

RECORDING REQUESTED BY,  
AND WHEN RECORDED, MAIL TO:

BANK OF THE WEST  
Doc-North  
6873 N. West Avenue, Suite 102  
Fresno, CA 93711  
ATTN: COLLATERAL UNIT (Nursery/Greenhouse ABC)



200809100078

Skagit County Auditor

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**FIRST AMENDMENT TO DEED OF TRUST (NON-CONSTRUCTION), SECURITY  
AGREEMENT AND FIXTURE FILING WITH ASSIGNMENT OF RENTS**

GRANTOR/TRUSTOR:

CHICAGO TITLE CO. 1Q B3113

Skagit RESPE LLC

**ACCOMMODATION RECORDING**

TRUSTEE:

Chicago Title Insurance Company

Chicago Title Company has placed  
this document for recording as a  
customer courtesy and accepts no  
liability for its accuracy or validity

GRANTEE/ASSIGNEE/BENEFICIARY:

Bank of the West

LEGAL DESCRIPTION: See attached Exhibit A Pm. NW NW 32-34-4

Assessor's Parcel Numbers: P106105, P106106, P21493, P21495, P21740, P29385, P29522,  
P29524, P29527, P29539, P29541, and P29545

This First Amendment to Deed of Trust (Non-Construction), Security Agreement and Fixture Filing With Assignment of Rents (this "First Amendment") is made and dated as of July 31, 2008, by and among SKAGIT RESPE LLC, a Washington limited liability company (the "TRUSTOR"), Chicago Title Insurance Company ("TRUSTEE"), and BANK OF THE WEST, a California corporation ("BENEFICIARY").

**RECITALS**

- A. On July 1, 2008, that certain Deed of Trust (Non-Construction) Security Agreement and Fixture Filing With Assignment of Rents among TRUSTOR, TRUSTEE and BENEFICIARY (the "Deed of Trust") was recorded in the real property records of Skagit County in the State of Washington as Instrument No. 200807010070.
- B. Following recordation, the following two errors were discovered in the Deed of Trust: (i) in the first full paragraph on page 1 of the Deed of Trust, the Trustee was incorrectly identified as Transnation Title Insurance; and (ii) in numbered Section 1(a) on page 2 of the Deed of Trust, the aggregate principal amount of the indebtedness secured by the Deed of Trust was incorrectly identified as \$5,665,000.

- C. This First Amendment is being entered into and recorded by the Trustor to correct the aforementioned errors in the Deed of Trust.

**WITNESSETH**

1. The first full paragraph on page 1 of the Deed of Trust is hereby deleted in its entirety and the following paragraph is hereby inserted in its place:

“THIS DEED OF TRUST is made and dated as of June 30, 2008, by and between SKAGIT RESPE LLC (the “TRUSTOR”), CHICAGO TITLE INSURANCE COMPANY (“TRUSTEE”), and BANK OF THE WEST, a California corporation (“BENEFICIARY”).”

2. Numbered Section 1(a) on page 2 of the Deed of Trust is hereby deleted in its entirety and the following language is hereby inserted in its place:

“(a) Payment of an indebtedness in the aggregate principal amount of \$5,655,000.00 as evidenced by a Credit Agreement dated as of June 30, 2008 between SKAGIT REAL ESTATE HOLDINGS, LLC, TRUSTOR and BENEFICIARY (herein referred to as the “Note”), and any and all amendments, modifications, extensions or renewals of the Note (whether evidenced by the Note or otherwise); together with the payment of interest on such indebtedness and the payment of all other sums (with interest as therein provided) according to the terms of the Note (and any and all amendments, modifications, extensions, or renewals thereof);”

3. With the exception of the aforementioned modifications to the Deed of Trust, the Deed of Trust remains in full force and effect without modification and is accorded the same priority as when originally recorded.

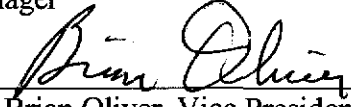
IN WITNESS WHEREOF, this First Amendment is executed as of the date first hereinabove written.

**TRUSTOR:**

**SKAGIT RESPE LLC**

**By: SKAGIT REAL ESTATE HOLDINGS, LLC,**  
Its sole member

**By: SKAGIT GARDENS, INC., (f/k/a Skagit Acquisition Corp.)**  
Its Manager

By:   
Brian Oliver, Vice President  
of Skagit Gardens Inc



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Skagit County Auditor

STATE OF OREGON                    )  
  ) ss.  
County of Multnomah                )

This instrument was acknowledged before me on 8/29, 2008, by Brian Oliver as Vice President of Skagit Gardens, Inc., the manager of Skagit Real Estate Holdings, LLC, the sole member of Skagit RESPE LLC.

