

WHEN RECORDED RETURN TO

NOVARE National Settlement Service, LLC
320 Commerce, Suite 150
Irvine, CA 92602
Attention: John Kemper

Real Estate Excise Tax
Exempt
Skagit County Treasurer
By Lena Thompson
Affidavit No. 2021-4001
Date 08/30/2021

CHICAGO TITLE
020042816

Wagon State Recorder's Cover Sheet (RCW 65.01)

Document Title: Deed in Lieu of Foreclosure Without Merger
Reference Numbers of Related Documents: 201502200046, 201502200049, 201504170102, 201508130045, and 2021060101612
Grantor: BFO Factory Shoppes LLC, a Delaware limited liability company
Grantee: JPMBB 2015-C28 IN WA WI PROPERTIES, LLC, a Delaware limited liability company
Abbreviated Legal Description: [] Lot 3 SP # 1-92; PTM NENE 7.34-4 X Full legal on Page Exhibit "A" of document. pg. 5
Assessor's Property Tax Parcel/Account Numbers: P24037 / 340407-1-002-0013, P101766 / 340407-1-002-0708 and P24041 / 340407-1-002-0401

**DEED IN LIEU OF FORECLOSURE
WITHOUT MERGER**

THE GRANTOR, BFO FACTORY SHOPPES LLC, a Delaware limited liability company (“**Grantor**”), for and in consideration of Grantee’s agreement not to foreclose that certain Deed of Trust, Assignment of Leases and Rents, Security Agreement and Fixture Filing dated as of February 17, 2015 (the “**Original Deed of Trust**”), and recorded on February 20, 2015 , in the Official Records of Skagit County, Washington (“**Records**”) under instrument number 201502200046, which Original Deed of Trust was assigned to Starwood Mortgage Funding II LLC, a Delaware limited liability company (“**Starwood II**”), by Assignment of Security Instrument dated February 18, 2015, and recorded February 20, 2015, under instrument number 201502200049, in the Records, was amended by Recorded Documents Modification Agreement dated April 2, 2015 and recorded April 17, 2015, under instrument number 201504170102, in the Records between Grantor and Starwood II, and subsequently assigned to Wilmington Trust National Association, as Trustee for the Benefit of the Registered Holders of JPMBB Commercial Mortgage Securities Trust 2015-C28, Commercial Mortgage Pass-Through Certificates, Series 2015-C28, by Assignment of Deed of Trust, Assignment of Leases and Rents and Security Agreement dated April 23, 2015, and recorded August 13, 2015, under instrument number 201508130045, in the Records, and subsequently assigned to Grantee by Assignment of Deed of Trust, Assignment of Leases and Rents and Security Agreement and Other Loan Documents dated April 30, 2021 and recorded June 1, 2021, under instrument number 2021060101612, in the Records (the Original Deed of Trust, as amended and assigned, the “**Deed of Trust**”), bargains, sells and conveys to JPMBB 2015-C28 IN WA WI PROPERTIES, LLC, a Delaware limited liability company (“**Grantee**”), the real estate legally described on **Exhibit A** attached hereto, situated in the County of Skagit, State of Washington.

Notwithstanding any warranty which may otherwise be implied from the use of any word, phrase or clause herein, Grantor warrants title to the Property (as defined below), only against its own acts, but not the acts of any others, but in all events, subject to those general and specific exceptions set forth on **Exhibit B** attached hereto.

Grantee, by accepting and recording this Deed, does not intend a merger of its interest under the Deed of Trust with the fee title herein conveyed to take place, and it is the intention of the parties that the property above-described shall remain subject to the lien of the Deed of Trust, which lien shall remain a first lien upon the property.

Grantor declares that this conveyance is freely and fairly made, that this is an absolute conveyance (and not a conveyance for security purposes), and that there are no agreements, oral or written, between Grantor and Grantee with respect to the conveyance of the real property described in **Exhibit A** hereto (“**Property**”), by and between Grantor and Grantee.


Grantor, for itself and for its successors in interest, does hereby expressly limit the covenants to those herein expressed, and does hereby covenant that against all persons whomsoever lawfully claiming or to claim by, through or under Grantor, that Grantor will forever warrant and defend the title to the Property subject only to those matters described in **Exhibit B** hereto.

DATED this 19th day of August, 2021 and EFFECTIVE as of the 26th day of August, 2021.

