN TO:

Chicago Title Company  
3110 Commercial Avenue  
Anacortes, WA 98221



200603140124  
Skagit County Auditor

3/14/2006 Page 1 of 7 2:49PM

## Chicago Title Insurance Company

3110 Commercial Avenue – Anacortes, Washington 98221

IC31157

DOCUMENT TITLE(s):

1. ASSIGNMENT AND ASSUMPTION OF GROUND LEASE

REFERENCE NUMBER(s) OF DOCUMENTS ASSIGNED OR RELEASED:

Additional numbers on page \_\_\_\_\_ of the document

GRANTOR(s):

1. FMA BUILDING ADDITION PARTNERSHIP
2. ISLAND MEDICAL DENTAL CENTER

Additional names on page 2 of the document

GRANTEE(s):

1. HAROLD R. CLURE, MD and MARTHA CLURE, husband and wife
2. ROGER L. KISNER, DDS and NANCY KISNER, husband and wife

Additional names on page \_\_\_\_\_ of the document

ABBREVIATED LEGAL DESCRIPTION:

Ptn. SE, Sec 24, T35N, R1E W.M.

Complete legal description is on page 7 of the document

ASSESSOR'S PROPERTY TAX PARCEL ACCOUNT NUMBER(s):

P31917

This cover sheet is for the County Recorder's indexing purposes only.  
The Recorder will rely on the information provided on the form and will not read the document to  
verify the accuracy or completeness of the indexing information provided herein.

**ASSIGNMENT AND ASSUMPTION OF  
GROUND LEASE**

THIS ASSIGNMENT AND ASSUMPTION OF GROUND LEASE (this "Agreement") is entered into as of the 31st day of December, 2005 (the "Effective Date") by and between FMA BUILDING ADDITION PARTNERSHIP, a Washington State general partnership ("BAP"), and ISLAND MEDICAL DENTAL CENTER, a Washington State general partnership ("IMDC") (BAP and IMDC may be referred to collectively as "Assignors"); and HAROLD R. CLURE, MD and MARTHA CLURE, husband and wife ("Clure"), and ROGER L. KISNER, DDS and NANCY KISNER, husband and wife ("Kisner"). Clure and Kisner may be referred to collectively as "Assignees".

The parties have entered into that certain JOINT RESOLUTION OF PARTNERSHIPS, BUILDING ASSOCIATION PARTNERSHIP AND ISLAND MEDICAL DENTAL CENTER, AND AGREEMENT OF PARTNERS - APPROVING OF TRANSFER TO PARTNERS OF UNDIVIDED INTEREST IN GROUND LEASE AND BUILDING entered into as of the 14 day of March, 2006, pursuant to which Assignors agreed to assign and Assignees agreed to assume undivided interests in the Ground Lease dated July 10, 1973, by and between Island Hospital, as lessor, and Island Medical Dental Center, as lessee, as amended by First Amendment to Ground Lease, dated June 11, 1974, and by Second Amendment to Ground Lease, dated July 11, 1989 ("Ground Lease").

NOW, THEREFORE, in consideration of the promises and covenants set forth herein and in the Sale Agreement, the parties hereby agree as follows:

1. As of the Effective Date of this Agreement, BAP does hereby assign to Clure, an undivided 25% of all of its right, title, interest and obligations in and to the Ground Lease.
2. As of the Effective Date of this Agreement, IMDC does hereby assign to Clure, an undivided 11.1174% of all of its right, title, interest and obligations in and to the Ground Lease, and to Kisner an undivided 10.1837% of all of its right, title, interest and obligations in and to the Ground Lease.
3. As of the Effective Date of this Agreement, Assignees hereby assume their respective percentages of Assignors' rights, titles, interests and obligations in and to the Ground Lease.
4. Capitalized terms not otherwise defined herein shall have the same meaning as in the Sale Agreement.
5. This Agreement may be executed in counterparts, which, when taken together, shall be considered one and the same agreement, and each of which shall be deemed an original.



IN WITNESS WHEREOF, the parties have executed this Agreement as of the date first written above.

