



200906250133

Skagit County Auditor

6/25/2009 Page

1 of

8 1:30PM

AFTER RECORDING MAIL TO:Name SILICON VALLEY BANKAddress 3063 TASMAN DRIVECity / State SANTA CLARA, CA 95054**Document Title(s):** (or transactions contained therein)

1. FIRST MODIFICATION TO DEED OF TRUST,
2. SECURITY AGREEMENT
3. ASSIGNMENT OF RENTS
4. FIXTURE FILING

Reference Number(s) of Documents assigned or released:200310220188☐ Additional numbers on page _____ of document**Grantor(s):** (Last name first, then first name and initials)

1. VENDORI ISLAND, LLC
- 2.
- 3.
- 4.

5. ☐ Additional names on page _____ of document**Grantee(s):** (Last name first, then first name and initials)

1. SILICON VALLEY BANK
- 2.
- 3.
- 4.

5. ☐ Additional names on page _____ of document**Abbreviated Legal Description as follows:** (i.e. lot/block/plat or section/township/range/quarter/quarter)☐ Complete legal description is on page _____ of document**Assessor's Property Tax Parcel / Account Number(s):****GUARDIAN NORTHWEST TITLE CO.****ACCOMMODATION RECORDING ONLY**97653

NOTE: The auditor/recorder will rely on the information on the form. The staff will not read the document to verify the accuracy or completeness of the indexing information provided herein.

Recordation Requested by:

Silicon Valley Bank
3003 Tasman Drive
Santa Clara, CA 95054

When recorded mail to:

Silicon Valley Bank
3003 Tasman Drive
Santa Clara, CA 95054
Attn: AMD Loans
Mail Sort HF 150

**FIRST MODIFICATION TO DEED OF TRUST, SECURITY AGREEMENT, ASSIGNMENT OF RENTS AND
FIXTURE FILING**

This Modification to Deed of Trust, Security Agreement, Assignment of Rents and Fixture Filing (this "Modification") is dated June 16, 2009 by and among VENDОВI ISLAND, L.L.C., a Washington Limited Liability Company (referred to below as "Grantor") and Silicon Valley Bank (referred to below as "Beneficiary").

RECITALS

A. Whereas, Beneficiary has heretofore made a loan to Fluke Capital & Management Services Company, a Limited Partnership (the "Borrower") evidenced by that certain Loan and Security Agreement dated August 22, 2003 in the amount of Eight Million and 00/100 Dollars (\$8,000,000.00) (the "Loan Agreement").

B. Whereas, as security for the Loan Agreement, among other documents, Grantor, Borrower and Beneficiary have entered into a Deed of Trust, Security Agreement, Assignment of Rents and Fixture Filing, dated August 22, 2003, recorded October 22, 2003, as Instrument Number 2003-10220188 in the official records of Skagit County, State of Washington (the "Deed of Trust").

C. Whereas, the Deed of Trust encumbers certain real property (the "Real Property") located in Vendovi Island, Skagit County, State of Washington more particularly described on Exhibit "A" attached hereto.

The Real Property is commonly known as 216.9 Acre Vendovi Island, Skagit County, WA

D. Whereas, Borrower and Beneficiary entered into a Fourth Amendment to Loan and Security Agreement dated September 5, 2006 ("2006 Loan Modification Agreement"), pursuant to which, among other things, the Committed Revolving Line of the Loan Agreement was decreased to \$1,000,000.00.

E. Whereas, Grantor, Borrower and Beneficiary desire to modify the terms of the Deed of Trust therein.

F. Whereas, Grantor and Beneficiary desire to confirm that the Deed of Trust shall continue to secure Borrower's Obligations under the Deed of Trust, Security Agreement, Assignment of Rents and Fixture Filing.

NOW, THEREFORE, the parties agree as follows:

AGREEMENT

1. Modifications to Deed of Trust.

A. The Committed Revolving Line secured by the Deed of Trust is and has been since September 5, 2006 is \$1,000,000.00.

B. Grantor and Beneficiary agree herein that the Deed of Trust shall continue to secure Borrower's Obligations under the Agreement, as modified.



