



200703130111

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When Recorded-Return To:

Brian E. Clark, Attorney
Skagit Law Group, PLLC
P. O. Box 336
Mount Vernon, WA 98273

DOCUMENT TITLE: *(or transactions contained therein)*

LICENSE FOR USE AND EXTENSION OF CONDUIT

GRANTORS: *(last name, first name and initials)*

1. **JBK INVESTMENTS, LLC**, a Washington limited liability company
2. **BOUSLOG INVESTMENTS, LLC**, a Washington limited liability company
3. **OWNERS' ASSOCIATION OF BAY RIDGE BUSINESS PARK**, a Washington non-profit corporation

☐ *Additional names on page _____ of document*

GRANTEE: *(Last name, first name and initials)*

BLACK ROCK CABLE, INC., a Nevada corporation

☐ *Additional names on page _____ of document*

ABBREVIATED LEGAL DESCRIPTION: (i.e., lot, block, plat or quarter, quarter, section, township and range):

Ptn of E1/2 of SE1/4, Sec. 34, T35N, R3E W.M.

☐ *Additional legal on page ___-1-___ of document*

ASSESSOR'S PARCEL/TAX I.D. NUMBER:

8065-000-001-0000; P125000

8065-000-003-0000; P125005

8065-000-002-0000; P125001

REFERENCE NUMBER(s) OF DOCUMENTS ASSIGNED OR RELEASED:

☐ *Additional reference numbers on page _____ of document*

LICENSE FOR USE AND EXTENSION OF CONDUIT

This License is given this 20th day of February, 2007, by and between **JBK INVESTMENTS, LLC**, a Washington limited liability company, and **BOUSLOG INVESTMENTS, LLC**, a Washington limited liability company, dba **BOUSLOG PROPERTIES**, and the **OWNERS' ASSOCIATION OF BAY RIDGE BUSINESS PARK**, a Washington non-profit corporation, hereinafter referred to collectively as "Licensor," and **BLACK ROCK CABLE, INC.**, a Nevada corporation, hereinafter referred to as "Licensee."

RECITALS

WHEREAS, Licensor is the owner of a conduit located in the utilities easement and/or dedicated public right of way on the easterly side of Bay Ridge Drive north of Peterson Road in Skagit County, State of Washington. The conduit benefits the Bay Ridge Business Park in which each of the Licensors currently hold an interest; and

WHEREAS, Licensee desires to install and maintain a fiber optic cable through Licensor's conduit for the benefit of the owners of real property in the Bay Ridge Business Park, including, but not limited to, Equilateral Holdings, LLC.

NOW, THEREFORE, Licensor and Licensee agree as follows:

1. License. Licensor hereby grants to Licensee, its agents, successors and assigns a non-exclusive license for the installation, operation and maintenance of all facilities necessary to provide cable communication service and related services ("Communication Facilities") through the existing conduit owned by Licensor as currently located within any utility easement and/or the public right of way on the easterly side of Bay Ridge Drive north of Peterson Road in Skagit County, State of Washington, for the benefit of the owners of real property in the Bay Ridge Business Park, including, but not limited to, Equilateral Holdings, LLC. Licensee further agrees as a condition of this License to extend the Communications Facilities through the easement area reserved and granted for utilities designated and shown on the face of the plat of the binding site plan creating Lots 4A, 4B and 4C of the Bay Ridge Business Park (existing Phase IV) and through the easement area on the proposed plat for the binding site plan to create future Lots 5A, 5B and 5C (future Phase V) as depicted in the site map attached hereto as Exhibit "A" and incorporated herein by this reference. Black Rock shall be solely responsible for the costs of installing its conduit, both labor and materials, from that point where the existing 4-inch conduit stops in the utilities ditch fronting Lot 4B northerly and around the terminus of Bay Ridge Drive to provide service to Lot 5C. Black Rock shall own exclusive right to the 2-inch conduit pipe installed at its expense during the term of this License. Upon termination of this License, the ownership of the conduit shall revert to the Licensors herein, their successors and assigns. The

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installation and extension of the Communications Facilities shall be coordinated with the site work of the Licensors for the extension of Bay Ridge Drive and the utilities to serve Phase V.

2. Term. This License shall be for a term of ten (10) years from the date of execution of this License and shall expire at the end of ten (10) years unless an extension is mutually agreed to by the parties in writing.

3. Non-Exclusive Use of Conduit; Notice. Licensor reserves the right to grant licenses or easements to use the existing conduit to other users so long as such use does not materially interfere with the License granted hereunder. Licensor shall give prior written notice to Licensee before granting any third party the right to use the conduit. If the Licensee fails to respond within ten (10) business days, it shall be deemed to have consented to the grant of the license to the third party. For purposes of notice, the addresses of Licensor and Licensee are as follows:

Licensor: Bouslog Properties
c/o John L. Bouslog
11190 Bayview-Edison Road
Mount Vernon, WA 98273

Owners' Association of Bay Ridge Business Park
c/o John L. Bouslog, President
11190 Bayview-Edison Road
Mount Vernon, WA 98273

Licensee: Black Rock Cable, Inc.
1512 Fairview Street
Bellingham, WA 98229

Any party may change its address for the purpose of receiving notices by sending a written change of address to the other party.