[REMAINDER OF PAGE LEFT INTENTIONALLY BLANK; SIGNATURE ON FOLLOWING PAGE]

GRANTOR:

BFO FACTORY SHOPPES LLC, a Delaware
limited liability company

By 
David R. Tinkham
Vice President

STATE OF ILLINOIS)
) ss.
COUNTY OF COOK)

I certify that I know or have satisfactory evidence that David R. Tinkham 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 Vice President of BFO FACTORY SHOPPES LLC, a Delaware limited liability company, to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

DATED: August 19, 2021

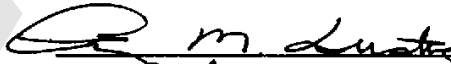

Print Name: Amy M. Lustig
NOTARY PUBLIC for the State of Illinois,
residing at 1335 S. Prairie Ave.
My appointment expires: June 28, 2025



EXHIBIT A
LEGAL DESCRIPTION

PARCEL "A":

Lot 3, City of Burlington Short Plat No. 1-92 as approved July 18, 1989, and recorded July 27, 1992, in Volume 10 of Short Plats, page 105, under Auditor's File No. 9207270058, records of Skagit County, Washington; being a portion of the Northeast 1/4 of the Northeast 1/4 of Section 7, Township 34 North, Range 4 East, W.M.,

Situate in the City of Burlington, County of Skagit, State of Washington.

PARCEL "B":

Parcel B, City of Burlington Short Plat No. B- I -92 as approved June 2, 1992, and recorded June 11, 1992, in Volume 10 of Short Plats, pages 88 and 89, under Auditor's File No. 920611000 1, records of Skagit County, Washington; being a portion of the Northeast 1/4 of the Northeast 1/4 of Section 7, Township 34 North, Range 4 East, W.M.

Situate in the City of Burlington, County of Skagit, State of Washington.

PARCEL "C":

Parcel A, City of Burlington Short Plat No. B-1-92 as approved June 2, 1992, and recorded June 11,1992, in Volume 10 of Short Plats, pages 88 and 89, under Auditor's File No. 9206110001, records of Skagit County, Washington; being a portion of the Northeast 1/4 of the Northeast 1/4 of Section 7, Township 34 North, Range 4 East, W.M.

Situate in the City of Burlington, County of Skagit, State of Washington.

PARCEL "D":

An easement for drainage, as acquired by document recorded under Auditor's File No. 8811230046, records of Skagit County, Washington, over and across the following described property:

The West 20 feet of Lot 3, City of Burlington Short Plat No. 37-76 as approved August 2, 1976, and recorded August 5, 1976, in Volume 1 of Short Plats, page 156, under Auditor's File No. 840316, records of Skagit County, Washington; being a portion of the Southeast 1/4 of the Southeast 1/4 of Section 6, Township 34 North, Range 4 East, W.M.

Situate in the City of Burlington, County of Skagit, State of Washington.

PARCEL "E":

An easement acquired by instruments recorded November 23, 1988, under Auditor's File No. 8811230048, records of Skagit County, Washington, for ingress, egress, and utilities, over, under, and across a 36.00 foot strip of land lying 18.00 feet each side of the following described centerline:

Beginning at the Northeast corner of Section 7, Township 34 North, Range 4 East, W.M.; thence South $01^{\circ}34'38''$ East, along the East line of said Section 7 a distance of 13.73 feet; thence South $86^{\circ}59'04''$ West, 40.01 feet to the true point of beginning; thence continuing South $86^{\circ}59'04''$ West, 56.99 feet to the beginning of a curve to the left having a radius of 170.00 feet; thence Southwesterly along said curve through a central angle of $66^{\circ}32'00''$, an arc distance of 197.41 feet; thence South $20^{\circ}27'04''$ West, 124.00 feet to the beginning of a curve to the right, having a radius of 273.00 feet; thence Southwesterly along said curve through a central angle of $71^{\circ}07'06''$, an arc distance of 338.86 feet; thence North $88^{\circ}25'50''$ West, 150.00 feet to the terminus point of said centerline. (Said easement being appurtenant to Parcels "B" and "C".)

Situate in the City of Burlington, County of Skagit, State of Washington.

PARCEL "F":

An easement for ingress, egress, and utilities over, under, and across that area delineated as "Access and Utility Easement" on the Easterly portion of Parcel "B" of City of Burlington-Short Plat No. B-1-92 as approved June 2, 1992, and recorded June 11, 1992, in Volume 10 of Short Plats, pages 88 and 89, under Auditor's File No. 9206110001, records of Skagit County, Washington. (Said easement is appurtenant to Parcel "C".)

Situate in the City of Burlington, County of Skagit, State of Washington.

