

Recording Requested by and  
After Recording Return to:

STOEL RIVES LLP  
600 University Street, Suite 3600  
Seattle, Washington 98101  
Attention: Nathan Luce

REVIEWED BY  
SKAGIT COUNTY TREASURER  
DEPUTY Flora Cruz  
DATE 07/12/2021

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**AMENDMENT TO  
REAL PROPERTY COVENANT AND EASEMENTS AGREEMENT**

**GRANTOR:** **SIERRA PACIFIC INDUSTRIES,**  
a California corporation

**SPIRE, LLC,**  
a California limited liability company

**GRANTEE:** **WEST COAST REDUCTION USA INC.,**  
a Washington corporation

**ABBREVIATED LEGAL  
DESCRIPTION (Grantor)** 6 and 8 BSP PL 08-0315 in the SE 1/4 of Sec. 9,  
Twp 34 N., R. 3 E, WM and

Ptn East 1/2 Sec 9 Twshp 34, Rng 3, W.M.

Full Legal Description on Exhibit A

**ABBREVIATED LEGAL  
DESCRIPTION (Grantee):** Lots 3, 4 and 5 Sierra Pacific BSP PL 08-0315 in  
the NE 1/4 of Sec. 9, Twp 34 N., R. 3 E, WM

Full Legal Description on Exhibit B

**ASSESSOR'S TAX PARCEL  
ID NO:** Grantor: P129954; P21268; P21269  
Grantee: P129951; P129952; P129953

**REFERENCE NO.** 201001250143

**AMENDMENT TO  
REAL PROPERTY COVENANT AND EASEMENTS AGREEMENT**

This Amendment to Real Property Covenant and Easements Agreement (this "Amendment") is made this 12<sup>th</sup> day of July, 2021, by and among SIERRA PACIFIC INDUSTRIES, a California corporation ("SPI"), SPIRE, LLC, a California limited liability company (collectively with SPI, "Grantor"), and WEST COAST REDUCTION USA INC., a Washington corporation ("Grantee").

**RECITALS**

A. Grantor is the owner of that certain real property located in Skagit County, Washington legally described in Exhibit A attached hereto (the "Grantor Property").

B. Grantee is the owner of that certain real property located in Skagit County, Washington legally described in Exhibit B attached hereto (the "Grantee Property"). Grantee intends to develop the Grantee Property for use as a facility for processing and recycling animal byproducts (the "Project").

C. SPI previously executed and recorded a Real Property Covenant and Easements Agreement under Skagit County Recording Number 201001250143 pursuant to which, among other things, SPI granted a Railroad Easement in favor of the Grantee Property (the "Easement"). Capitalized terms used but not otherwise defined in this Amendment have the meanings ascribed to them in the Easement.

D. The Project will require, among other things, installation of a spur track to connect to the rail located within the existing Railroad Easement Area. In order to accommodate the Project (in connection with Grantee's sale of the Grantee Property), Grantor and Grantee now desire to enter into this Amendment in order to (a) reduce the width of the Railroad Easement Area, (b) and acknowledge and confirm the Grantee Property's right to install a spur track connecting to the existing rail in the Railroad Easement Area (and to modify the Railroad Easement Area accordingly).

**AGREEMENT**

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

1. Recitals. The foregoing recitals are true and correct and are hereby incorporated herein by this reference.
2. Reduction in Width of Existing Railroad Easement Area. The Railroad Easement Area is hereby modified as depicted on Exhibit C attached hereto.

3. Spur Track. The Railroad Easement Area is hereby expanded to allow for the installation of a spur track serving the Grantee Property as depicted on Exhibit D attached hereto (the "**Spur Track Area**"). All rights applicable to the Railroad Easement granted under the original Easement shall apply to the Spur Track Area, including but not limited to the right to locate, construct, operate, use, maintain, restore, and repair railroad tracks and appurtenances thereto (including the right to move rail cars and related equipment along such Spur Track Area).

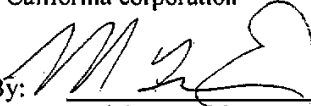
4. No Other Amendment; Full Force and Effect. Except as amended by this Amendment, the Easement remains unmodified and is in full force and effect.

