

WHEN RECORDED RETURN TO:

Fidelity National Title – NTS DIV
Attn: Kelli J. Vos
40 N. Central Avenue, Suite 2850
Phoenix, AZ 85004



200608010086

Skagit County Auditor

8/1/2006 Page 1 of 8 3:15PM

Escrow No. Z06-01426F-KJV

Chicago Title Insurance Company

425 Commercial Street – Mount Vernon, Washington 98273

IC38401

DOCUMENT TITLE(s):

1. **MEMORANDUM OF LEASE**

REFERENCE NUMBER(s) OF DOCUMENTS ASSIGNED OR RELEASED:

☐ Additional numbers on page _____ of the document

LESSOR(s):

1. **PPR CROSS COURT, LLC, a Delaware Limited Liability Company**

☐ Additional names on page _____ of the document

LESSEE(s):

1. **RED ROBIN INTERNATIONAL, INC., a Nevada Corporation**

☐ Additional names on page _____ of the document

ABBREVIATED LEGAL DESCRIPTION:

Parcel A of SURVEY AF#9107100065



SKAGIT COUNTY WASHINGTON
REAL ESTATE EXCISE TAX

☒ Complete legal description is on page 8 of the document

AUG 01 2006

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

340406-0-072-0102/P102562
340406-0-072-0011/P23694

Amount Paid \$ 
Skagit Co. Treasurer
By  Deputy

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.

RECORDING REQUESTED BY AND
WHEN RECORDED, MAIL TO:

RED ROBIN INTERNATIONAL, INC
6312 S. Fiddler's Green Circle, Suite 200 N
Greenwood Village, Colorado 80111
Attn: Corporate Real Estate Counsel

MEMORANDUM OF LEASE

LESSOR: **PPR CROSS COURT, LLC, a Delaware limited liability company,**

LESSEE: **RED ROBIN INTERNATIONAL, INC., a Nevada corporation**

LEGAL DESCRIPTION:

Abbreviated: **PARCEL A OF SURVEY AF#9107100065**

Full: **See Exhibit A attached hereto.**

**TAX PARCEL
IDENTIFICATION NO.** **P102562, P23694**

THIS MEMORANDUM OF LEASE (this "Memorandum") is made and entered into this 7TH day of July, 2006, by and between **PPR CROSS COURT, LLC, a Delaware limited liability company**, whose present address is c/o The Macerich Company 401 Wilshire Boulevard, Suite 700, Santa Monica, California 90401 ("Lessor") and **RED ROBIN INTERNATIONAL, INC., a Nevada corporation**, whose present address is 6312 S. Fiddler's Green Circle, Suite 200 N, Greenwood Village, Colorado 80111 ("Lessee"), with reference to the following facts:

A. Lessor is the owner of that certain real property located in the City of Burlington, County of Skagit, State of Washington, known as 1075 Burlington Boulevard,

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Burlington, WA
m34183-734659_2.doc



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Skagit County Auditor

which is more particularly described in Exhibit A, attached hereto and incorporated herein by reference (the "Property").

B. Lessor desires to lease the Property to Lessee, and Lessee desires to lease the Property from Lessor, all subject to the terms and provisions of this Memorandum.

NOW, THEREFORE, the parties hereto hereby agree as follows:

Lease of the Property. Lessor hereby leases the Property to Lessee, and Lessee hereby leases the Property from Lessor subject to and on terms and conditions more fully set forth in that certain Lease Agreement executed by and between Lessor's predecessor in interest and Zanner Hubert, Inc., a Washington corporation, and dated February 11, 1991, as amended by that certain First Amendment to Lease dated May 6, 1991, as assigned and assumed by Lessee by Assignment and Assumption Agreement dated JULY 7TH, 2006 (the "Lease").

Restrictive Covenant. The Lease contains the following restrictive covenant(s): Tenant shall use the Premises only for the operation of a Red Robin Burger & Spirits Emporium, including a Class H liquor license and electronic games room. Tenant shall not engage in or be a party to any business activity competitive with the use of the Premises within a distance of two (2) miles.

The Lease is incorporated herein by this reference. Should any party require any information concerning the Lease, they should contact the Lessor and Lessee at the above-referenced addresses. In the event of any conflict between the terms of this Memorandum and the terms of the Lease, the terms of the Lease shall control.

[THE REMAINDER OF THIS PAGE INTENTIONALLY LEFT BLANK.]



IN WITNESS WHEREOF, the parties hereto have executed this Memorandum on the day and year first above written.

LESSEE:

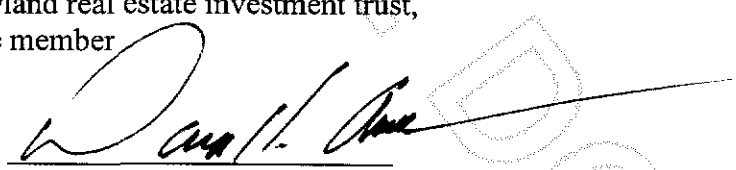
RED ROBIN INTERNATIONAL, INC.,
a Nevada corporation

By: 
Katherine L. Scherping,
Chief Financial Officer

LESSOR:

PPR CROSS COURT LLC,
a Delaware limited liability company

By: Pacific Premier Retail Trust,
a Maryland real estate investment trust,
its sole member

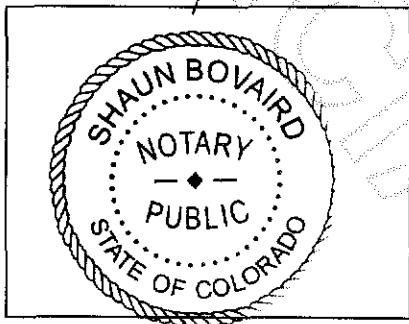
By: 
Name: DANA K. ANDERSON
Its: Vice Chairman