4. Termination. Upon the expiration or earlier termination of this License, at its expense Licensee shall remove all Communication Facilities from the conduit in a workmanlike manner and restore the property and conduit to the condition it was in prior to the installation of Licensee's Communication Facilities.

5. Representation of Licensee. Licensee represents that it is duly authorized by Skagit County as a franchisee to install and maintain fiber optic cable in public rights of way within Skagit County and shall be responsible for obtaining any consents or approvals from Skagit County required pursuant to this license.

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6. Indemnification. Licensee shall defend, indemnify and hold Licensor harmless from any and all claims, liens, costs or liabilities, including attorneys' fees, for damage to property or injury of persons resulting from Licensee's installation, maintenance and removal of Communication Facilities in the conduit, except for that which is attributable to the sole negligence or willful misconduct of Licensor, their employees, or agents.

7. Arbitration. If at any time during the term of this License any dispute, difference or disagreement shall arise upon or in respect of the License and the meaning and construction hereof, every such dispute, difference and disagreement shall be referred to a single arbitrator agreed upon by the disputing parties, or if no single arbitrator can be agreed upon, an arbitrator or arbitrators shall be selected in accordance with the rules of the American Arbitration Association and such dispute, difference or disagreement shall be settled by arbitration in accordance with the then prevailing commercial rules of the American Arbitration Association, and judgment upon the award rendered by the arbitrator may be entered in any court having jurisdiction thereof.

8. Governing Law; Venue. This License shall be construed under the laws of the State of Washington, and venue shall be in Skagit County, Washington.

IN WITNESS WHEREOF, this instrument has been executed the date first above written.

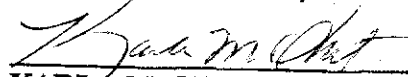
LICENSORS:

BOUSLOG INVESTMENTS, LLC


JOHN L. BOUSLOG,

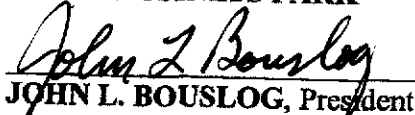
General Manager

JBK INVESTMENTS, LLC


KARLA M. OHRT,

General Manager

OWNERS' ASSOCIATION OF BAY
RIDGE BUSINESS PARK


JOHN L. BOUSLOG, President

LICENSEE:

BLACK ROCK CABLE, INC.


ROBERT WARSHAWER

Its: 

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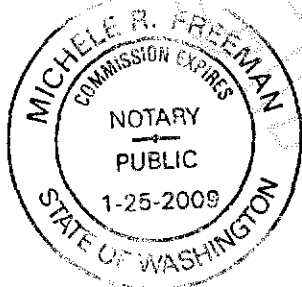
STATE OF WASHINGTON

COUNTY OF SKAGIT

SS.

I certify that I know or have satisfactory evidence that **JOHN L. BOUSLOG** 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 **General Manager** of **BOUSLOG INVESTMENTS, LLC**, to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

GIVEN UNDER MY HAND AND OFFICIAL SEAL this 28th day of February, 2007.



Michele R. Freeman
Printed Name Michele R. Freeman
NOTARY PUBLIC in and for the State of Washington
My Commission Expires January 25, 2009

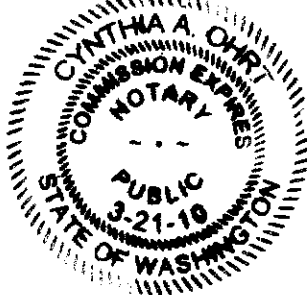
STATE OF WASHINGTON

COUNTY OF KING

SS.

I certify that I know or have satisfactory evidence that **KARLA M. OHRT** is the person who appeared before me, and said person acknowledged that she signed this instrument, on oath stated that she was authorized to execute the instrument and acknowledged it as the **General Manager** of **JBK INVESTMENTS, LLC**, to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

GIVEN UNDER MY HAND AND OFFICIAL SEAL this 26 day of February, 2007.



Cynthia A. Ohrt
Printed Name Cynthia A. Ohrt
NOTARY PUBLIC in and for the State of Washington
My Commission Expires 3/21/10

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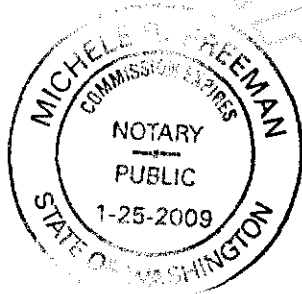
STATE OF WASHINGTON

COUNTY OF SKAGIT

SS.