Lesli R Miller  
Notary Public for Oregon  
My Commission Expires 2/25/09



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Skagit County Auditor

**EXHIBIT "A"**

**DESCRIPTION OF REAL PROPERTY**

All that real property located in the County of Skagit, State of Washington, legally described as follows:

**PARCEL A:**

The North 165 feet of the Southwest Quarter of the Northwest Quarter of Section 32, Township 34 North, Range 4 East of the Willamette Meridian;

EXCEPT roads;

AND EXCEPT the South 45 feet of the West 120 feet thereof lying East of the former U.S. Highway 99;

AND ALSO EXCEPT all that portion thereof lying East of a line 295 feet West of Drainage Ditch No. 17.

Situated in Skagit County, Washington

**PARCELS B and C:**

That portion of the North 165 feet of the Southwest Quarter of the Northwest Quarter of Section 32, Township 34 North, Range 4 East of the Willamette Meridian, lying East of the drainage ditch of Drainage District No. 17;

Also the East 60 feet of that portion of the North 165 feet of the Southwest Quarter of the Northwest Quarter of said Section 32, lying West of aforesaid drainage ditch;

AND EXCEPT that portion of said premises conveyed to the State of Washington for Primary State Highway No. 1, by deed recorded March 12, 1972, under Auditor's File No. 764259, records of Skagit County, Washington.

TOGETHER WITH a non-exclusive easement for ingress and egress over and across the North 16.5 feet of said Southwest Quarter of the Northwest Quarter lying West of a point 60 feet West of aforesaid drainage ditch and East of Old Highway 99.

Situated in Skagit County, Washington.

continued.....



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**EXHIBIT 'A' continued:**

**PARCEL D:**

That portion of the Southwest Quarter of the Northwest Quarter of Section 32, Township 34 North, Range 4 East of the Willamette Meridian, described as follows:

Beginning at the intersection of the North line of said subdivision with a point 60 feet West of the West line of the drainage ditch of Drainage District No. 17;  
Thence South 165 feet;  
Thence West 235 feet;  
Thence North 165 feet;  
Thence East 235 feet to the point of beginning.

Situated in Skagit County, Washington

**PARCEL E:**

That portion of the North Half of the South Half of the Northwest Quarter of the Northwest Quarter of Section 32, Township 34 North, Range 4 East of the Willamette Meridian, described as follows:

Beginning at a point on the South line of said North Half of the South Half of the Northwest Quarter of the Northwest Quarter, 30 feet East of the Southwest corner thereof, said point being the East line of the State Highway "99" right of way, as said highway existed on January 7, 1954;  
Thence East along the South line of said North Half of the South Half of the Northwest Quarter of the Northwest Quarter, 188 feet;  
Thence North parallel with the West line of said subdivision 200 feet;  
Thence West 188 feet to the East line of said State Highway right of way;  
Thence South along the East line of said highway right of way, 200 feet to the point of beginning;

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**EXHIBIT 'A' continued:**

TOGETHER WITH that portion of the North Half of the South Half of the Northwest Quarter of the Northwest Quarter of Section 32, Township 34 North, Range 4 East of the Willamette Meridian, described as follows:

Beginning a point on the South line of said North Half of the South Half of said Northwest Quarter of the Northwest Quarter, 30 feet East of the Southwest corner thereof, said point being on the East line of the State Highway 99 right of way, as said highway existed on January 7, 1954;

Thence North along the East line of said State Highway right of way, 200 feet;

Thence East 144 feet to the true point of beginning;

Thence continue East 44 feet;

Thence North parallel to the West line of said Northwest Quarter, 8.0 feet;

Thence West 44 feet;

Thence South 8.0 feet to the true point of beginning;

EXCEPT the North 6.13 feet thereof;

AND ALSO TOGETHER WITH the following described parcel:

The South 1.87 feet of the West 144.00 feet of that portion of the North Half of the South Half of the Northwest Quarter of the Northwest Quarter of Section 32, Township 34 North, Range 4 East of the Willamette Meridian, described as follows:

Beginning at a point on the East line of the State Highway, 200 feet North of the South line of said North Half of the South Half of the Northwest Quarter of the Northwest Quarter of said Section 32;

Thence East 144 feet;

Thence North parallel to the West line of said Northwest Quarter of the Northwest Quarter, 8 feet;

Thence East 44 feet, more or less, to a line which is distant 218 feet East of and parallel to the West line of said Northwest Quarter of the Northwest Quarter;

Thence North along said parallel line 122 feet, more or less, to the North line of said North Half of the South Half of the Northwest Quarter of the Northwest Quarter;

Thence West along said North line 188 feet, more or less, to the East line of said State Highway;

Thence South along said East line 130 feet to the point of beginning.