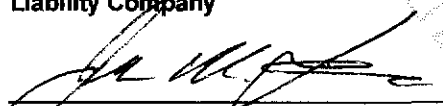
200906250133
Skagit County Auditor

CONTINUING VALIDITY. Except as expressly modified above, the terms of the original Deed of Trust shall remain unchanged and in full force and effect. Consent by Beneficiary to this Modification does not waive Beneficiary's right to strict performance of the Deed of Trust as changed, nor obligate Beneficiary to make any future modifications. Nothing in this Modification will constitute a satisfaction of the obligation(s). It is the intention of Beneficiary to retain as liable parties all makers and endorsers of the original agreement and obligation(s), including accommodation parties, unless a party is expressly released by Beneficiary in writing. Any maker or endorser, including accommodation makers, will not be released by virtue of this Agreement. This waiver applies not only to any initial modification, but also to all such subsequent actions. Grantor affirms that it has no defenses against any obligations incurred by the Deed of Trust. Grantor affirms it has no defenses against any obligations to pay the indebtedness under the Deed of Trust. This Modification, together with all of the loan documents and any other documents and instruments executed in connection with the loan documents, constitutes an entire agreement of the parties with respect to the subject matter hereof, and supersedes all prior agreements and negotiation.

PRIOR TO SIGNING THIS AGREEMENT, EACH GRANTOR HAS READ AND UNDERSTOOD ALL THE PROVISIONS OF THIS MODIFICATION. GRANTOR(S) AGREE TO THE TERMS OF THE MODIFICATION AND ACKNOWLEDGE RECEIPT OF A COMPLETED COPY OF THIS AGREEMENT.

GRANTOR

VENDOVI ISLAND, L.L.C., a Washington Limited Liability Company



John M. Fluke, Jr., as Trustee UTA dated 12/30/76, its Member


David L. Fluke, as Trustee UTA dated 12/30/76, its Member


Virginia Fluke Gabelein, as Trustee UTA dated 12/30/76, its Member

BENEFICIARY

SILICON VALLEY BANK

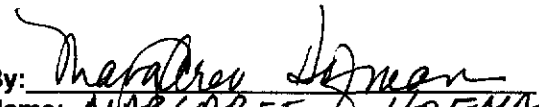
By: 
Name: CYNTHIA L. KOLSCH
Title: SVP

ACKNOWLEDGED:

BORROWER:

By: Fluke Capital & Management Services Company, a Limited Partnership,
A Washington limited partnership, its Member

By: Fluke Management Corporation, a Washington corporation, its General Partner

By: 
Name: MARGARET HOFMAN
Title: PRESIDENT




ALL-PURPOSE ACKNOWLEDGMENT

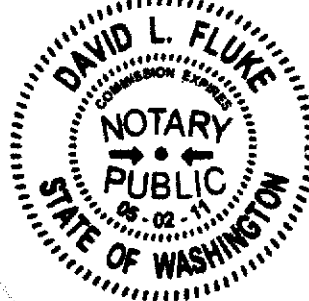
State of WASHINGTON
County of KING

On JUNE 22 2009 before me, DAVID L. FLUKE personally appeared
JOHN M. FLUKE, JR

☒ personally known to me or
☐ proved to me satisfactory evidence to the person(s) whose name(s) is/are subscribed to within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signatures(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

Witness my hand and official seal.


Signature of Notary DAVID L. FLUKE



CAPACITY CLAIMED BY SIGNER

- ☐ Individual
☐ Corporate Officer, Title _____
☐ Partner(s)
☐ Attorney-In-Fact
☒ Trustee(s)
☐ Subscribing Witness
☐ Guardian/Conservator
☐ Other: _____

SIGNER IS REPRESENTING:

Name of person(s) or entity(ies)



ALL-PURPOSE ACKNOWLEDGMENT

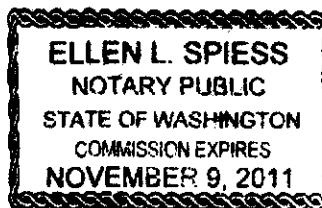
State of WASHINGTON
County of KING

On June 22, 2009 before me, Ellen L Spiess personally appeared
David L Fluke

☒ personally known to me or
☐ proved to me satisfactory evidence to the person(s) whose name(s) is/are subscribed to within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signatures(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

Witness my hand and official seal.

