

WHEN RECORDED RETURN TO:

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



200608010087
Skagit County Auditor

8/1/2006 Page 1 of 9 3:17PM

Escrow No. Z06-01426F-KJV

Chicago Title Insurance Company

425 Commercial Street – Mount Vernon, Washington 98273

IC38401

DOCUMENT TITLE(s):

1. **ASSIGNMENT AND ASSUMPTION AGREEMENT**

REFERENCE NUMBER(s) OF DOCUMENTS ASSIGNED OR RELEASED:

9107240054

☐ Additional numbers on page _____ of the document

LESSOR(s):

1. **ZANNER HUBERT INC., a Washington Corporation**

☐ 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

☒ Complete legal description is on page 5 of the document

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

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

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.

**RECORDED AT THE REQUEST OF
AFTER RECORDING RETURN TO:**

John Grant
Deputy General Counsel
Red Robin Gourmet Burgers
6312 South Fiddler's Green Circle
Suite 200 North
Greenwood Village, CO 80111

ASSIGNMENT AND ASSUMPTION AGREEMENT

ASSIGNOR: **ZANNER HUBERT INC.,**
a Washington corporation

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

Legal Description:

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

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

Tax Parcel Number: **P102562, P23694**

Grantor shall warrant and forever defend the right and title to the above described property unto Grantee against the lawful claims of all persons owning, holding or claiming by, through or under Grantor, but not otherwise.

[SIGNATURE APPEARS ON THE FOLLOWING PAGE.]



DATED as of the 10th day of July, 2006.

GRANTOR:

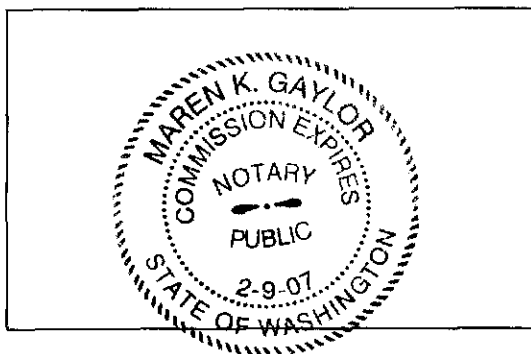
ZANNER HUBERT INC.,
a Washington corporation

By: 
Kevin Sonneborn, Chief Financial Officer

STATE OF WASHINGTON)
) ss.
COUNTY OF KING)

I certify that I know or have satisfactory evidence that KEVIN SONNEBORN is the person who appeared before me, and said person acknowledged that he signed this instrument, on oath stated that he was authorized to execute the instrument and acknowledged it as the Chief Financial Officer of ZANNER HUBERT, INC., a Washington corporation, to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

DATED: 6 July 2006




(Signature)

Maren K. Gaylor
(Please print name legibly)

NOTARY PUBLIC in and for the State of
Washington, residing at Renton
My commission expires 2/9/2007



**EXHIBIT A
TO
SPECIAL WARRANTY DEED**

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°17'42" East along the East line of said subdivision a distance of 273.81 feet;

thence North 89°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°42'21" West a distance of 81.95 feet;

thence North 76°11'58" West a distance of 25.81 feet;

thence North 89°42'21" West a distance of 145.00 feet,

thence South 00°17'42" West a distance of 168.00 feet,

thence South 24°05'48" East a distance of 27.67 feet;

thence South 00°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°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°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°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.



Permitted Exceptions

1. All taxes and assessments not yet due and payable.
2. Easement, including the terms and conditions thereof, granted by instrument:
Recorded: September 16, 1981
Auditor's No.: 8109160003, records of Skagit County, Washington
In favor of: City of Burlington
For: Utilities including the right to cut and remove trees, billboard foundations, the digging of temporary wells, installation of pumps and piping and the temporary storage of excavation materials
Affects: East 50 feet
3. Provisions and conditions of amended and restated Declaration and Grant of Easement for ingress and egress:
Recorded: July 27, 1989
Auditor's No.: 8907270007, records of Skagit County, Washington
Affects: Said premises and other property
4. Provisions and conditions of Declaration and Grant of Storm Drainage Easement:
Recorded: July 21, 1989
Auditor's No.: 8907210038, records of Skagit County, Washington
Affects: Said premises and other property
5. Easement, including the terms and conditions thereof, granted by instrument:
Recorded: July 21, 1989
Auditor's No.: 8907210039, records of Skagit County, Washington
In favor of: Public Utility District No. 1 Skagit County
For: Water line easement
Affects: A 20 foot strip running East to West across the Southerly portion
6. Easement, including the terms and conditions thereof, granted by instrument:
Recorded: July 21, 1989
Auditor's No.: 8907210040, records of Skagit County, Washington
In favor of: Puget Sound Power & Light Company
For: Electric transmission and/or distribution line, together with necessary appurtenances
Affects: A 10 foot strip running East to West across the Southerly portion
7. Easement, including the terms and conditions thereof, granted by instrument:
Recorded: July 21, 1989