**ASSIGNORS:**

**FMA BUILDING ADDITION PARTNERSHIP**

By: Harold Eiesland  
Its: Managing Partner  
AND

By: [Signature]  
Its: partner

SKAGIT COUNTY WASHINGTON  
REAL ESTATE EXCISE TAX

MAR 14 2006

Amount Paid \$  
Skagit Co. Treasurer  
By [Signature] Deputy

**ISLAND MEDICAL DENTAL CENTER**

By: John D. Chambers MD.  
Its: EX COM MEMBER

By: Harold Eiesland  
Its: EX COM member

**ASSIGNEES:**

**HAROLD R. CLURE, MD**

Harold R. Clure, MD, J.D.  
Paul [Signature] as atty in fact.

**MARTHA CLURE**

Martha Clure, J.D.  
[Signature] as atty in fact.

**ROGER L. KISNER, DDS**

John D. Chambers MD as atty in fact.

**NANCY KISNER**

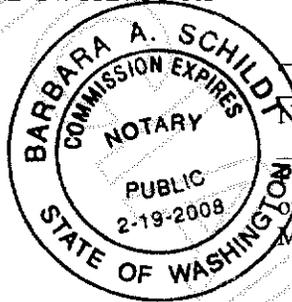
John D. Chambers MD as atty in fact.



STATE OF WASHINGTON )  
 ) ss.  
COUNTY OF SKAGIT )

On this 9th day of March, 2006, before me personally appeared Harold Evestad, to me known to be the Managing Ptnr of FMA BUILDING ADDITION PARTNERSHIP, a Washington State general partnership which executed the within and foregoing instrument, and acknowledged said instrument to be the free and voluntary act and deed of said company, for the uses and purposes therein mentioned, and on oath stated that he was authorized to execute said instrument.

SUBSCRIBED AND SWORN TO before me this 9th day of March, 2006.



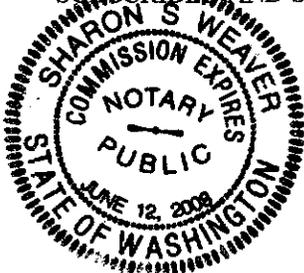
Barbara A. Schildt  
NOTARY PUBLIC in and for the State  
**BARBARA A. SCHILDT**

Print Name  
of Washington, residing at Mullington  
My commission expires: 2/19/08

STATE OF WASHINGTON )  
 ) ss.  
COUNTY OF SKAGIT )

On this 9th day of March, 2006, before me personally appeared C. Les Coway, to me known to be the partner of FMA BUILDING ADDITION PARTNERSHIP, a Washington State general partnership which executed the within and foregoing instrument, and acknowledged said instrument to be the free and voluntary act and deed of said company, for the uses and purposes therein mentioned, and on oath stated that he was authorized to execute said instrument.

SUBSCRIBED AND SWORN TO before me this 9th day of March, 2006.



Sharon S. Weaver  
NOTARY PUBLIC in and for the State  
**Sharon S. Weaver**

Print Name  
of Washington, residing at Skagit County  
My commission expires: June 12, 2008

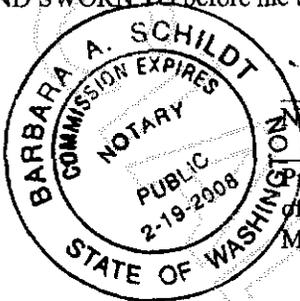


200603140124  
Skagit County Auditor

STATE OF WASHINGTON )  
 ) ss.  
COUNTY OF SKAGIT )

On this 16th day of March, 2006, before me personally appeared John D. Chambers, to me known to be the Exec Comm Mbr of ISLAND MEDICAL DENTAL CENTER, a Washington State general partnership which executed the within and foregoing instrument, and acknowledged said instrument to be the free and voluntary act and deed of said company, for the uses and purposes therein mentioned, and on oath stated that he was authorized to execute said instrument.

SUBSCRIBED AND SWORN TO before me this 16th day of March, 2006.

