



200808140087

Skagit County Auditor

8/14/2008 Page

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5 3:48PM

After Recording Return To:

PORT OF SKAGIT COUNTY  
P.O. BOX 348  
BURLINGTON, WA 98233

**ASSIGNMENT OF LEASE AND CONSENT THERETO**

DATED THIS 12<sup>th</sup> DAY OF August 2008

Reference number(s) of document(s) assigned or released:

Assessor's Parcel/Tax ID Numbers: 8071-000-004-0000/P123356; 8071-000-007-0000/P123359;  
8071-000-008-0000/P123360; 8071-000-009-0000/P123361; 8071-000-010-0000/P123362

**A. RECITALS**

**WHEREAS**, the PORT OF SKAGIT COUNTY, a Washington municipal corporation, ("Lessor"), and MARTYN AVIATION, LLC., a Washington limited liability company, ("Lessee"), entered into a Lease Agreement, dated July 15, 2003 ("Initial Lease"), concerning property described as Lot 80 of the Amended Skagit Regional Airport Binding Site Plan, Phase I, recorded under Skagit County Auditor's File Number ~~2003004030~~, initially consisting of 73,152 square feet of land; and

\* 200303040030

**WHEREAS**, the parties entered into an Assignment to Lease with Consent Thereto, First Amendment Thereof and Partial Personal Guarantee, dated June 22, 2004, assigning the Initial Lease to BAYVIEW EXECUTIVE HANGARS, LLC, ("Lessee"), a Washington limited liability company ("Lessee"); and

**WHEREAS**, the Initial Lease was amended by a Second Amendment to Lease Agreement dated November 16, 2004; and

**WHEREAS**, the Initial Lease was amended by a Third Amendment to Lease Agreement dated February 21, 2006; and

**WHEREAS**, the parties entered into a Restated Lease Agreement, dated July 1, 2007;  
and

**WHEREAS**, the parties entered into a Restated Lease Agreement, dated September 1,  
2007; and

**WHEREAS**, the parties entered into a Restated Lease Agreement, dated October 1,  
2007; and

**WHEREAS**, the parties entered into a Restated Lease Agreement, dated March 1, 2008;  
and

**WHEREAS**, the parties entered into a Restated Lease Agreement, dated July 1, 2008;  
and

**NOW, THEREFORE, BASED ON THE FORGOING, THE PARTIES NOW ACT  
AND AGREE AS FOLLOWS:**

### **B. ASSIGNMENT**

FOR VALUE RECEIVED: (1) Assignor, hereby grants, bargains, sells, assigns, transfers and delivers unto Assignee, Assignor's interest in the Lease; and (2) Assignee hereby agrees to accept assignment of the Lease.

### **C. CONSENT**

Lessor hereby consents to the forgoing Assignment of the Lease subject to and contingent upon compliance with the following agreements and conditions:

1. Assignee hereby unconditionally: (a) assumes all of Assignor's obligations contained in the Lease; and (b) accepts, and agrees and covenants to comply with, and guarantees performance and fulfillment of, all the terms and conditions contained in the Lease.

2. Assignor hereby agrees to comply with all its financial obligations as Lessee incurred to the Lessor through the date of assignment or as thereafter may be determined to have been incurred prior to the date of assignment.

3. A determination by the Lessor, at its sole discretion, that: (a) Assignee is financially responsible to meet Lessee's financial obligations pursuant to the Lease.

4. The Assignee hereby agrees that all notices and payments hereunder may be delivered or mailed as set forth herein. If delivered by messenger, courier (including overnight air courier) or facsimile transmittal, the same shall be deemed delivered when received at the street addresses or facsimile numbers listed below. Lessor shall have no obligation to deliver

ASSIGNMENT OF LEASE WITH CONSENT THERETO  
ASSIGNOR: BAYVIEW EXECUTIVE HANGARS, LLC.  
ASSIGNEE: BT & D CONSTRUCTION COMPANY, INC.

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any notice to Assignor. All notices and payments mailed, whether sent by regular post or by certified or registered mail, shall be deemed to have been given on the second business day following the date of mailing, if properly mailed to the mailing addresses provided below, and shall be conclusive evidence of the date of mailing. The parties may designate new or additional addresses for mail or delivery by providing notice to the other party as provided in this section.