- Auditor's No.: 8907210041, records of Skagit County, Washington
In favor of: Cascade Natural Gas
For: Natural Gas Line
Affects: A strip running East to West across the Southerly portion
8. Easement, including the terms and conditions thereof, granted by instrument:
Recorded: July 21, 1989
Auditor's No.: 8907210042, records of Skagit County, Washington
In favor of: Contel of the Northwest
For: Telephone lines
Affects: A strip running East to West across the Southerly portion
9. Easement, including the terms and conditions thereof, granted by instrument:
Recorded: July 21, 1989
Auditor's No.: 8907210043, records of Skagit County, Washington
In favor of: TCI Cablevision of Washington
For: Cable TV Lines
Affects: A strip running East to West across the Southerly portion
10. Easement, including the terms and conditions thereof, granted by instrument:
Recorded: July 26, 1991
Auditor's No.: 9107260034, records of Skagit County, Washington
In favor of: Puget Sound Power & Light Company
For: Electric transmission and/or distribution line, together with necessary appurtenances
Affects: 20' x 40' portion located in the Southern part
11. Easement, including the terms and conditions thereof, granted by instrument:
By: Winmar Cascade, Inc.
And Between: Dayton Hudson Corporation
Recorded: August 1, 1991
Auditor's No.: 9108010068, records of Skagit County, Washington
Providing: Operation and Easement Agreement
Affects: All passage sidewalk, parking, utility, facilities, and driveway areas
12. Agreement, including the terms and conditions thereof, entered into:
By: Winmar Cascade, Inc.
And Between: Dayton Hudson Corporation
Recorded: October 23, 1991
Auditor's No.: 9110230042, records of Skagit County, Washington
Providing: Side Yard Agreement
13. Easement, including the terms and conditions thereof, granted by instrument:



Recorded: March 9, 1992
Auditor's No.: 9203090116, records of Skagit County, Washington
In favor of: Public Utility District No. 1 of Skagit County
For: Water pipe line
Affects: A 20 foot strip running Northwesterly across said premises

14. Notes as disclosed on the face of the unrecorded survey, dated February 5, 1999, prepared by Leonard, Boudinot and Skodje, Inc., under Job No. 98248:
- a) Flood Zone Note: This property is entirely within Flood Zone A7. The base flood elevation is 30 feet (NGVD 1929) Source: F E.M.A. firm map community panel No. 530153 0001 B, dated January 3, 1985.
 - b) Zoning Note: Existing zoning is C-1 (general commercial)
Setback: Minimum 0, Maximum 10 feet
Maximum Height: 45 feet
 - c) Portion of building is within PUD Easement
 - d) Store sewer lines to buildings for roof drains are not shown. They are buried and not locatable.
 - e) Cross court storm system draining onto Cascade Mall site.
 - f) Phone pedestal out of easement.
 - g) Vault partially out of easement.
 - h) The separation shown between buildings in some spots may be inaccurate due to the inaccessibility to precisely measure these separations.
 - i) Distance ties from property lines to building corners are at right angles to the property lines.
 - j) There is no visible nor apparent separation between building walls.
 - k) Building square footage includes the area between property line and Target building.
15. Easement delineated on the face of said unrecorded survey dated February 5, 1999:
For: Storm drain line
Affects: Various lines running across said premises
16. Easement delineated on the face of said unrecorded survey dated February 5, 1999:
For: Sanitary Sewer
Affects: A line running East to West
17. Unrecorded easement in favor of Cascade Natural Gas as disclosed by said unrecorded survey dated February 5, 1999:
Affects: Said premises and other property
18. Unrecorded easement in favor of Puget Sound Energy as disclosed by said unrecorded survey dated February 5, 1999:



Affects: Said premises and other property

19. A leasehold estate, upon and subject to all of the provisions therein contained, as created by that certain lease:

Dated: February 11, 1991

Recorded: July 24, 1991

Auditor's No.: 9107240054, records of Skagit County, Washington

Lessor: Winmar Cascade, Inc., a Washington corporation

Lessee: Zanner Hubert, Inc., a Washington corporation d/b/a Red Robin
Burger and Spirits Emporium

For a term of: 20 years, beginning February 11, 1991, and ending February 12, 2011

20. Assignment of Leases and Rents upon and subject to all of the provisions therein contained, given as security according to recitals contained therein:

Dated: February 18, 1999

Recorded: February 24, 1999

Auditor's No.: 9902240193, records of Skagit County, Washington

Executed by: Winmar Cascade, Inc., a Washington corporation as assignor

To: PPR Cross Court LLC, a Delaware limited liability company, as assignee

21. Encroachment by both commercial buildings appurtenant to said premises onto the 30 foot utility easement in favor of the City of Burlington, recorded on September 16, 1981, under Auditor's File No. 8109160003, records of Skagit County, Washington, by approximately 30 feet as delineated on said unrecorded survey dated February 5, 1999.

22. Encroachment by commercial building appurtenant to said premises onto the easement in favor of the Skagit Public Utility District, recorded on March 9, 1992, under Auditor's File No. 9203090116, records of Skagit County, Washington, by an undisclosed distance as delineated on said unrecorded survey dated February 5, 1999.

21. Encroachment of electrical vault and phone pedestal onto Parcel A as disclosed by said unrecorded survey dated February 5, 1999.