EXHIBIT B
PERMITTED EXCEPTIONS

Relinquishment of access to State Highway and of light, view and air by Deed:

Grantee: State of Washington
Recording Date: August 25, 1954
Recording No.: 505776

Relinquishment of access to State Highway and of light, view and air by Deed:

Grantee: State of Washington
Recording Date: August 14, 1972
Recording No.: 772505

Also in Decree filed under Skagit County Superior Court Cause Nos. 21356 and 25580.

Covenants, conditions, restrictions and easements as set forth in the document:

Recording Date: December 19, 1972
Recording No.: 778343

Covenants, conditions, restrictions, recitals, reservations, easements, easement provisions, dedications, building setback lines, notes, statements, and other matters, if any, as set forth on Short Plat:

Recording No: 840316 in Volume 1 of Short Plats, page 156

Easement for the purposes shown below and rights incidental thereto, as granted in a document:

Granted to: The City of Burlington, a municipal corporation
Purpose: Utility purposes
Recording Date: September 24, 1985
Recording No.: 8509240002

Easement for the purpose shown below and rights incidental thereto as set forth in a document:

In favor of: City of Burlington
Purpose: Utility
Recording Date: October 29, 1985
Recording No.: 8510290029

Easement for the purposes shown below and rights incidental thereto as set forth in a document:

In favor of: City of Burlington
Purpose: Utility and roadway

Recording Date: August 15, 1986
Recording No.: 8608150057

Easement for the purposes shown below and rights incidental thereto as set forth in a document:

In favor of: City of Burlington
Purpose: Utility and roadway
Recording Date: November 25, 1986
Recording No.: 8611250003

Easement for the purposes shown below and rights incidental thereto as set forth in a document:

In favor of: City of Burlington
Purpose: Utility and roadway
Recording Date: April 9, 1987
Recording No.: 8704090044

Easement for the purposes shown below and rights incidental thereto as set forth in a document:

Purpose: Ingress and egress
Recording Date: July 15, 1987
Recording No.: 8707150029

Agreement, and the terms and conditions thereof:

Recording Date: November 23, 1988
Recording No.: 8811230046

Easement for the purposes shown below and rights incidental thereto as set forth in a document:

Purpose: Sanitary sewer and storm sewer
Recording Date: November 23, 1988
Recording No.: 8811230047
Amended by instrument recorded under recording number 8907200021.

Easement for the purposes shown below and rights incidental thereto as set forth in a document:

Purpose: Ingress, egress and utilities
Recording Date: November 23, 1988
Recording No.: 8811230048

Easement for the purposes shown below and rights incidental thereto as set forth in a document:

In favor of: Puget Sound Power & Light Company
Purpose: Underground distribution and electric lines and appurtenances thereto
Recording Date: July 5, 1989
Recording No.: 8907050033

Easement for the purpose shown below and rights incidental thereto as set forth in a document:

In favor of: City of Burlington
Purpose: Sewer
Recording Date: July 17, 1989
Recording No.: 8907170072

Master Declaration and agreement of easements, covenants, conditions and restrictions, and the terms and conditions thereof:

Recording Date: July 17, 1989
Recording No.: 8907170073

Easement for the purposes shown below and rights incidental thereto as set forth in a document:

In favor of: MG Burlington II Limited Partnership
Purpose: Building eaves and overhang
Recording Date: July 17, 1989
Recording No.: 8907170074

Covenants, conditions, restrictions and easements as set forth in the document:

Recording Date: July 17, 1989
Recording No.: 8907170075

Easement for the purpose shown below and rights incidental thereto as set forth in a document:

In favor of: Public Utility District No. 1 of Skagit County, Washington, a municipal corporation
Purpose: Water pipeline
Recording Date: July 31, 1989
Recording No.: 8907310011

Easement for the purpose shown below and rights incidental thereto as set forth in a document:

In favor of: City of Burlington
Purpose: Sewer line
Recording Date: December 5, 1989
Recording No.: 8912050040

Easement for the purposes shown below and rights incidental thereto as set forth in a document:

In favor of: Public Utility District No. 1
Purpose: Construction and maintenance of a water line, lines or related facilities
Recording Date: December 11, 1989
Recording No.: 8912110032

Covenants, conditions, restrictions, recitals, reservations, easements, easement provisions, dedications, building setback lines, notes, statements, and other matters, if any, as set forth on Survey:

Recording No: 9206110001

Easement for the purposes shown below and rights incidental thereto as set forth in a document:

In favor of: Puget Sound Power & Light Company

Purpose: Power line and sanitary sewer

Recording Date: July 27, 1992

Recording No.: 9207270058

Easement for the purpose shown below and rights incidental thereto as set forth in a document:

