


After Filing Return To:
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201501130073
Skagit County Auditor \$81.00
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MEMORANDUM OF LEASE AND SUBLEASE TERMINATION

Grantors: Associated Grocers, Incorporated
The Markets, LLC
Thrifty Properties of Anacortes, LLC

Grantees: Associated Grocers, Incorporated
The Markets, LLC
Thrifty Properties of Anacortes, LLC

Abbreviated Legal Description (lot, block and plat name, or section-township-range):

Ptn of Gov. Lots 1 and 2, Section 19, Township 35 North, Range 2 East, W.M., Skagit
County, Washington

Additional legal description is on Exhibit A of document

Assessor's Property Tax Parcel Account Number(s): 350219-0-002-0004; 350219-0-022-0000

Reference Numbers of Documents Terminated: 9806120088

MEMORANDUM OF LEASE AND SUBLEASE TERMINATION

This MEMORANDUM OF LEASE AND SUBLEASE TERMINATION (this "Memorandum") is entered into effective as of January 1, 2015 (the "Effective Date") by and between **THRIFTY PROPERTIES OF ANACORTES, LLC**, a Washington limited liability company ("Landlord"), as successor in interest to **THRIFTY PROPERTIES OF ANACORTES**, a Washington general partnership, **ASSOCIATED GROCERS, INCORPORATED**, a dissolved Washington corporation ("AG"), and **THE MARKETS, LLC**, a Washington limited liability company formerly known as Brown & Cole Stores, LLC ("The Markets").

A. Landlord and AG are parties to that certain Shopping Center Lease dated as of March 9, 1998, a memorandum of which was recorded under Skagit County, Washington Recording No. 9806120088 (collectively the "Lease"), pursuant to which Landlord leases to Tenant a portion (the "Premises") of the real property described in the attached Exhibit A (the "Shopping Center").

B. AG and The Markets are parties to that certain Sublease, pursuant to which AG subleases the Premises to the Markets, dated as of March 9, 1998, as amended by (1) amendments effected by Amended And Restated Master Supply Agreement With Rights Of First Refusal And Amendments To Sublease dated as of April 4, 2001, (2) Sublease Assignment, Assumption, Amendment, Ratification, Consent And Nondisturbance Agreement dated as of January 17, 2002 (recorded with the Auditor of Skagit County, Washington under Skagit County Recording No. 200201220207), and (3) amendments effected by Settlement And Claim Treatment Agreement dated as of November 30, 2007 (collectively, the "Sublease").

C. AG, The Markets and Landlord are parties to that certain Lease and Sublease Termination Agreement dated as of January 1, 2015 ("Agreement") pursuant to which, as of the Effective Date, the Lease and the Sublease are terminated. This Memorandum is to further evidence and give record notice of such termination of the Lease and Sublease.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

1. Effective as of the Effective Date, the Lease and Sublease are terminated.
2. This Memorandum may be executed, acknowledged and delivered in multiple counterparts, each of which is an original but all of which together constitute but one and the same instrument, and the signature and acknowledgement pages of such counterparts may be detached and reattached to a single copy of this Memorandum to facilitate its recording. This Memorandum may be recorded after the Effective Date in the real property records of Skagit County.



IN WITNESS WHEREOF, the parties have executed this Memorandum as of the Effective Date.

Landlord:	THRIFTY PROPERTIES OF ANACOTES, LLC By: <u>Gerald Christensen</u> GERALD CHRISTENSEN Title: <u>EXECUTIVE MANAGER</u>
AG:	ASSOCIATED GROCERS, INCORPORATED By: _____ Craig W. Palm, Its President & CEO
The Markets:	THE MARKETS, LLC By: _____ Title: _____

Attachments: Acknowledgements; Exhibit A



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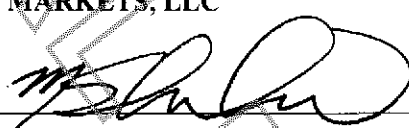
IN WITNESS WHEREOF, the parties have executed this Memorandum as of the Effective Date.