**To Lessor:** Street Address:  
Port of Skagit County  
15400 Airport Drive  
Burlington, WA 98233  
Phone No.: (360) 757-0011

Mailing Address:  
Port of Skagit County  
P. O. Box 348  
Burlington, WA 98233

**To Assignee:** Street Address:  
BT & D Construction Company, Inc.  
c/o Brian Hofferth, Registerd Agent  
5503 Vale Street  
Anacortes, WA 98221  
Phone No.: (360) 293-3654

Mailing Address:  
Same as Street Address

The signature of Assignor hereinafter made constitutes evidence of Assignor's acceptance of the terms and conditions herein stated as set forth in paragraph C above. The signature of the Assignee hereinafter made constitutes evidence of Assignee's acceptance of the terms and conditions herein stated and agreement to comply with the matters referenced in the paragraph C above and Assignee's guarantee of the performance and fulfillment of the obligations in the Lease.

**ASSIGNOR:**  
BAYVIEW EXECUTIVE HANGARS, LLC.

**ASSIGNEE:**  
BT&D CONSTRUCTION COMPANY,  
INC.

By: B. Hofferth

By: Brian Hofferth

Its: Manager

Its: President / Agent

Date: 8/6/08

Date: 8/6/08

ASSIGNMENT OF LEASE WITH CONSENT THERETO  
ASSIGNOR: BAYVIEW EXECUTIVE HANGARS, LLC.  
ASSIGNEE: BT & D CONSTRUCTION COMPANY, INC

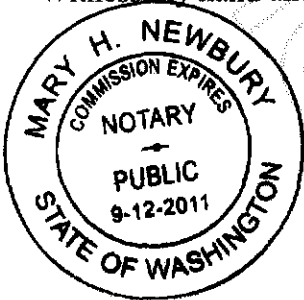


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STATE OF WASHINGTON )  
 ) ss.  
COUNTY OF SKAGIT )

On this 6 day of August 2008, before me, the undersigned, a Notary Public in and for the state of Washington, duly commissioned and sworn, personally appeared Brian Hofferth, to me known to be manager of Bayview Executive Hangars, LLC the limited liability company that executed the foregoing instrument, and acknowledged the 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 is authorized to execute the said instrument.

Witness my hand and official seal hereto affixed the say and year first above written.

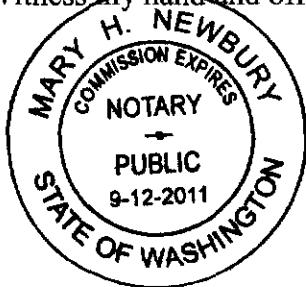


Mary H. Newbury  
Notary Public in and for the state of  
Washington, residing at Mt Vernon WA  
My commission expires: 9-12-2011  
Printed Name: MARY H. NEWBURY

STATE OF WASHINGTON )  
 ) ss.  
COUNTY OF SKAGIT )

On this 6 day of August, 2008, before me, the undersigned, a Notary Public in and for the state of Washington, duly commissioned and sworn, personally appeared Brian Hofferth to me known to be the agent of BT & D CONSTRUCTION COMPANY, INC that executed the foregoing instrument, and acknowledged the 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 they/he/she is/are authorized to execute the said instrument.

Witness my hand and official seal hereto affixed the say and year first above written.



Mary H. Newbury  
Notary Public in and for the state of  
Washington, residing at Mt Vernon, WA  
My commission expires: 9-12-2011  
Printed Name: MARY H. NEWBURY

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ASSIGNEE: BT & D CONSTRUCTION COMPANY, INC.



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**CONSENT TO ASSIGNMENT**

The Lessor hereby consents to the assignment of the above-referenced Lease, on the conditions hereinbefore set forth.

PORT OF SKAGIT COUNTY

Jerry Kaufman  
Jerry Kaufman, Commission President  
8/12/08

Kevin Ware  
Kevin Ware, Commission Secretary  
8/12/08

Date

Date

STATE OF WASHINGTON )

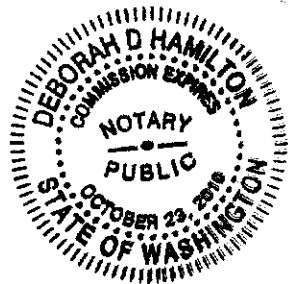
) ss.

COUNTY OF SKAGIT )

Amount Paid  
Skagit County  
\$  
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On this 12<sup>th</sup> day of August 2008 before me, the undersigned, a Notary Public in and for the state of Washington, duly commissioned and sworn, personally appeared Jerry Kaufman and Kevin Ware, to me known to be the president and secretary, respectively of the Port Commission of the Port of Skagit County, a municipal corporation, the corporation that executed the foregoing instrument, and acknowledged the 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 they are authorized to execute the said instrument.

Witness my hand and official seal hereto affixed the day and year first above written.



Deborah D Hamilton  
Notary Public in and for the state of  
Washington, residing at Burlington, WA  
My commission expires: 10-23-10

Printed Name: Deborah D Hamilton

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ASSIGNEE: BT & D CONSTRUCTION COMPANY, INC.

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