Ellen L Spiess
Signature of Notary



CAPACITY CLAIMED BY SIGNER

- ☐ Individual
☐ Corporate Officer, Title _____
☐ Partner(s)
☐ Attorney-In-Fact
☒ Trustee(s)
☐ Subscribing Witness
☐ Guardian/Conservator
☐ Other: _____

SIGNER IS REPRESENTING:

Name of person(s) or entity(ies)



200906250133
Skagit County Auditor

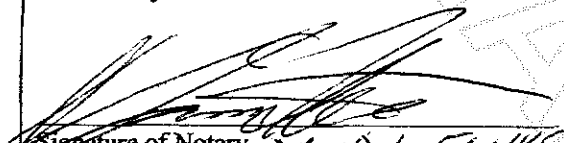
ALL-PURPOSE ACKNOWLEDGMENT

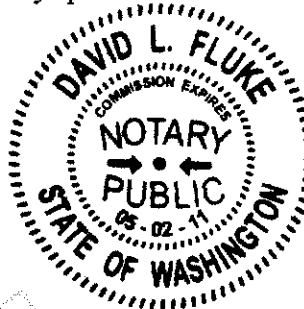
State of WASHINGTON
County of KING

On JUNE 19 2006 before me, DAVID L FLUKE personally appeared
VIRGINIA FLUKE GABELEIN

☒ personally known to me or
☐ proved to me satisfactory evidence to the person(s) whose name(s) is/are subscribed to within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signatures(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

Witness my hand and official seal.


Signature of Notary DAVID L FLUKE



CAPACITY CLAIMED BY SIGNER

- ☐ Individual
☐ Corporate Officer, Title _____
☐ Partner(s)
☐ Attorney-In-Fact
☒ Trustee(s)
☐ Subscribing Witness
☐ Guardian/Conservator
☐ Other: _____

SIGNER IS REPRESENTING:

Name of person(s) or entity(ies)



200906250133
Skagit County Auditor

ALL-PURPOSE ACKNOWLEDGMENT

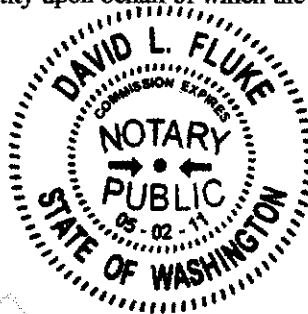
State of WASHINGTON
County of KING

On JUNE 19, 2009 before me, DAVID L. FLUKE personally appeared
MARGARET HOFMAN

☐ personally known to me or
☐ proved to me satisfactory evidence to the person(s) whose name(s) is/are subscribed to within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signatures(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

Witness my hand and official seal.


Signature of Notary



CAPACITY CLAIMED BY SIGNER

- ☐ Individual
☒ Corporate Officer, Title PRESIDENT
☐ Partner(s)
☐ Attorney-In-Fact
☐ Trustee(s)
☐ Subscribing Witness
☐ Guardian/Conservator
☐ Other: _____

SIGNER IS REPRESENTING:

Name of person(s) or entity(ies)



200906250133
Skagit County Auditor

6/25/2009 Page

7 of

8 1:30PM

ALL-PURPOSE ACKNOWLEDGMENT

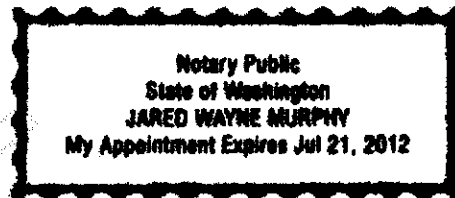
State of WA
County of King

On 6/24/2009 before me, Jared Wayne Murphy personally appeared
Cynthia L. Korbac

☒ personally known to me or
☐ proved to me satisfactory evidence to the person(s) whose name(s) is/are subscribed to within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

Witness my hand and official seal.

Jared Wayne Murphy
Signature of Notary



CAPACITY CLAIMED BY SIGNER

- ☐ Individual
☒ Corporate Officer, Title SVP
☐ Partner(s)
☐ Attorney-In-Fact
☐ Trustee(s)
☐ Subscribing Witness
☐ Guardian/Conservator
☐ Other: _____

SIGNER IS REPRESENTING:

Name of person(s) or entity(ies)