5. Counterparts. This Amendment may be signed in counterparts, and each signed counterpart will be deemed an original, and all counterparts together will constitute one and the same agreement. Electronic transmission of any signed original documents, and retransmission of any signed electronic transmission, will be the same as delivery of an original.


[Signatures Follow]

IN WITNESS WHEREOF, this Amendment is dated as of the first date above written.

**GRANTOR:** **SIERRA PACIFIC INDUSTRIES,**  
a California corporation

By:   
Name: M.D. Emmersch  
Title: CHAIRMAN/CEO

**SPIRE, LLC,**  
a California limited liability company

By:   
Name: M.D. Emmersch  
Title: CHAIRMAN/CEO

**GRANTEE:** **WEST COAST REDUCTION USA INC.,**  
a Washington corporation

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

IN WITNESS WHEREOF, this Amendment is dated as of the first date above written.

**GRANTOR:**                    **SIERRA PACIFIC INDUSTRIES,**  
a California corporation

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

**SPIRE, LLC,**  
a California limited liability company

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

**GRANTEE:**                    **WEST COAST REDUCTION USA INC.,**  
a Washington corporation

By: *Tom Ridley*  
Name: THOMAS RIDLEY BESTWICK  
Title: CORPORATE SECRETARY

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 Shasta )

On July 8, 2021 before me, Susan E. Witherspoon,  
Notary Public, personally appeared M.D. Emmerson, 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 Susan E. Witherspoon  
Signature of Notary Public

(Affix Seal Above)

NOTARIAL CERTIFICATE

CANADA )  
PROVINCE OF ) TO ALL WHOM THESE  
BRITISH COLUMBIA ) PRESENTS MAY COME,  
 ) BE SEEN, OR KNOWN:

TO WIT:

I, PETER J. BROWN, a SOLICITOR and Notary Public in and for the Province of British Columbia, by Royal Authority duly appointed, residing in the City of Vancouver, British Columbia, Canada

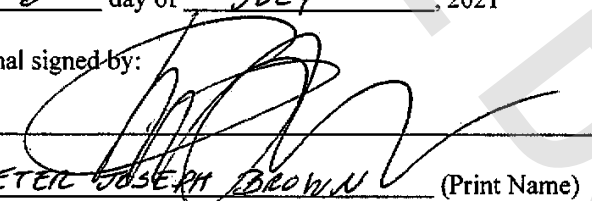
*AMENDMENT TO REAL PROPERTY*

DO CERTIFY AND ATTEST that the document hereto annexed, AND EASEMENTS AGREEMENT was signed by THOMAS RIDLEY BESTWICK in my presence. I confirm that THOMAS RIDLEY BESTWICK produced his British Columbia driver's license No. 1745597 and evidencing his identity as CORPORATE SECRETARY of West Coast Reduction USA Inc., a Washington corporation, an act whereof being requested I have granted under my Notarial Form and Seal of Office to serve and avail as occasion shall or may require.

IN TESTIMONY WHEREOF I have hereunto subscribed my name, and affixed my Notarial Seal of Office.

Dated at the City of VANCOUVER,  
in the Province of British Columbia,  
this 8<sup>TH</sup> day of JULY, 2021

Original signed by:

  
\_\_\_\_\_

PETER JOSEPH BROWN (Print Name)  
A Notary Public in and for the Province of British Columbia  
A Commissioner of Oaths in and for the Province of British Columbia



**PETER J. BROWN**  
*Barriater & Solicitor*  
1900-1040 W. GEORGIA ST.  
VANCOUVER, B.C. V6E 4H3  
604-689-1811

Signature Page

Amendment to Real Property Covenant and Easements Agreement  
111337677.4 0074553-00002

EXHIBIT A

## TO AMENDMENT TO REAL PROPERTY COVENANT AND EASEMENTS AGREEMENT

Legal Description of the Grantor Property

THE LAND REFERRED TO HEREIN BELOW IS SITUATED IN THE COUNTY OF SKAGIT, STATE OF WASHINGTON, AND IS DESCRIBED AS FOLLOWS:

LOTS 6, AND 8, "SIERRA PACIFIC BINDING SITE PLAN PL 08-0315" APPROVED NOVEMBER 16, 2009 AND RECORDED NOVEMBER 16, 2009 AS SKAGIT COUNTY AUDITOR'S FILE NO. 200911160068.