Landlord:	THRIFTY PROPERTIES OF ANACOTES, LLC By: _____ Title: _____
AG:	ASSOCIATED GROCERS, INCORPORATED By: <u>Craig W. Palm</u> Craig W. Palm, Its President & CEO
The Markets:	THE MARKETS, LLC By: _____ Title: _____

Attachments: Acknowledgements; Exhibit A



IN WITNESS WHEREOF, the parties have executed this Memorandum as of the Effective Date.

Landlord:	THRIFTY PROPERTIES OF ANACOTES, LLC By: _____ Title: _____
AG:	ASSOCIATED GROCERS, INCORPORATED By: _____ Craig W. Palm, Its President & CEO
The Markets:	THE MARKETS, LLC By:  _____ Title: <u>CFO</u>

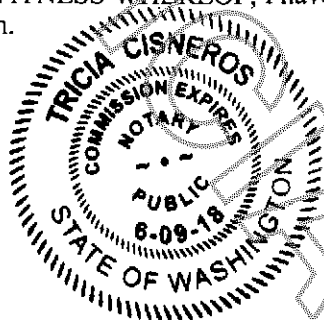
Attachments: Acknowledgements; Exhibit A



STATE OF WASHINGTON)
COUNTY OF Skagit) ss.

On this 7 day of January, 2015, before me, a Notary Public in and for the State of Washington, personally appeared Gerald Christensen, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person who executed this instrument, on oath stated that he was authorized to execute the instrument, and acknowledged it as the Executive Manager of THRIFTY PROPERTIES OF ANACORTES, LLC, to be the free and voluntary act and deed of said limited liability company for the uses and purposes mentioned in the instrument.

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



Tricia Cisneros
NOTARY PUBLIC in and for the State of
Washington, residing at Burlington WA
My appointment expires 6-9-18
Print Name TRICIA CISNEROS

STATE OF WASHINGTON)
COUNTY OF KING) ss.

On this _____ day of _____, 2015, before me, a Notary Public in and for the State of Washington, personally appeared Craig W. Palm, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person who executed this instrument, on oath stated that he was authorized to execute the instrument, and acknowledged it as the President and CEO of ASSOCIATED GROCERS, INCORPORATED to be the free and voluntary act and deed of said dissolved corporation for the uses and purposes mentioned in the instrument.

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

NOTARY PUBLIC in and for the State of
Washington, residing at _____
My appointment expires _____
Print Name _____



STATE OF WASHINGTON)

COUNTY OF _____)

) ss.

On this _____ day of _____, 2015, before me, a Notary Public in and for the State of Washington, personally appeared _____, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person who executed this instrument, on oath stated that he was authorized to execute the instrument, and acknowledged it as the _____ of THRIFTY PROPERTIES OF ANACORTES, LLC, to be the free and voluntary act and deed of said limited liability company for the uses and purposes mentioned in the instrument.

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

NOTARY PUBLIC in and for the State of
Washington, residing at _____
My appointment expires _____
Print Name _____

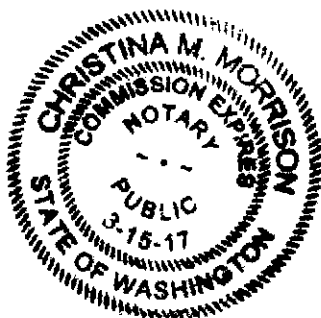
STATE OF WASHINGTON)

COUNTY OF KING)

) ss.

On this 9th day of January, 2015, before me, a Notary Public in and for the State of Washington, personally appeared Craig W. Palm, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person who executed this instrument, on oath stated that he was authorized to execute the instrument, and acknowledged it as the President and CEO of ASSOCIATED GROCERS, INCORPORATED to be the free and voluntary act and deed of said dissolved corporation for the uses and purposes mentioned in the instrument.

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



Christina M. Morrison
NOTARY PUBLIC in and for the State of
Washington, residing at Benton
My appointment expires 3-15-17
Print Name Christina M. Morrison



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STATE OF WASHINGTON)

) ss.

COUNTY OF KING whatom)

On this 8 day of January, 2015, before me, a Notary Public in and for the State of Washington, personally appeared Marius Schumacher personally known to me (or proved to me on the basis of satisfactory evidence) to be the person who executed this instrument, on oath stated that he was authorized to execute the instrument, and acknowledged it as the CFO of THE MARKETS, LLC, a Washington limited liability company, to be the free and voluntary act and deed of said limited liability company for the uses and purposes mentioned in the instrument.

