After Recording Please Return To: SHELTER BAY COMPANY 1000 Shoshone Drive La Conner, WA 98257

CHICAGO TITLE IC38531 5100-0050864-0000/P84861



SHELTER BAY ASSIGNMENT OF SUBLEASE

KNOW ALL MEN BY THESE PRESENT THAT:

FRANK A. GRONA, as Successor Trustee of the Frank A. Grona and Wanda L. Grona, Revocable Trust-Bypass Trust, dated December 4, 2000

Lessee(s) of a certain sublease dated the 1st day of March, 1978

Wherein SHELTER BAY COMPANY, a Washington corporation, appears as Lessor, recorded on the 5th day of October, 1988 in accordance with Short Form Sublease No. 864 (Master Lease No. 5020, Contract No. 14-20-0500-2949) in records of Skagit County, Auditor's Filing No. 8810050071, Volume 780 Pages 443-444 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

FRANK A. GRONA, as Successor Trustee of the Frank A. Grona and Wanda L. Grona, Revocable Trust-Bypass Trust, dated December 4, 2000

Assignor(s), whose address is: PO Box 697, La Conner, WA 98257

ASSIGNOR assigned and set over, and by these presents does grant, assign and set over unto the said ROD PROCTOR and LYNN RIES, Husband and Wife

Assignee(s), whose address is: 864 Kalispell Drive, La Conner, WA 98257

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 Non-profit Washington corporation in accordance with and 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 June 2006.

PRIOR ASSIGNMENT of Sublease from:

Robert W. Anderson and Carol Anderson to Frank A. Grona and Wanda L. Grona Revocable Trust-Bypass Trust under Auditor's File No. 200306060004.

THE REAL ESTATE described in said lease is as follows:

Lot No. 864, Amended Survey of Shelter Bay Division No. 5 as recorded June 2, 1976 in Official Records of Skagit County, Washington under Auditor's Filing No. 836134.

Tax ID # 5100-005-864-0000

IN WITNESS WHEREOF the parties have hereto signed this instrument this 23 Day of 2006.

Assignor(s)

FRANK A. GRONA, Successor Trustee
SUCCESSON TRUSTEE

SKAGIT COUNTY WASHINGTON
REAL ESTATE EXCISE TAX

Assignee(s)

ROD PROCTOR

LYNN-RIES

MAY 3 1 2006

Amount Paid \$ 5823.82 Skagit Co. Treasurer By Panuty STATE OF Washington SS.

On this 23 day of May State of washington, duly commissioned and sworn, personally appeared

FRANK A. GRONA

I CERTIFY that I know or have satisfactory evidence Frank A. Grona is the person who appeared before me, and said person acknowledged that he signed this instrument, on oath stated he is authorized to execute the instrument and is Successor Trustee of The Frank A. Grona and Wanda L. Grona, Revocable Trust-Bypass Trust, dated December 4, 2000, to be the free and voluntary act of such parties for the uses and purposes mentioned in this document.

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

Notary Public in and for the State of

Residing at Anceortos

My Commission Expires 5 - 31 - 2008

STATE OF WASHINGTON

COUNTY OF KING

On this 16 day of MAY

2606 before me, the undersigned, a Notary Public in and for the duly commissioned and sworn, personally appeared

ROD PROCTOR and LYNN RIES

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.

STANTON OF WASHINGTON

Notary Public in and for the State of WASH-

Residing at Seattle, WA

My Commission Expires: 10 - 29 - 09

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 membership in Shelter Bay Community, Inc. to the Assignee(s) subject to the approval of the Board of Trustees of Shelter Bay Community, Inc.

Date: 5/25/06

SHELTER BAY COMPANY

udyl Grosyenor, Manager

200605310234 Skagit County Auditor

5/31/2006 Page

2 of

2 3:37PM