TOGETHER WITH THAT PORTION OF LOT 5, "SIERRA PACIFIC BINDING SITE PLAN PL 08-0315" APPROVED NOVEMBER 16, 2009 AND RECORDED NOVEMBER 16, 2009 AS SKAGIT COUNTY AUDITOR'S FILE NO. 200911160068, DESCRIBED AS FOLLOWS: BEGINNING AT THE SOUTHEAST CORNER OF LOT 5 OF SAID BINDING SITE PLAN AND A COMMON CORNER TO LOT 8, THENCE NORTH 1°15'35" EAST, A DISTANCE OF 628.07 FEET, ALONG THE EAST LINE OF LOT 5 TO THE NORTHEAST CORNER THEREOF AND THE SOUTHEAST CORNER OF LOT 4; THENCE SOUTH 84°42'43" WEST, A DISTANCE OF 65.92 FEET ALONG THE NORTH LINE OF LOT 5; THENCE SOUTH 1°12'58" WEST, A DISTANCE OF 19.75 FEET TO A POINT OF CURVATURE TO THE RIGHT; THENCE SOUTHERLY ALONG THE ARC OF SAID CURVE (CONCAVE TO THE WEST) HAVING A RADIUS OF 731.18 FEET, THROUGH A CENTRAL ANGLE OF 27°30'21", AN ARC DISTANCE OF 351.02 FEET TO A POINT OF COMPOUND CURVATURE; THENCE CONTINUING ALONG THE ARC OF SAID CURVE TO THE RIGHT HAVING A RADIUS OF 503.20 FEET, THROUGH A CENTRAL ANGLE OF 31°30'33", AN ARC DISTANCE OF 276.73 FEET TO A POINT OF COMPOUND CURVATURE; THENCE CONTINUING ALONG THE ARC OF SAID CURVE TO THE RIGHT HAVING A RADIUS OF 963.21 FEET, THROUGH A CENTRAL ANGLE OF 9°35'57", AN ARC DISTANCE OF 161.37 FEET TO A NON-TANGENT POINT ON THE SOUTH LINE OF LOT 5; THENCE CONTINUING ALONG THE SOUTH LINE OF LOT 5 SOUTH 89°36'55" EAST, A DISTANCE OF 479.63 FEET, MORE OR LESS, TO THE POINT OF BEGINNING.

Exhibit A

Amendment to Real Property Covenant and Easements Agreement

111337677.4 0074553-00002



That portion of the East half of the East half of Section 9, Township 34, Range 3, W.M., described as follows:

BEGINNING at the Southwest corner of Tract B of that certain survey recorded August 27, 1980 in Volume 3 of Surveys, Page 59, under Auditor's File No. 8008270075;

Thence South  $0^{\circ}33'15''$  West 500 feet ;

Thence North  $89^{\circ}32'40''$  East 500 feet to the Southeast corner of that certain tract of land conveyed to the State of Washington, by instrument recorded under Auditor's File No. 549339;

Thence South  $45^{\circ}02'58''$  West 190.60 feet;

Thence North  $24^{\circ}08'39''$  West 93.60 feet;

Thence South  $65^{\circ}51'21''$  West 79.00 feet;

Thence South  $24^{\circ}08'39''$  East 123.61 feet;

Thence South  $45^{\circ}02'58''$  West 85.97 feet to the East line of a 30 foot roadway easement as described by instrument recorded under Auditor's File No. 549337;

Thence South  $1^{\circ}32'30''$  East along the East line of said Easement 34.90 feet to the North line of that certain tract of land conveyed to Warren and Viola Good and described in paragraph (A) by instrument recorded under Auditor's File No. 670057;

Thence South  $89^{\circ}32'40''$  West 124.05 feet;

Thence North  $0^{\circ}30'$  East 138.00 feet to a point on the South line of the Southeast quarter of the Northeast quarter of Section 9 which lies South  $89^{\circ}32'40''$  West, a distance of 726.00 feet from the Southeast corner of said subdivision ;

Thence South  $89^{\circ}32'40''$  West 610.86 feet to the Southwest corner of the Southeast quarter of the Northeast quarter of Section 9;

Thence North  $0^{\circ}26'25''$  East along the West line of the East half of the Northeast quarter of said Section 9, a distance 2716.64 feet to the North line of said Section 9;