Situated in Skagit County, Washington

continued.....



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**EXHIBIT 'A' continued:**

**PARCEL F:**

The North Half of the South Half of the Northwest Quarter of the Northwest Quarter of Section 32, Township 34 North, Range 4 East of the Willamette Meridian;

EXCEPT the West 218 feet thereof;

AND EXCEPT that portion thereof conveyed to the State of Washington for highway purposes by deed dated January 29, 1953 and recorded February 12, 1953, under Auditor's File No. 485836, records of Skagit County, Washington and deed recorded December 21, 1971, under Auditor's File No. 762101, records of Skagit County, Washington;

Situated in Skagit County, Washington

**PARCEL G:**

The South 330 feet of the Northwest Quarter of the Northwest Quarter of Section 32, Township 34 North, Range 4 East of the Willamette Meridian;

AND EXCEPT Old State Highway 99 along the West line thereof;

AND ALSO EXCEPT that portion conveyed to the State of Washington for Primary State Highway No. 1 along the East line thereof, by deed dated February 3, 1953, recorded March 12, 1953, under Auditor's File No. 485839, records of Skagit County, Washington;

AND ALSO EXCEPT that portion, if any, lying within the North Half of the South Half of the Northwest Quarter of the Northwest Quarter;

AND ALSO EXCEPT that portion thereof condemned by the State of Washington for highway purposes in Skagit County Superior Court Cause No. 33040.

Situated in Skagit County, Washington

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**EXHIBIT 'A' continued:**

**PARCEL H and I:**

Lots 2 and 3 of SKAGIT COUNTY SHORT PLAT NO. 94-033, approved September 26, 1944 and recorded September 30, 1997, in Volume 11 of Short Plats, pages 121 and 122, under Auditor's File No. 9409300084, records of Skagit County, Washington; being a portion of the North Half of the Northwest Quarter of the Northwest Quarter of Section 32, Township 34 North, Range 4 East of the Willamette Meridian.

Situated in Skagit County, Washington

**PARCEL J and L:**

Government Lot 7 of Section 12, Township 34 North, Range 3 East of the Willamette Meridian, and a tract of land in the Northeast Quarter of the Northeast Quarter of Section 13, Township 34 North, Range 3 East of the Willamette Meridian, described as follows:

Beginning at the Northeast corner of said Section 13;

Thence South 83°31' West along the North line of said Section 13, a distance of 1,273.6 feet, more or less, to the Northwest corner of the Northeast Quarter of the Northeast Quarter of said Section 13;

Thence South along the West line of said Northeast Quarter of the Northeast Quarter, a distance of 160.6 feet;

Thence South 89°33' East, a distance of 1,275 feet, more or less, to the East line of said Section 13;

Thence North along the East line of said Section, a distance of 314.8 feet, more or less, to the point of beginning;

EXCEPT the East 40 feet of that portion of the subject property lying within Government Lot 7 in Section 12, Township 34 North, Range 3 East of the Willamette Meridian and as conveyed to Skagit County for road purposes by deed recorded April 5, 1911, in Volume 83 of Deeds, page 536;

AND EXCEPT the East 40 feet of that portion of the subject property lying within Section 13, Township 34 North, Range 3 East of the Willamette Meridian, as conveyed to John Krangness by deed recorded April 4, 1924, in Volume 132 of Deeds, page 576;

AND ALSO EXCEPT the North 2 acres of the West 10 acres of the remainder.

Situated in Skagit County, Washington

continued.....



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**EXHIBIT 'A' continued:**

**PARCEL K:**

That portion of Government Lot 6, Section 12, Township 34 North, Range 3 East of the Willamette Meridian, described as follows:

Beginning at the Southwest corner of said Lot;

Thence North 83°40'02" East 1,193.75 feet along the South line of said Section 12, to a point that is South 83°40'02" West 1,285.18 feet from the Southeast corner of said Section 12 said point being the true point of beginning;

Thence North 0°19'30" West 204.05 feet;

Thence South 88°38'19" East 48.51 feet to the East line of said Lot;

Thence South 0°33'18" West 197.86 feet along said East line to the Southeast corner thereof;

Thence South 83°40'02" West 45.71 feet along said South line to the true point of beginning;

Being a portion of Lot 2, Short Plat No. 79-80, recorded in Volume 5 of Short Plats, page 125, under Skagit County Auditor's File No. 8109110008, records of Skagit County, Washington.

Situated in Skagit County, Washington

- END OF EXHIBIT 'A' -



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