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Skagit County Auditor

After Recording Mail To:

Cleary, Gottlieb, Steen and Hamilton LLP
One Liberty Plaza
New York, New York 10006
Attention: John V. Harrison, Esq.

ACCOMMODATION RECORDING

CHICAGO TITLE

W 20034269

(SPACE ABOVE THIS LINE FOR RECORDER'S USE)

QUITCLAIM DEED

GRANTOR: K-Mart of Washington LLC, a Washington limited liability company, as debtor in possession
Kmart Corporation, a Michigan corporation, as debtor in possession

GRANTEE: TF Burlington WA LLC

LEGAL DESCRIPTION: Tracts A & B, K-Mart Commercial Park, Plats Vol. 14, pp 126-7
Ptn. NWQ of the NWQ of Sec. 8, T34N, R4E, WM
Ptn. Lot 4, SP BU3-88, Book 8, p. 80
The complete legal description is on Exhibit A.

ASSESSOR'S PROPERTY TAX PARCEL ACCOUNT NUMBERS:
P83924 / 4532-000-001-0008, P83925 / 4532-000-002-0007, P105309 / 340408-2-010-0800 and P105310 / 340408-2-011-0100

THE GRANTOR, K-Mart of Washington LLC, a Washington limited liability company, as debtor in possession, as to Parcel A and Kmart Corporation, a Michigan corporation, as debtor in possession, as to Parcels B, C, and D, for and in consideration of \$10.00 and other valuable consideration conveys and quit claims to TF Burlington WA LLC, a Delaware limited liability company, the following described real estate, situated in the County of Skagit County, State of Washington, together with all after acquired title of the grantor(s) herein:

TO HAVE AND TO HOLD THE SAME, with all the rights, immunities, privileges, and appurtenances thereto belonging, unto said Grantee, and unto its successors and assigns forever, so that neither Grantor nor any other person(s), for or in name or behalf, shall or will hereafter claim or demand any right or title to the aforesaid premises or any part thereof, but they and each of them shall, by these presents, be excluded and forever barred.

This Quit Claim Deed is made pursuant to the order filed February 8, 2019 (I) Approving The Asset Purchase Agreement Among Sellers and Buyer (II) Authorizing the Sale of Certain of the Debtor's Assets Free and Clear of Liens, Claims, Interests and Encumbrances, (III) Authorizing The Assumption And Assignment of Certain Executory Contracts and Leases in Connection therewith And (IV) Granting Related Relief pursuant to sections 105, 363 and 365 of the United States Bankruptcy Code, 11 U.S.C. §§ 101, et seq., Rules 2002, 6004, 6006, 9007, 9008, and 2014 of the Federal Rules of Bankruptcy Procedure, and Rules 6004-1, 6005-1 and 6006-1 of the local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York in Chapter 11 Case No. 18-23538.

SKAGIT COUNTY WASHINGTON
REAL ESTATE EXCISE TAX

2019 FEB 28 2019

Amount Paid \$
By Skagit Co. Treasurer
Deputy

DATED this 1st day of February, 2019.

GRANTOR:

Kmart of Washington LLC, a
Washington limited liability company,
as debtor in possession

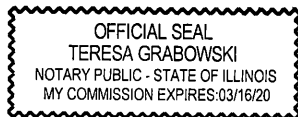
By: Kmart Corporation, its sole member,
as debtor in possession

By: Luke Valentino
Name: Luke J. Valentino
Title: Assistant Secretary

STATE OF ILLINOIS)
)
County of Cook) ss.

I certify that I know or have satisfactory evidence that Luke J. Valentino 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 Assistant Secretary of Kmart Corporation a Michigan corporation, as debtor in possession, to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

DATED this 1st day of February, 2019



Teresa Grabowski
Notary Public in and for the State of
Washington, ILLINOIS
residing at IN COOK COUNTY,
ILLINOIS
Name TERESA GRABOWSKI
My appointment expires:
MARCH 16, 2020

EXHIBIT A
to
QUITCLAIM DEED

The real estate is located in Skagit County, Washington and is legally described as follows:

PARCEL A:

Tract A, PLAT OF K-MART COMMERCIAL PARK, as per plat recorded in Volume 14 of Plats, pages 126 and 127, records of Skagit County, Washington;

EXCEPT that portion thereof conveyed to the City of Burlington for Pease Road by deed recorded February 18, 1994 under Auditor's File No. 9402180068, records of Skagit County, Washington. Situate in Skagit County, Washington.

PARCEL B:

Tract B, PLAT OF K-MART COMMERCIAL PARK as per plat recorded in Volume 14 of Plats, pages 126 and 127, records of Skagit County, Washington. Situate in Skagit County, Washington.

PARCEL C:

The North 130 feet of the following described tract:

The South 400 feet of the East 200 feet of the West 500 feet of that portion of the Northwest Quarter of the Northwest Quarter of Section 8, Township 34 North, Range 4 East of the Willamette Meridian, lying East of the East margin of Old State Highway 99, now designated as Burlington Boulevard. (As said road existed prior to August 25, 1996.) Situate in Skagit County, Washington

PARCEL D:

That portion of Lot 4 of Short Plat BU3-88 within the Northwest Quarter of the Northwest Quarter, as recorded in Book 8 of Short Plats at page 80, records of Skagit County, Washington, lying West of the East line of Lots 2 and 3 of said Short Plat BU3-88 and said East lines produces. Situate in Skagit County, Washington

PARCEL E:

Those easements created by the instrument, upon and subject to all of the provisions therein contained, dated 28 April 1989, recorded on 4 May 1989, under recording number 8905040020, and as amended by the instrument dated 10 February 1994, recorded on 18 February 1994, under recording number 9402180070, records of Skagit County, Washington, except those portions lying within Parcels A through D, above.