Thence North  $89^{\circ}48'29''$  East 492.26 feet to the Northwest corner of said Tract B;

Thence South  $0^{\circ}33'15''$  West along the West line of said tract 2064.45 feet to the point of beginning;

Situated in Skagit County, Washington

Exhibit A

Amendment to Real Property Covenant and Easements Agreement

111337677.4 0074553-00002

EXHIBIT B  
TO AMENDMENT TO REAL PROPERTY COVENANT AND EASEMENTS AGREEMENT

Legal Description of the Grantee Property

THE LAND REFERRED TO HEREIN BELOW IS SITUATED IN THE COUNTY OF SKAGIT, STATE OF WASHINGTON, AND IS DESCRIBED AS FOLLOWS:

LOTS 3, 4 AND 5, "SIERRA PACIFIC BINDING SITE PLAN PL08-0315" APPROVED NOVEMBER 16, 2009 AND RECORDED NOVEMBER 16, 2009 AS SKAGIT COUNTY AUDITOR'S FILE NO. 200911160068.

EXCEPT THAT PORTION OF SAID LOT 5 DESCRIBED AS FOLLOWS:  
BEGINNING AT THE SOUTHEAST CORNER OF LOT 5 OF SAID BINDING SITE PLAN AND A COMMON CORNER TO LOT 8, THENCE NORTH  $1^{\circ}15'35''$  EAST, A DISTANCE OF 628.07 FEET, ALONG THE EAST LINE OF LOT 5 TO THE NORTHEAST CORNER THEREOF AND THE SOUTHEAST CORNER OF LOT 4;  
THENCE SOUTH  $84^{\circ}42'43''$  WEST, A DISTANCE OF 65.92 FEET ALONG THE NORTH LINE OF LOT 5;  
THENCE SOUTH  $1^{\circ}12'58''$  WEST, A DISTANCE OF 19.75 FEET TO A POINT OF CURVATURE TO THE RIGHT;  
THENCE SOUTHERLY ALONG THE ARC OF SAID CURVE (CONCAVE TO THE WEST) HAVING A RADIUS OF 731.18 FEET, THROUGH A CENTRAL ANGLE OF  $27^{\circ}30'21''$ , AN ARC DISTANCE OF 351.02 FEET TO A POINT OF COMPOUND CURVATURE;  
THENCE CONTINUING ALONG THE ARC OF SAID CURVE TO THE RIGHT HAVING A RADIUS OF 503.20 FEET, THROUGH A CENTRAL ANGLE OF  $31^{\circ}30'33''$ , AN ARC DISTANCE OF 276.73 FEET TO A POINT OF COMPOUND CURVATURE;  
THENCE CONTINUING ALONG THE ARC OF SAID CURVE TO THE RIGHT HAVING A RADIUS OF 963.21 FEET, THROUGH A CENTRAL ANGLE OF  $9^{\circ}35'57''$ , AN ARC DISTANCE OF 161.37 FEET TO A NON-TANGENT POINT ON THE SOUTH LINE OF LOT 5;  
THENCE CONTINUING ALONG THE SOUTH LINE OF LOT 5 SOUTH  $89^{\circ}36'55''$  EAST, A DISTANCE OF 479.63 FEET, MORE OR LESS, TO THE POINT OF BEGINNING.

ALL OF THE ABOVE BEING PORTIONS OF THE SOUTHWEST 1/4 OF THE NORTHEAST 1/4 OF SECTION 9, TOWNSHIP 34 NORTH, RANGE 3 EAST, W.M.

EXHIBIT C  
TO AMENDMENT TO REAL PROPERTY COVENANT AND EASEMENTS AGREEMENT

Width Adjustment of Railway Easement Area

See attached.