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



Heather Skewis
NOTARY PUBLIC in and for the State of
Washington, residing at Bellingham
My appointment expires 8/16/2018
Print Name Heather Skewis



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Exhibit A

Shopping Center Legal Description

PARCEL "A"

That portion of Government Lots 1 and 2, Section 19, Township 35 North, Range 2 East, W.M., lying South of the South line of 15th Street, East of the East line of Commercial Avenue and Commercial Avenue extended, Easterly of the Westerly line of the first described premises in deed to Estvold Enterprises, Inc., a corporation, dated November 12, 1965, filed December 7, 1965, as File No. 675599, North of the North line of 17th Street extended and West of the West line of "Q" Avenue, except the following described tracts:

- 1). Beginning at the intersection of the North line of 17th Street with the East line of Commercial Avenue, in the City of Anacortes;
thence North along the East line of Commercial Avenue to the right of way of the Great Northern Railway Co.;
thence Southeasterly along the southwesterly line of said right of way to the North line of 17th Street;
thence West along the North line of said 17th Street to the point of beginning.
- 2). Beginning at the intersection of the North line of 17th Street with the East line of Commercial Avenue in the City of Anacortes, thence East along the North line of 17th Street a distance of 37.55 feet, more or less, to the Southwesterly line of that certain tract deeded to the Seattle and Montana Railroad Company by deed dated July 29, 1902 and recorded August 11, 1902 in Volume 47 of Deeds, page 405, and the true point of Beginning of this description; thence from said true point of beginning continue East along the North line of 17th Street a distance of 9.8 feet; thence North 0°35'45" East parallel to the East line of Commercial Avenue a distance of 84.73 feet; thence North 99°24'15" West parallel to the North line of 17th street a distance of 47.35 feet to the intersection of the East line of Commercial Avenue and the southwesterly line of said Seattle and Montana Railroad Company tract; thence South 23°18'30" East along the said Southwesterly line of said Railroad tract a distance of 92.68 feet, more or less, to the true point of beginning.
- 3). Beginning at a point on the west line of "Q" Avenue which is 170 feet North of the North line of 17th Street, extended; thence West 60 feet; thence South parallel with the West line of "Q" Avenue 100 feet; thence East 60 feet to the West line of "Q" Avenue; thence North along the West line of "Q" Avenue 100 feet to the point of beginning.

Situate in the County of Skagit, State of Washington.

PARCEL "B":



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That portion of Government Lot 2, Section 19, Township 35 North, Range 2 East, W.M., described as follows:

Beginning at the intersection of the North line of 17th Street with the East line of Commercial Avenue, in the City of Anacortes;
thence North along the East line of Commercial Avenue to the right of way of the Great Northern Railway Co.;
thence Southeasterly along the Southwesterly line of said right of way to the North line of 17th Street;
thence West along the North line of said 17th Street to the point of beginning.

Situate in the County of Skagit, State of Washington.

PARCEL "C"

That portion of Government lot 2, Section 19, Township 35 North, Range 2 East, W.M., described as follows:

Beginning at the intersection of the North line of 17th Street with the East line of Commercial Avenue in the City of Anacortes;
thence East along the North line of 17th Street a distance of 37.55 feet, more or less, to the Southwesterly line of that certain tract deeded to the Seattle and Montana Railroad Company by deed dated July 29, 1902 and recorded August 11, 1902 in Volume 47 of Deeds, page 405, and the true point of beginning of this description;
thence from said true point of beginning continue East along the North line of 17th Street a distance of 9.8 feet;
thence North 0°35'45" East parallel to the East line of Commercial Avenue a distance of 84.73 feet;
thence North 89°24'15" West, parallel to the North line of 17th Street a distance of 47.35 feet to the intersection of the East line of Commercial Avenue and the Southwesterly line of said Seattle and Montana Railroad Company tract;
thence South 23°18'30" East along the said Southwesterly line of said Railroad tract a distance of 92.68 feet, more or less, to the true point of beginning.

Situate in the County of Skagit, State of Washington.



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