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Skagit County Auditor

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3/9/2016 Page

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FURLONG & BUTLER
ATTORNEYS

825 CLEVELAND AVENUE
MOUNT VERNON, WASHINGTON 98273

Lessor: Port of Skagit County, a Washington municipal corporation

Lessee/Assignor: Chuckanut Brewery, LLC, a Washington limited liability company

Lessee/Assignee: MW Kemper, LLC, a Washington limited liability company

Legal Description (abbreviated): Lot 11 of Skagit Regional Airport Binding Site Plan, Phase I

Assessor's Parcel/Tax I.D. Numbers:

P115569-old

MEMORANDUM OF LEASE

P133020-new

This Memorandum of Lease dated the 4th day of March, 2016, is by and between PORT OF SKAGIT COUNTY, a Washington municipal corporation ("Lessor"), 15400 Airport Drive, Burlington, WA 98233 and MW KEMPER, LLC, a Washington limited liability company ("Assignee/Lessee"), 182 Hiline Road, Bellingham, WA 98229.

- Property Leased.** The Lessor leased to CHUCKANUT BREWERY, LLC, a Washington limited liability company ("Assignor/Lessee"), 182 Hiline Road, Bellingham, WA 98229, and Assignor/Lessee leased from Lessor, that real Property (the "Premises") described as follows:

Lot 11 of the Skagit Regional Airport Binding Site Plan, Phase I, as recorded March 4, 2003, under Skagit County Auditor File No. 200303040030, records of Skagit County, Washington.

Situated in County of Skagit, State of Washington.

pursuant to a Land Lease Agreement by and between Port of Skagit County, as Lessor, and Chuckanut Brewery, LLC, as Lessee, dated June 18, 2015 which Lease Agreement was then subject to the First Amendment to Lease Agreement by and between Port of Skagit County, as Lessor, and Chuckanut Brewery, LLC, as Lessee dated November 10, 2015 (collectively, the "First Amended Lease"). By an Assignment of Lease with Consent Thereto and Second Amendment to Lease ("Second Amendment") by and between, Port of Skagit County, as Lessor, Chuckanut Brewery, LLC, as Lessee, and MW Kemper, LLC, as Assignee, dated January 29, 2016 the lessee's interest in the First Amended Lease was assigned to MW Kemper, LLC, a Washington limited liability company ("Assignee/Lessee"). Collectively,

the First Amended Lease and the Second Amendment are referred to hereafter as the "Lease."

2. **Term of Lease.** The Lease is in effect now; the term of the Lease is for a period of fifty (50) years from the Commencement Date as set forth in Paragraph 2.b. of the Lease and will terminate on May 31, 2065.

3. **Options to Expand.** There is an Option to expand the Premises to include the "Expansion Area" as described in Paragraph 2.d. of the Lease and set forth in Exhibit A hereto.

4. The sole purpose of this memorandum is to provide notice of the Lease. This memorandum does not change any of the terms or conditions set forth in the Lease.

LESSOR:

PORT OF SKAGIT COUNTY

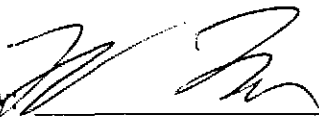
By: 
Patricia H. Botsford-Martin

Its: Executive Director

Date: 3/4/16

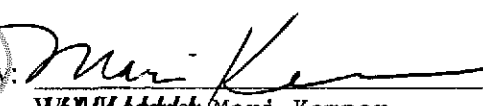
LESSEE:

MW KEMPER LLC

By: 
Will Kemper

Its: Manager

Date: 3/8/16

By: 
~~Will Kemper~~ Mari Kemper

Its: Manager

Date: 3/8/16

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SKAGIT COUNTY WASHINGTON
REAL ESTATE EXCISE TAX

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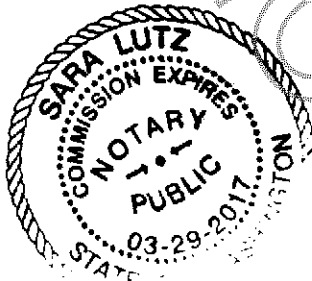
Amount Paid \$ -
Skagit Co. Treasurer
By 177 Deputy

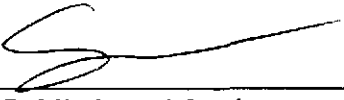
MEMORANDUM OF LEASE
LESSOR: PORT OF SKAGIT COUNTY
LESSEE: CHUCKANUT BREWERY, LLC
ASSIGNEE: MW KEMPER, LLC

STATE OF WASHINGTON)
) ss
COUNTY OF SKAGIT)

On this 8th day of Mar, 2018 before me personally appeared Will Kemper and Mari Kemper, to me known to be the managers of MW KEMPER, LLC, the limited liability corporation that executed the within and foregoing instrument, and acknowledged 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 were authorized to execute said instrument and that the seal affixed is the corporate seal of said corporation.

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




Notary Public in and for the state of WA
Washington, residing at Bellingham WA
My commission expires: 3-29-17

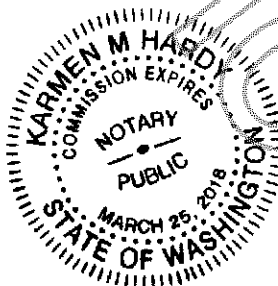
Printed Name: SARA LUTZ

MEMORANDUM OF LEASE
LESSOR: PORT OF SKAGIT COUNTY
LESSEE: CHUCKANUT BREWERY, LLC
ASSIGNEE: MW KEMPER, LLC

STATE OF WASHINGTON)
) ss
COUNTY OF SKAGIT)

On this 4th day of March, 2016, before me personally appeared Patricia H. Botsford-Martin, to me known to be the Executive Director of the PORT OF SKAGIT COUNTY, a municipal corporation, the corporation that executed the foregoing instrument, and acknowledged 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 she was duly authorized to execute the same and that the seal affixed is the corporate seal of said corporation.

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



Karmen M. Hardy
Notary Public in and for the state of
Washington, residing at Anacortes
My commission expires: 3/25/18

Printed Name: Karmen M. Hardy

MEMORANDUM OF LEASE
LESSOR: PORT OF SKAGIT COUNTY
LESSEE: CHUCKANUT BREWERY, LLC
ASSIGNEE: MW KEMPER, LLC

EXHIBIT A
(Optional Expansion Area)

Lot 10 of the Amended Skagit Regional Airport Binding Site Plan, Phase I, as recorded March 4, 2003, under Skagit County Auditor's File No. 200303040030, records of Skagit County, Washington.

A portion of Lot 9 of the Amended Skagit Regional Airport Binding Site Plan, Phase I, as recorded March 4, 2003, under Skagit County Auditor's File No. 200303040030, records of Skagit County, Washington. Said property is under option with another Lessee of Lessor. Lessor agrees to assist Lessee with expansion on the remaining portion of Lot 9 if notice is received from Lessee.

Situated in the County of Skagit, State of Washington.

MEMORANDUM OF LEASE
LESSOR: PORT OF SKAGIT COUNTY
LESSEE: CHUCKANUT BREWERY, LLC
ASSIGNEE: MW KEMPER, LLC