Exhibit C  
Amendment to Real Property Covenant and Easements Agreement  
111337677.4 0074553-00002

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A 50 foot railroad access easement over a portion of land in the Southeast 1/4 of Section 9, Township 34 North, Range 4 East, W.M., easement is 50 feet North and West of the following described line:

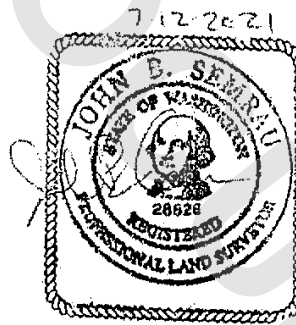
Commencing at the Southeast corner of Lot 4 "SIERRA PACIFIC BINDING SITE PLAN PL.08-0315" approved November 16, 2009 and recorded November 16, 2009 as Skagit County Auditor's File No. 200911160068; thence S 1°15'35" W, a distance of 628.07 feet to the Northeast corner of Lot 8, said Binding Site Plan, and the TRUE POINT OF BEGINNING; thence S 1°15'19" E, a distance of 102.48 feet; thence S 1°31'48" E, a distance of 21.09 feet to a point of curvature to the right, thence continuing along said curve to the right, having a radius of 656.07 feet, through a central angle of 79°55'59", an arc distance of 915.28 feet to a point of tangency; thence S 81°27'51" W, a distance of 73.15 feet more-or-less to the Easterly right of way line of McFarland Private Road and the terminus of this description. The side line of this easement is to be shortened and lengthened to intersect the East right-of-way line of McFarland Private Road and the North line of Lot 8 "SIERRA PACIFIC BINDING SITE PLAN PL.08-0315"

ALSO TOGETHER WITH a 70 foot railroad easement over a portion of land in the Northeast 1/4 of Section 9, Township 34 North, Range 4 East, W.M., easement is 70 feet West of the following described line:

Beginning at the Northeast corner of Lot 3 "SIERRA PACIFIC BINDING SITE PLAN PL.08-0315" approved November 16, 2009 and recorded November 16, 2009 as Skagit County Auditor's File No. 200911160068 and the TRUE POINT OF BEGINNING; thence S 1°15'35" W, a distance of 1300.31 feet to the Northeast corner of Lot 8, said Binding Site Plan;

EXCEPT that portion of land in the Northeast 1/4 of Section 9, Township 34 North, Range 4 East, W.M., West of the line described as follows:

Beginning at the intersection of the new 50 foot railroad access easement and the North line of Lot 8 "SIERRA PACIFIC BINDING SITE PLAN PL.08-0315", thence N 11°43'34" W, a distance 89.00 feet more-or-less to a point that bears perpendicular S 88°44'25" E, 70 feet to the East line of Lot 5 of said Binding Site Plan.



[Depiction follows]

Exhibit C

Amendment to Real Property Covenant and Easements Agreement  
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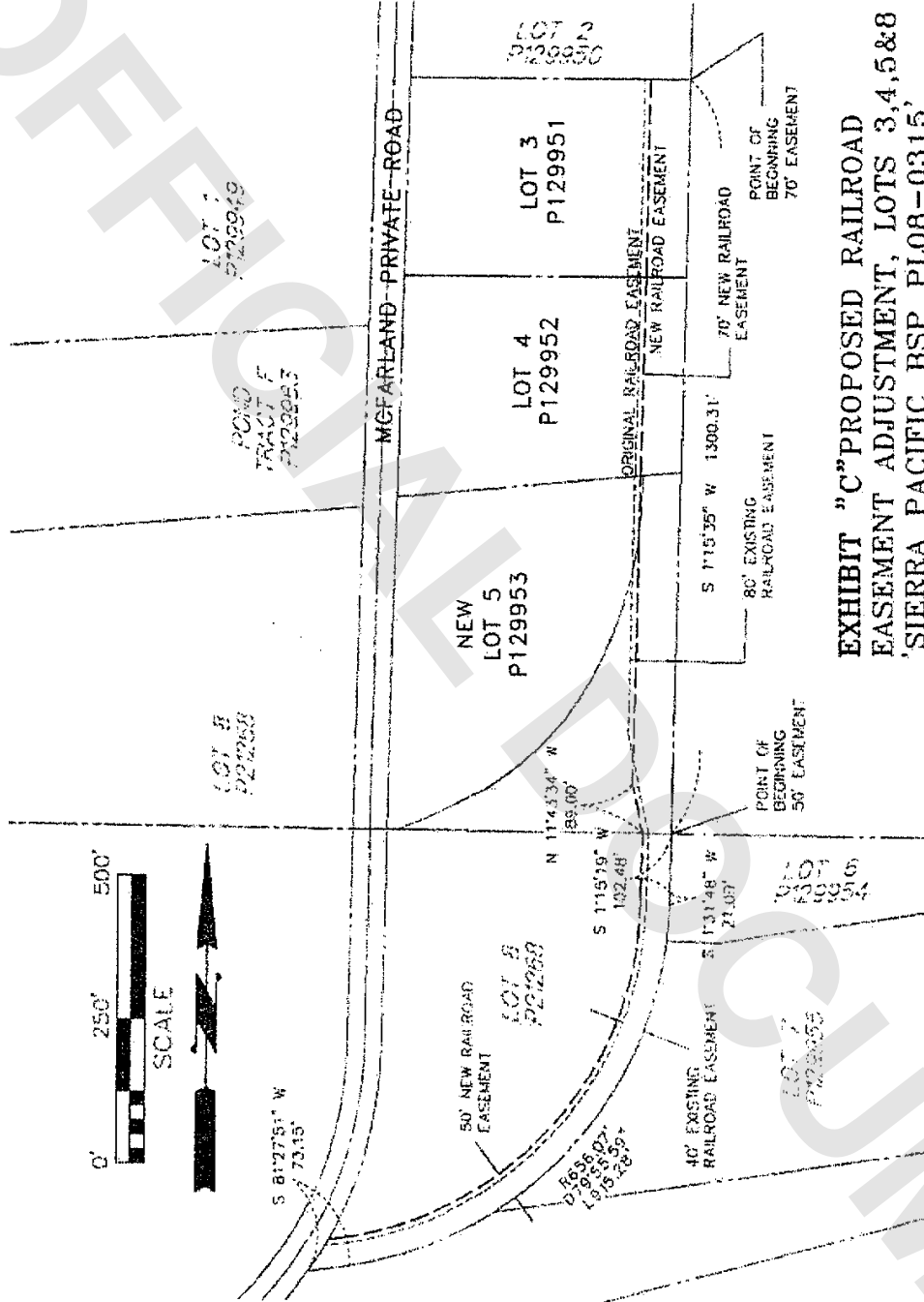
EXHIBIT C  
TO AMENDMENT TO REAL PROPERTY COVENANT AND EASEMENTS AGREEMENT