In favor of: City of Burlington

Purpose: Emergency vehicle ingress and egress

Recording Date: June 16, 1993

Recording No.: 9306160092

Easement for the purposes shown below and rights incidental thereto as set forth in a document:

In favor of: Puget Sound Power & Light Company

Purpose: Electric transmission and/or distribution line, together with necessary appurtenances

Recording Date: November 2, 1993

Recording No.: 9311020144

Easement for the purposes shown below and rights incidental thereto as set forth in a document:

In favor of: Costco Wholesale Corporation, a Washington corporation

Purpose: Ingress and egress and emergency vehicles

Recording Date: June 26, 2000

Recording No.: 200006260185

Easement for the purposes shown below and rights incidental thereto as set forth in a document:

In favor of: Puget Sound Energy, Inc.

Purpose: Underground electric transmission and/or distribution system

Recording Date: April 18, 2002

Recording No.: 200204180031

Easement and Covenant Agreement, and the terms and conditions thereof:

Recording Date: May 3, 2002

Recording No.: 200205030134

Modification of said covenants, conditions and restrictions

Recording Date: May 20, 2014

Recording No.: 201405200047

Matters disclosed by unrecorded Survey dated August, 2007, prepared by NW Datum and Design under Job No. 07017.

Easement for the purposes shown below and rights incidental thereto as set forth in a document:

In favor of: Puget Sound Energy, Inc.
Purpose: Transmission, distribution and sale of electricity
Recording Date: March 5, 2012
Recording No.: 201203050120

A lease with certain terms, covenants, conditions and provisions set forth therein.

Dated: September 28, 2001
Lessor: First Horizon Group Limited Partnership, a Delaware limited partnership
Lessee: The Gap, Inc., a Delaware corporation
Recording Date: November 6, 2001
Recording No.: 200111060054

All matters shown on that certain Survey completed under Project No. 07017c dated January, 2015 and updated, as prepared by Northwest Datum & Design and any matters which would be shown on an updated survey of the property.

Assignment of Leases and Rents:

Assigned to: Starwood Mortgage Capital LLC, a Delaware limited liability company
Assigned by: BFO Factory Shoppes LLC, a Delaware limited liability company
Recording Date: February 17, 2015
Recording No.: 201502200047

Assignment of Assignment of Leases and Rents, and the terms and conditions thereof:

Assigned to: Starwood Mortgage Funding II, LLC, a Delaware limited liability company
Assigned by: Starwood Mortgage Capital LLC, a Delaware limited liability company
Recording Date: February 20, 2015
Recording No.: 201502200050

An agreement to modify the terms and provisions of as therein provided
Recording Date: April 17, 2015
Recording No.: 201504170102

An assignment of the beneficial interest under said instrument which names:

Assignee: Wilmington Trust, National Association, as Trustee for the benefit of the Registered Holders of JPMBB Commercial Mortgage Securities Trust 2015-C28, Commercial Mortgage

Pass-Through Certificates, Series 2015-C28, and in its capacity as "Lead Securitization Note Holder".

Recording Date: August 13, 2015
Recording No.: 201508130046

Assignment of Assignment of Leases and Rents, and the terms and conditions thereof:

Assignee: JPMBB 2015-C28 IN WA WI PROPERTIES, LLC
Recording Date: June 1, 2021
Recording No.: 202106010163

A financing statement as follows:

Debtor: BFO Factory Shoppes, LLC, a Delaware limited liability company
Secured Party: Starwood Mortgage Capital LLC, a Delaware limited liability company
Recording Date: February 20, 2015
Recording No.: 201502200048

An assignment which names:
Assignee: Starwood Mortgage Funding II, LLC
Recording Date: February 20, 2015
Recording No.: 201502200051

An assignment which names:
Assignee: Wilmington Trust, National Association, as Trustee
Recording Date: August 13, 2015
Recording No.: 201508130047

A change to the above financing statement was filed
Nature of Change: Continuation
Recording Date: August 29, 2019
Recording No.: 201908290026

An assignment which names:
Assignee: JPMBB 2015-C28 IN WA WI PROPERTIES, LLC
Recording Date: June 1, 2021
Recording No.: 202106010164

Second installment of real estate taxes for 2020 not yet due and payable and all subsequent taxes and assessments thereafter.

Liability, if any, for personal property taxes pursuant to RCW 84.56.070 wherein no sale can be made without prepayment of said tax, including advance tax for the following calendar year.