

After Filing Return To:  
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1501 Fourth Avenue  
Seattle, Washington 98101-1688



200612260091  
Skagit County Auditor

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CHICAGO TITLE COMPANY  
B16387J

**THIRD AMENDMENT TO DEED OF TRUST**

**Grantor(s):**

1. HAGGEN, INC.

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

**Grantee(s):**

1. U.S. BANK NATIONAL ASSOCIATION, AS AGENT FOR LENDERS

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

**Abbreviated Legal Description (lot, block and plat name, or section-township-range):**

LOT 1, CITY OF MOUNT VERNON SHORT PLAT NO.  
MV-5-98; BEING PTN. NW, SEC. 21 T34N R4E W.M.

Additional legal description is on page \_\_\_\_\_ of document

**Assessor's Property Tax Parcel Account Number(s):** 340421-2-001-0006

**Reference Numbers of Documents Affected, Assigned or Released (if applicable):**

200007250103, 200107200062, 200305080253

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

**THIRD AMENDMENT TO DEED OF TRUST**

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This Third Amendment to Deed of Trust ("Amendment"), dated as of December 22, 2006, is made with respect to that certain Leasehold Deed of Trust, Assignment of Rents, Security Agreement and Fixture Filing dated May 26, 2000 and recorded July 26, 2000 under Skagit County Recording No. 200007250103 (including all previous amendments, "Deed of Trust"), by and between HAGGEN, INC., a Washington corporation, grantor in the Deed of Trust, U.S. BANK NATIONAL ASSOCIATION, in its capacity as Agent for Lenders.

**AGREEMENT**

NOW, THEREFORE, IT IS HEREBY AGREED AS FOLLOWS:

1. The Credit Agreement referred to in the Deed of Trust has been further amended by that certain Fourth Amended and Restated Credit Agreement of even date herewith. All references in the Deed of Trust to the "Credit Agreement" shall be to that certain Fourth Amended and Restated Credit Agreement dated as of December 22, 2006, among Borrower, Agent and Lenders, as hereafter amended, supplemented or otherwise modified from time to time.
2. As of the date hereof, the Credit Agreement provides for loans in the aggregate principal amount of up to \$70,000,000.
3. Except as set forth herein, all of the terms and conditions of the Deed of Trust, as amended, shall remain in full force and effect and are hereby ratified and affirmed.

EXECUTED as of the day and year first above written.

HAGGEN, INC.

By 

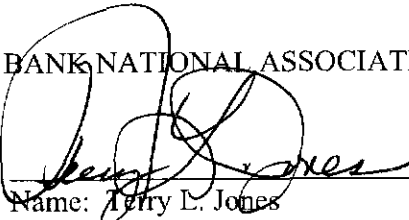
Name: Dale C. Henley  
Title: President and CEO 12/20/06



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U.S. BANK NATIONAL ASSOCIATION, as Agent

By



Name: Terry L. Jones

Title: Senior Vice President

*[The remainder of this page has been intentionally left blank]*

THIRD  
~~FOURTH~~ AMENDMENT TO DEED OF TRUST  
[ /SEA 1922997v1 0023784-000118 ] [Mt. Vernon]

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STATE OF WASHINGTON )  
 ) ss.  
COUNTY OF WHATCOM )

On this 21 day of DEC, 2006 before me, the undersigned, a Notary Public in and for the State of Washington, duly commissioned and sworn, personally appeared DALE C. HENLEY, to me known to be the person who signed as PRES. & CEO of HAGGEN, INC., the corporation that executed the within and foregoing instrument, and acknowledged said instrument to be the free and voluntary act and deed of said corporation for the uses and purposes therein mentioned, and on oath stated that he was duly elected, qualified and acting as said officer of the corporation, that he was authorized to execute said instrument and that the seal affixed, if any, is the corporate seal of said corporation.

IN WITNESS WHEREOF I have hereunto set my hand and official seal the day and year first above written.



Linda A. Fox  
(Signature of Notary)

LINDA A. FOX  
(Print or stamp name of Notary)

NOTARY PUBLIC in and for the State of Washington, residing at Blaine.  
My appointment expires: Nov. 10/2010.

THIRD  
~~FOURTH~~ AMENDMENT TO DEED OF TRUST  
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STATE OF WASHINGTON )  
 ) ss.  
COUNTY OF KING )

On this 22 day of DEC., 2006 before me, the undersigned, a Notary Public in and for the State of Washington, duly commissioned and sworn, personally appeared TERREN L. JONES, to me known to be the person who signed as the SR. VP. of U.S. BANK NATIONAL ASSOCIATION, the national banking association that executed the within and foregoing instrument in its capacity as Agent for Lenders, and acknowledged said instrument to be the free and voluntary act and deed of said national banking association for the uses and purposes therein mentioned; and on oath stated that SHE was duly elected, qualified and acting as said officer of the national banking association, that SHE was authorized to execute said instrument and that the seal affixed, if any, is the corporate seal of national banking association.

IN WITNESS WHEREOF I have hereunto set my hand and official seal the day and year first above written.



[Handwritten Signature]

(Signature of Notary)

BARB SCHARMAN

(Print or stamp name of Notary)

NOTARY PUBLIC in and for the State  
of Washington, residing at SEDMELWA  
My appointment expires: 5/13/08