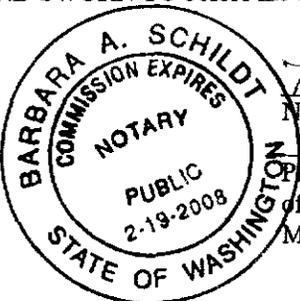


Barbara A. Schildt  
NOTARY PUBLIC in and for the State  
**BARBARA A. SCHILDT**  
Print Name  
of Washington, residing at Burlington, WA  
My commission expires: 2/19/08

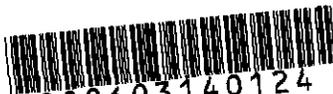
STATE OF WASHINGTON )  
 ) ss.  
COUNTY OF SKAGIT )

On this 9th day of March, 2006, before me personally appeared Harold Eisland, to me known to be the Exec Comm Mbr of ISLAND MEDICAL DENTAL CENTER, a Washington State general partnership which executed the within and foregoing instrument, and acknowledged said instrument to be the free and voluntary act and deed of said company, for the uses and purposes therein mentioned, and on oath stated that he was authorized to execute said instrument.

SUBSCRIBED AND SWORN TO before me this 9th day of March, 2006.



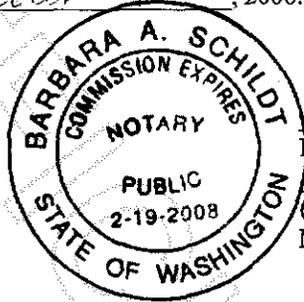
Barbara A. Schildt  
NOTARY PUBLIC in and for the State  
**BARBARA A. SCHILDT**  
Print Name  
of Washington, residing at Burlington  
My commission expires: 2/19/08



STATE OF WASHINGTON )  
COUNTY OF SKAGIT )

I certify that I know or have satisfactory evidence that **BRADLEY HAROLD CLURE** is the person who appeared before me and that he signed this instrument as attorney-in-fact for his parents, **HAROLD R. CLURE, MD** and **MARTHA CLURE**, husband and wife, and acknowledged that he signed the same as the free and voluntary act and deed as attorney-in-fact for **Harold R. Clure, MD** and **Martha Clure**, in the capacity and for the uses and purposes therein mentioned, and that said principals are not deceased nor insane.

DATED: March 9, 2006.

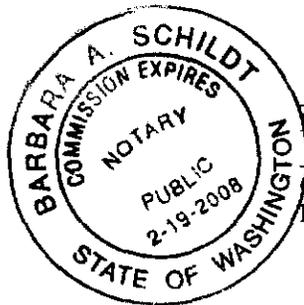


Barbara A. Schildt  
NOTARY PUBLIC  
**BARBARA A. SCHILDT**  
(Print or Type Name of Notary)  
My Appointment Expires: 2/19/08

STATE OF WASHINGTON )  
COUNTY OF SKAGIT )

I certify that I know or have satisfactory evidence that **JOHN D. CHAMBERS, MD** is the person who appeared before me and that he signed this instrument as attorney-in-fact for **ROGER L. KISNER, DDS** and **NANCY KISNER**, husband and wife, and acknowledged that he signed the same as the free and voluntary act and deed as attorney-in-fact for **Roger L. Kisner, DDS** and **Nancy Kisner**, in the capacity and for the uses and purposes therein mentioned, and that said principals are not deceased nor insane.

DATED: March 6, 2006.



Barbara A. Schildt  
NOTARY PUBLIC  
**BARBARA A. SCHILDT**  
(Print or Type Name of Notary)  
My Appointment Expires: 2/19/08



**EXHIBIT "A"**

Building and Leasehold interests located on:

That portion of the Southeast Quarter of Section 24, Township 35 North, Range 1 East of the Willamette Meridian, described as follows:

Commencing at the East Quarter corner of said Section 24;  
thence South 0°59'30" East, along the East line of said Section 24, 1,223.17 feet to an intersection with the South line of 24th Street;  
thence South 89°58'48" West, along the South line of 24th Street, 396.27 feet to the true point of beginning;  
thence South 0°01'35" East, 264.46 feet;  
thence South 89°58'25" West, 358.50 feet to the East line of "M" Avenue;  
thence North 0°01'35" West, along the East line of "M" Avenue, 264.50 feet to the South line of 24th Street;  
thence North 89°58'48" East along the South line of 24th Street, 358.50 feet to the true point of beginning.

Situate in Skagit County, Washington.

**- END OF EXHIBIT "A" -**



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Skagit County Auditor

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