I certify that I know or have satisfactory evidence that **JOHN L. BOUSLOG** is the person who appeared before me, and said person acknowledged that he/she signed this instrument, on oath stated that he/she was authorized to execute the instrument and acknowledged it as the **President** of the **OWNERS' ASSOCIATION OF BAY RIDGE BUSINESS PARK** to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

GIVEN UNDER MY HAND AND OFFICIAL SEAL this 28th day of February, 2007.



Printed Name Michele R. Freeman
NOTARY PUBLIC in and for the State of Washington
My Commission Expires January 25, 2009

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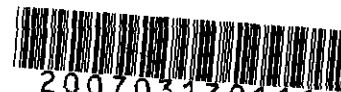
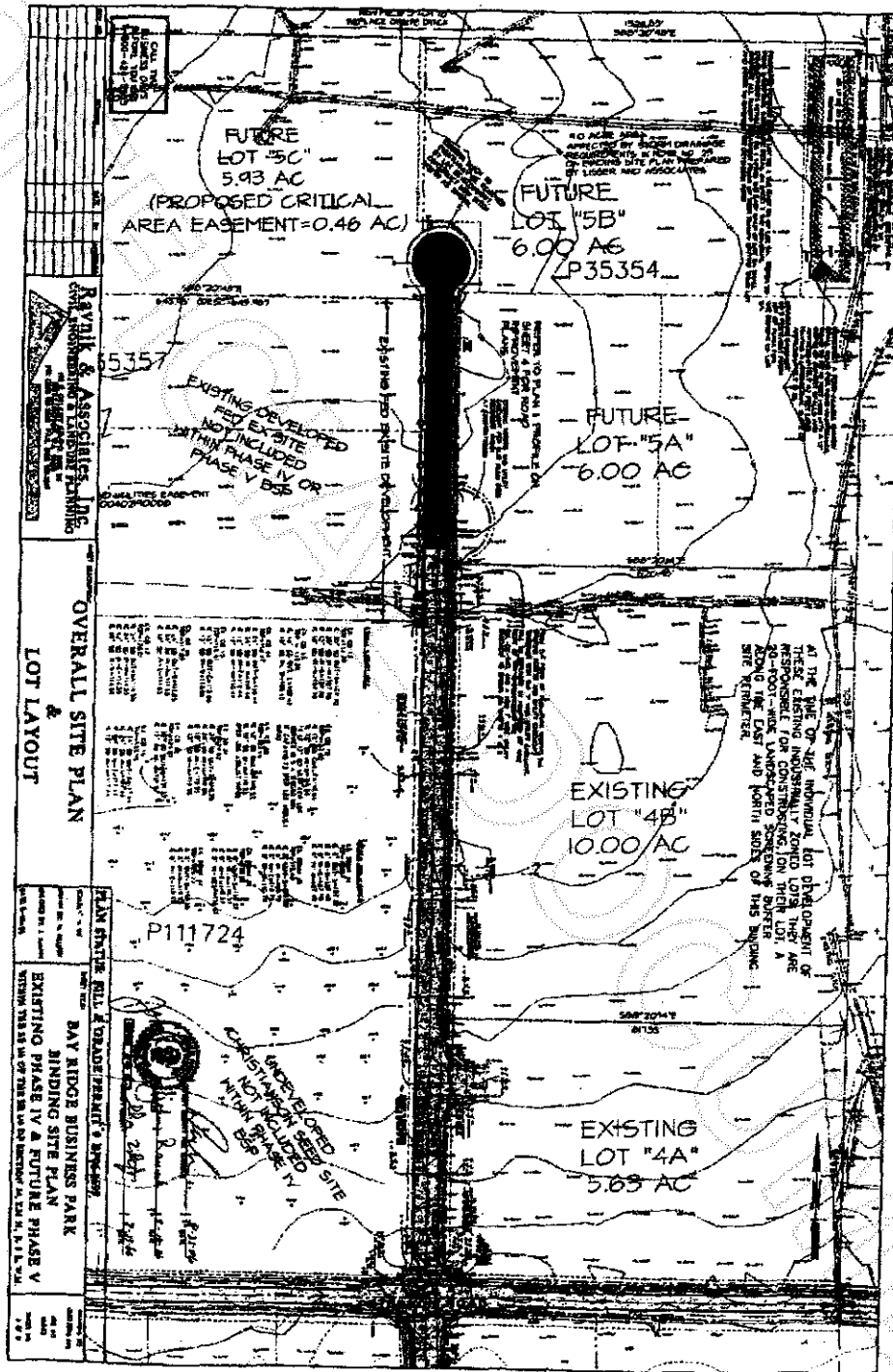
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EXHIBIT "A" (Site Map)



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