

After Recording Mail To:

U.S. Bank National Association
1420 Fifth Avenue, 11th Floor
Seattle, WA 98101
Attention: Byron Richards



200906260100

Skagit County Auditor

6/26/2009 Page 1 of 5 4:03PM

CHICAGO TITLE CO.

1C44684

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

Coversheet Recording Information:

RECORDING NUMBER OF DOCUMENT AMENDED: 200803190107

GRANTOR: WOOD REALTY, LLC, a Washington limited
liability company

GRANTEE
(Beneficiary): U.S. BANK NATIONAL ASSOCIATION

GRANTEE (Trustee): U.S. BANK TRUST COMPANY, NATIONAL
ASSOCIATION

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

THIS FIRST AMENDMENT TO DEED OF TRUST, SECURITY AGREEMENT, ASSIGNMENT OF LEASES AND RENTS AND FIXTURE FILING (this "Amendment"), dated as of June 2, 2009, is made with respect to that certain Deed of Trust, Assignment of Rents and Leases, Security Agreement and Fixture Filing recorded March 19, 2008, under Skagit County Recording No. 200803190107 (as amended, the "Deed of Trust"), granted by WOOD REALTY, LLC, a Washington limited liability company, as Grantor, to U.S. BANK TRUST COMPANY, NATIONAL ASSOCIATION, as Trustee, for the benefit of U.S. BANK NATIONAL ASSOCIATION, as Beneficiary.

AGREEMENT

IT IS HEREBY AGREED AS FOLLOWS:

1. The Deed of Trust is hereby amended to reflect that the Reimbursement Agreement has been amended by that certain Second Amendment to Reimbursement Agreement of even date herewith.

2. Section 3.12(b) of the Deed of Trust is deleted in its entirety and replaced with the following:

(b) It shall constitute an Event of Default under this Deed of Trust if there occurs any change in (i) if Grantor is a corporation, less than 51 percent of the stock of Grantor is owned by the owners thereof as of June 2, 2009, (ii) if Grantor is a limited liability company, less than 51 percent of the membership interests of Grantor is owned by the owners thereof as of June 2, 2009, (iii) if Grantor is a partnership, less than 51 percent of the partnership interests of Grantor is owned by the owners thereof as of June 2, 2009, (iv) if Grantor is another form of entity, less than 51 percent of the ownership interests or beneficial interests of Grantor is owned by the owners or beneficial owners thereof as of June 2, 2009, or (v) if less than 51 percent of the ownership or control of any stock, membership, any general partnership interest or any other beneficial interest in any corporation, limited liability company, partnership or other entity that has an ownership interest in Grantor is owned by owners thereof as of June 2, 2009. In such event, Beneficiary may, at its option, declare all obligations secured by this Deed of Trust plus accrued interest thereon immediately due and payable or, at its sole option, it may consent to said change in writing and may increase the fees and charges payable under the Reimbursement Agreement, increase the interest rate payable on the secured obligations and modify fees, charges, interest rates and financial and other covenants.



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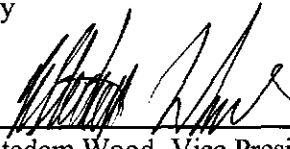
3. Except as provided herein, the Deed of Trust remains unmodified and the parties ratify and confirm all terms, covenants and provisions thereof.

4. This Amendment may be executed in one or more counterparts, each of which shall constitute an original agreement, but all of which together shall constitute one and the same agreement.

EXECUTED as of the day and year first above written.

WOOD REALTY, LLC, a Washington limited liability company

By


L. Stedem Wood, Vice President

U.S. BANK NATIONAL ASSOCIATION

By


Name: Byron Richards
Title: Senior Vice President

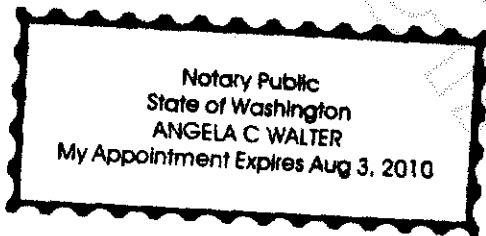


STATE OF WASHINGTON)

COUNTY OF King) ss.

I certify that I know or have satisfactory evidence that L. Stedem Wood 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 Vice President of WOOD REALTY, LLC, a Washington limited liability company, to be the free and voluntary act of such parties for the uses and purposes mentioned in the instrument.

Dated: 06-05-09



Angela C. Walter
Notary Public of Washington
Residing at Seattle
My appointment expires: 08-03-2010

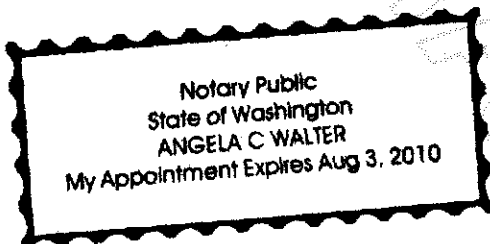


200906260100
Skagit County Auditor

STATE OF WASHINGTON)
) ss.
COUNTY OF KING)

On this 5 day of May, 2009, before me, the undersigned, a Notary Public in and for the State of Washington, duly commissioned and sworn, personally appeared Byron Richards, to me known to be the person who signed as Senior Vice President of U.S. BANK NATIONAL ASSOCIATION, the national banking association that executed the within and foregoing instrument, 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 he was authorized to execute said instrument on behalf of the national banking association.

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



Angela C. Walter
(Signature of Notary)
Angela C. Walter
(Print or stamp name of Notary)
NOTARY PUBLIC in and for the State
of Washington, residing at Seattle
My appointment expires: 08-03-2010