Depiction of Width Adjustment of Railway Easement Area

See attached.

Exhibit C

Amendment to Real Property Covenant and Easements Agreement  
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**EXHIBIT "C" PROPOSED RAILROAD  
EASEMENT ADJUSTMENT, LOTS 3,4,5&8  
'SIERRA PACIFIC BSP PL08-0315'**

DATE: 07/13/2021 09:08 AM

Exhibit C

Amendment to Real Property Covenant and Easements Agreement  
111337677.4 0074553-00002

EXHIBIT D  
TO AMENDMENT TO REAL PROPERTY COVENANT AND EASEMENTS AGREEMENT

Spur Track Area

A 40 foot railroad access easement over a portion of land in the NE 1/4 of Section 9, Township 34 North, Range 4 East, W.M., easement is 40 feet North and East of the following described line:

Commencing at the Southeast corner Lot 4 "SIERRA PACIFIC BINDING SITE PLAN PL08-0315" approved November 16, 2009 and recorded November 16, 2009 as Skagit County Auditor's File No. 200911160068, thence S 1°15'35" W, a distance 628.07 feet to a point known as the Northeastly corner Lot 8 of said Binding Site Plan; thence N 89°36'55" W, a distance of 29.55 feet;

thence N 11°43'35" W, a distance of 180.02 feet more-or-less to a point on new railroad easement as described in Exhibit C;

thence S 1°15'35" W along said railroad easement, a distance 89.00 feet to the southerly-most point of said easement as described in Exhibit C and the TRUE POINT OF BEGINNING;

thence N 11°43'34" W, a distance of 235.98 feet, more-or-less, to a point on a curve, being the South and East boundary of Lot 5 as shown in Boundary Line Adjustment APN 202106240105, and the terminus of this description.

The side line of this easement is to be shortened to intersect the new southeast line of Lot 5 "SIERRA PACIFIC BINDING SITE PLAN PL08-0315" and the new railroad access easement as shown in Exhibit C.

Situate in the County of Skagit, State of Washington.