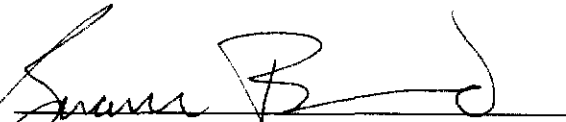


STATE OF COLORADO)
) ss.
COUNTY OF ARAPAHOE)

I certify that I know or have satisfactory evidence that KATHERINE L. SCHERPING is the person who appeared before me, and said person acknowledged that she signed this instrument as the Chief Financial Officer of RED ROBIN INTERNATIONAL, INC., a Nevada corporation, and acknowledged it to be the free and voluntary act of such corporation for the uses and purposes mentioned in the instrument, and on oath stated that she was authorized to execute this instrument on behalf of such corporation.

DATED: 6/28/06




(Signature)

Shaun Bovaird
(Please print name legibly)

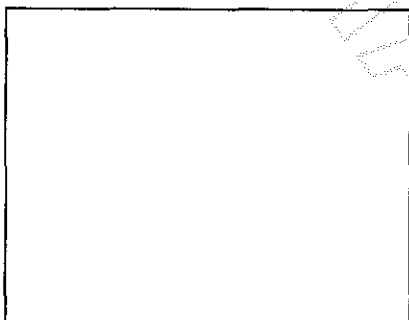
NOTARY PUBLIC in and for the State of
Colorado, residing at Littleson
My commission expires 5-18-2009



STATE OF _____)
) ss.
COUNTY OF _____)

I certify that I know or have satisfactory evidence that _____
is the person who appeared before me, and said person acknowledged that _____ signed this
instrument, on oath stated that _____ was authorized to execute the instrument and
acknowledged it as the _____ of PACIFIC PREMIER RETAIL TRUST, a
Maryland real estate investment trust which real estate investment trust is the sole member of
PPR CROSS COURT LLC, a Delaware limited liability company, to be the free and
voluntary act of such limited liability company for the uses and purposes mentioned in the
instrument.

DATED: _____



(Signature)

(Please print name legibly)

NOTARY PUBLIC in and for the State of _____
_____, residing at _____
My commission expires _____

*See
attached*



CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of Los Angeles

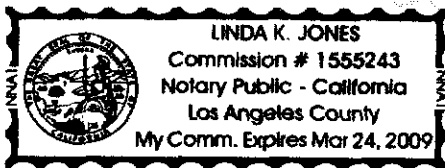
ss.

On July 7, 2006, before me, Linda K. Jones, Notary Public,
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared Dana K. Anderson ---,
Name(s) of Signer(s)

☒ personally known to me

☐ proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



Place Notary Seal Above

WITNESS my hand and official seal.

Linda K. Jones
Signature of Notary Public

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Memorandum of Lease

Document Date: _____ Number of Pages: 5 + Exhibit A

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____

- ☐ Individual
☐ Corporate Officer — Title(s): _____
☐ Partner — ☐ Limited ☐ General
☐ Attorney in Fact
☐ Trustee
☐ Guardian or Conservator
☐ Other: _____

RIGHT THUMBPRINT
OF SIGNER
Top of thumb here

Signer Is Representing: _____

Signer's Name: _____

- ☐ Individual
☐ Corporate Officer — Title(s): _____
☐ Partner — ☐ Limited ☐ General
☐ Attorney in Fact
☐ Trustee
☐ Guardian or Conservator
☐ Other: _____

RIGHT THUMBPRINT
OF SIGNER
Top of thumb here

Signer Is Representing: _____



200608010086

Skagit County Auditor

EXHIBIT A

Legal Description.

That portion of the Northeast Quarter of Section 6, Township 34 North, Range 4 East of the Willamette Meridian, being more particularly described as follows:

Commencing at the East Quarter corner of said Section 6;

thence North $00^{\circ}17'42''$ East along the East line of said subdivision a distance of 273.81 feet;

thence North $89^{\circ}42'21''$ West a distance of 50.00 feet to the intersection of the West line of that certain tract of land conveyed to the City of Burlington, under Auditor's File No. 8604020016, records of Skagit County, Washington (hereafter known as the City Tract) being Burlington Boulevard (formerly known as Garl Street) and the true point of beginning;

thence continue North $89^{\circ}42'21''$ West a distance of 81.95 feet;

thence North $76^{\circ}11'58''$ West a distance of 25.81 feet;

thence North $89^{\circ}42'21''$ West a distance of 145.00 feet,

thence South $00^{\circ}17'42''$ West a distance of 168.00 feet,

thence South $24^{\circ}05'48''$ East a distance of 27.67 feet;

thence South $00^{\circ}17'42''$ West a distance of 25.50 feet to the intersection of the South line of Tract 2, as per boundary line adjustment recorded in Volume 10 of Surveys, pages 51 and 52, under Auditor's File No. 9007100003, records of Skagit County, Washington;

thence South $88^{\circ}50'37''$ East, along said South line a distance of 222.53 feet to a point of curvature to the left;

thence along the arc of said curve to the left having a radius of 29.50 feet through a central angle of $37^{\circ}39'38''$ an arc distance of 19.39 feet to the intersection of the West right-of-way margin of said City Tract;

thence North $00^{\circ}17'42''$ East along the West line of said City Tract a distance of 210.15 feet to the true point of beginning;

(Also known as Parcel A of that Survey recorded in Volume 11 of Surveys, pages 122 and 123, under Auditor's File No. 9107100065, records of Skagit County, Washington)

Situated in Skagit County, Washington.

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Skagit County Auditor