

After recording, return to:

Apollo Net Lease Capital Corp.
5973 Avenida Encinas, Suite 301
Carlsbad, CA 92008
Attention: Jenette S. O'Brien

Document Title or Titles

Memorandum of Assignment of Lease

Reference Nos. of Documents Assigned or Released:

9904010055

Name of Assignor:

MGP X PROPERTIES, LLC

Name of Assignee:

NNN OPP OWNER VI, LLC

Pages referencing additional names: N/A

Abbreviated Legal Description: Section 21, Township 34 North, Range 4 East, W.M.; Ptn.
NW 1/4 (aka Lot 1 SP MV-5-98)

Additional Legal Description Found On: Exhibit A

Assessor's Property Tax Parcel Number or Account Number: P27117/340421-2-001-
0006

NCS 1038844-06

MEMORANDUM OF ASSIGNMENT OF LEASE

This MEMORANDUM OF ASSIGNMENT OF LEASE (this “**Memorandum of Assignment**”) is made as of December 29, 2020 (the “**Effective Date**”), by and between MGP X PROPERTIES, LLC, a Delaware limited liability company, having its principal office at 4365 Executive Drive, Suite 1400, San Diego, CA 92121 (“**Assignor**”), and NNN OPP OWNER VI, LLC, a Delaware limited liability company, having its principal address at 5973 Avenida Encinas, Suite 301, Carlsbad, CA 92008, Attn: Jenette S. O’Brien (“**Assignee**”).

RECITALS

- A. Assignor, as landlord (as successor-in-interest to Briar Development Company LLP, a Washington limited liability partnership (formerly known as Briar Development Company, a Washington general partnership)), and Safeway Inc., a Delaware corporation (“**Tenant**”), as tenant (as successor-in-interest to Haggen, Inc., a Washington corporation), are the current parties to that certain Mount Vernon Lease dated as of March 17, 1999, as amended by that certain First Amendment to Mount Vernon Lease, dated April 20, 2004, that certain Second Amendment to Mount Vernon Lease, dated March 11, 2011, that certain Third Amendment to Mount Vernon Lease, dated October 26, 2012, that certain Fourth Amendment to Mount Vernon Lease, dated September 30, 2013, that certain Assignment and Assumption of Lease, dated June 2, 2016, and that certain Fifth Amendment to Mount Vernon Lease, dated December 28, 2020 (collectively, as amended and assigned to date, the “**Lease**”), under which Landlord leases to Tenant certain real property located in Skagit County, Washington, as more particularly described on Exhibit A attached hereto (the “**Premises**”).
- B. A Memorandum of Lease dated March 17, 1999, recorded April 1, 1999, in the Office of the Skagit County Auditor as Document Number 9904010055, as amended by that certain Memorandum of Fifth Amendment to Lease dated December 28, 2020, recorded January 12, 2021, in the Office of the Skagit County Auditor as Document Number 202101120036, to provide notice to third parties of the estate of Tenant in the Premises and of the Lease.
- C. Pursuant to that Assignment of Leases dated of even date herewith (the “**Assignment**”), by and between Assignor and Assignee, Assignor has assigned all of its right, title and interest under the Lease to Assignee and Assignee has agreed to be bound by all of the terms and conditions under the Lease.
- D. Assignor and Assignee desire to execute this Memorandum of Assignment in order that third parties may have notice of the existence of the Assignment.

NOW, THEREFORE, incorporating the recitals above and in consideration of the mutual promises herein contained and other good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, Assignor and Assignee agree as follows:

1. **Recitals.** The above Recitals are incorporated by reference as if restated herein.
2. **Assignment of Lease.** Subject to the terms of the Assignment, Assignor has assigned, and Assignee has assumed, all of Assignor's right, title and interest in the Lease.
3. **Conflict.** This Memorandum of Assignment is intended for recording purposes only, and does not modify, ratify, reimpose, supersede, diminish, add to or change any of the terms of the Lease or the Assignment in any respect. In the event of a conflict between the provisions of this Memorandum of Assignment and the provisions of the Assignment or the Lease, the provisions of the Assignment or the Lease, as applicable, shall control.
4. **Counterparts.** This Memorandum of Assignment may be executed in one or more counterparts, each of which shall be deemed an original and all of which together shall constitute one and the same document.

[Remainder of Page Intentionally Left Blank]

[Signature Page to Memorandum of Assignment of Lease – 2601 E. Division Street, Mount Vernon, Skagit County, Washington]

Assignor:

**MGP X PROPERTIES, LLC,
a Delaware limited liability company**

By: Merlone Geier X, LLC,
a California limited liability company,
its Manager

By: 
Bradley A. Geier, Chairman

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.


State of California)
County of San Diego)

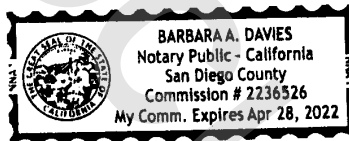
On December 18, 2020, before me, Barbara A. Davies,
(insert name and title of the officer)

Notary Public, personally appeared Bradley A. Geier,
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are
subscribed to the 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.

I certify under PENALTY OF PERJURY under the laws of the State of California that the
foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature 



(Seal)

[Signature Page to Memorandum of Assignment of Lease – 2601 E. Division Street, City of Mount Vernon, Skagit County, Washington]

Assignee:

NNN OPP OWNER VI, LLC, a Delaware limited liability company

By: [Signature]
Name: Jenette O'Brien
Title: Authorized signor

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

STATE OF CALIFORNIA)
) §
County of SAN DIEGO)

On DECEMBER 28, 2020, before me, KAGAN LIGHT a Notary Public, personally appeared JENETTE O'BRIEN who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the 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.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct

WITNESS my hand and official seal.

[Signature]
Signature of Notary



(Affix seal here)

EXHIBIT A

LEGAL DESCRIPTION

PARCEL A:

LOT 1 OF CITY OF MOUNT VERNON SHORT PLAT NO. MV-5-98, APPROVED AUGUST 30, 1999, AND RECORDED AUGUST 31, 1999, UNDER AUDITOR'S FILE NO. 199908310020, RECORDS OF SKAGIT COUNTY, WASHINGTON; BEING A PORTION OF THE NORTHWEST 1/4 OF SECTION 21, TOWNSHIP 34 NORTH, RANGE 4 EAST OF THE WILLAMETTE MERIDIAN.

PARCEL B:

TOGETHER WITH A NON-EXCLUSIVE EASEMENT FOR ACCESS AND UTILITY PURPOSES AS SET FORTH ON THE FACE OF SAID SHORT PLAT OVER, ACROSS AND UNDER A VARIABLE WIDTH NORTHWESTERLY PORTION OF LOT 2 OF SAID SHORT PLAT AS DELINEATED THEREON AND OVER, ACROSS AND UNDER A 60.5 FOOT WIDE PORTION OF LOT 3 OF SAID SHORT PLAT ADJOINING THE NORTHEASTERLY LINE OF LOT 1 OF SAID SHORT PLAT AS DELINEATED THEREON.