[Depiction follows]

Exhibit D  
Amendment to Real Property Covenant and Easements Agreement  
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EXHIBIT D  
TO AMENDMENT TO REAL PROPERTY COVENANT AND EASEMENTS AGREEMENT

Depiction of Spur Track Area

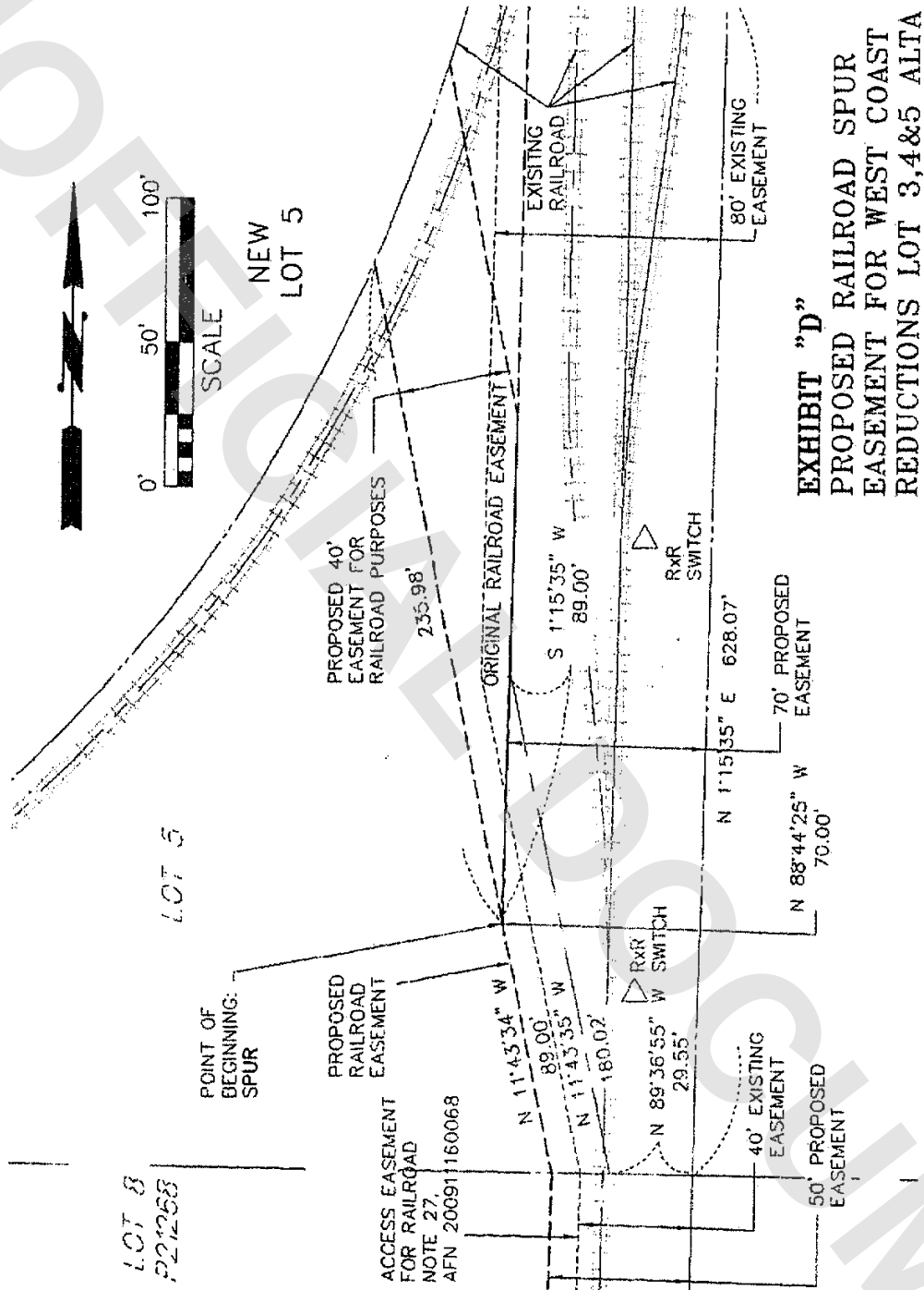
See attached.

Exhibit D

Amendment to Real Property Covenant and Easements Agreement

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**EXHIBIT "D"**  
**PROPOSED RAILROAD SPUR**  
**EASEMENT FOR WEST COAST**  
**REDUCTIONS LOT 3,4&5 ALTA**

9114E090 DWG 7-12-2021

Exhibit D

Amendment to Real Property Covenant and Easements Agreement

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