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05-05-2003 12:06pm \$21.00
PIERCE COUNTY, WASHINGTON

AFTER RECORDING MAIL TO:

Port of Tacoma
Attn: Real Estate Services
P.O. Box 1837
Tacoma, WA 98401-1837

RESTRICTIVE COVENANT

The undersigned, Port of Tacoma, is the fee owner of the real property in Tacoma, in the County of Pierce, State of Washington, for which a legal description is attached as Exhibit 1 and incorporated by reference into this Restrictive Covenant (hereinafter referred to as the "Property"). The Port of Tacoma makes the following declaration as to limitations, restrictions, and uses to which the groundwater on the Property may be put, and specifies that such declarations shall constitute covenants to run with the land, as provided by law, and shall be binding on all parties and all persons claiming under them, including all current and future owners of any portion of or interest in the Property.

Section 1. Groundwater on the Property shall not be extracted, supplied or used for drinking or other human consumption or domestic use of any kind.

Section 2. The owner of the Property must notify and obtain approval from the Washington Department of Ecology, or from a successor agency, prior to any use of the groundwater on the Property that may be inconsistent with the terms of this Restrictive Covenant.

Section 3. The owner of the Property, and owner's assigns and successors in interest, reserve the right under WAC 173-340-730 and WAC 173-340-440 to record an instrument which provides that this Restrictive Covenant shall no longer limit the use of the groundwater on the Property or be of any further force or effect. However, such an instrument may be recorded only with the consent of the Washington Department of Ecology or of a successor agency.

The Port of Tacoma agrees that this Restrictive Covenant shall be filed with the Pierce County Auditor.

PORT OF TACOMA

By: Richard Marzano
Name: Richard Marzano
Its: President of Board of Commissioners
Date: 04-17-2003

By: R. Ted Bottiger
Name: R. Ted Bottiger
Its: Secretary of Board of Commissioners
Date: 04/17/03

AUDITOR'S NOTE

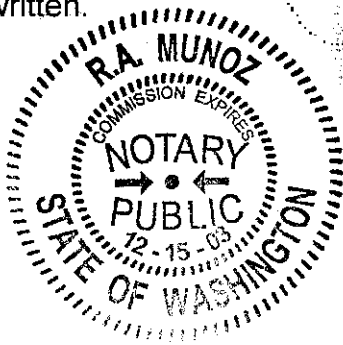
LEGIBILITY FOR RECORDING AND COPYING UN-
SATISFACTORY IN A PORTION OF THIS INSTRU-
MENT WHEN RECEIVED

For reference only, not for re-sale.

STATE OF WASHINGTON)
County of Pierce) ss.

On this 17th day of APRIL, 2003, personally appeared before me the undersigned, a Notary Public, in and for the State of Washington, duly commissioned and sworn, RICHARD MARZANO and R. TED BOTTIGER, to me known to be the President and Secretary of the PORT OF TACOMA, a municipal corporation, that executed the foregoing instrument and acknowledged the 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 are authorized to execute the said instrument and that the seal affixed is the corporate seal of said municipal corporation.

WITNESS MY HAND AND OFFICIAL SEAL hereto affixed the day and year first above written.



R.A. Munoz
NOTARY PUBLIC in and for the State
of Washington, residing at Tacoma

APPROVED AS TO FORM:

Robert J. Scott
Counsel for Port of Tacoma

For reference only, not for re-sale.

