WHEN RECORDED RETURN TO:
THADDAS L. ALSTON
ALSTON, COURTNAGE, MACAULAY & PROCTOR
1000 Second Avenue, Suite 3900
Seattle, Washington 98104-1045

94090205040 03:30:00 PM KING COUNTY RECORDS 007 R10

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RESTRICTIVE COVENANT

The undersigned, THE BOEING COMPANY, is the fee owner of real property in the County of King, State of Washington (legal description attached as Exhibit A), hereafter referred to as the "Site". The Site contains the following subsurface areas which have been confirmed with residual concentrations of petroleum hydrocarbons at levels which exceed the Method A Cleanup Guidelines as published in the Model Toxics Control Act, (MTCA, Chapter 173-340 WAC).

(1) Soil at a depth of (10) feet at the location of boring B-2, as illustrated in Plate 2 of Geotech Consultants, Inc. report dated November 5, 1993 contained elevated levels (420 parts per million - ppm) of total petroleum hydrocarbons (TPH) in the oil range. The area lies at the southeast corner of the parking garage, approximately (20) feet to the north of the garage entrance.

(2) Diesel concentrations (330 ppm) exceeding the MTCA cleanup standards have been identified in soils at a depth of ten (10) feet at the location of boring B-12. B-12 lies approximately (30) feet northwest of the corner of the Fifth and Park office building. The contaminated region lies beneath an asphalt surface, and groundwater has not been affected at this location.

(3) Groundwater contamination in the diesel range of hydrocarbons has been identified beneath a grass landscape area approximately (15) feet to the west of the northwest corner of the Fifth and Park office building. The groundwater affected region does not migrate off the property.

(4) Diesel concentrations in excess of MTCA Method A have been confirmed in groundwater at the northwest corner of the property, approximately (25) feet to the northwest of the Garden Plaza office building.

(5) Concentrations of heavy-end total petroleum hydrocarbons (TPH AT 1,200 ppm) have been identified in soil beneath the central portion of the Garden Plaza office building. The levels of TPH discovered during the initial stages of construction for the building in 1988-89 exceed the MTCA cleanup guidelines.

(6) Soil at depths of ten (10) and fifteen (15) feet situated at the north end of the Fifth and Park office building were found to contain concentrations of diesel and oil range TPH by EPA method 418.1 at 4,700 ppm and 1,300 ppm, respectively. The contamination was discovered in a boring named B-1, completed

Agra

by RZA-AGRA in May, 1989. This contaminated region is currently covered by asphalt surfacing.

The Boeing Company makes the following declaration as to limitations, restrictions, and uses to which the Site 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 it, including all current and future owners of any portion of or interest in the site.

Section 1. Any activity on the Site that may interfere with the ongoing monitoring of groundwater wells is prohibited. In addition, no groundwater may be taken for domestic purposes at the site within the rectangular area bounded to the south by North Fifth Street, to the west by Park Avenue North, to the north by North Sixth Street, and to the east by Garden Avenue North. The owner of the site shall conduct semi-annual sampling of existing Geotech Consultants' monitoring wells MW-4, MW-13 and MW-14 (shown on Exhibit "B") over a 5 year period, commencing on the date of this document. The owner shall also analyze the collected samples for TPH using Method WTPH-D extended.

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Section 2. The owner of the Site must give written notice to the Department of Ecology, or to a successor agency, of the owner's intent to convey any interest in the Site. No conveyance of title, easement, lease or other interest in the Site shall be consummated by the owner without adequate and complete provision for the continued operations, maintenance and monitoring of the groundwater wells.

Section 3. The owner must notify and obtain approval from the Department of Ecology, or from a successor agency, prior to any use of the Site that is inconsistent with the terms of this Restrictive Covenant. Public notice and comment may be sought by the Department of Ecology or a successor agency prior to approval of the proposed change.

Section 4. The owner shall allow authorized representatives of the Department of Ecology, or from a successor agency, the right to enter the Site at reasonable times for the purpose of evaluating compliance with the monitoring of groundwater wells and the remedial action, to take samples and to inspect records.

Section 5. The owner of the Site and the owner's assigns and successors in interest, reserve the right under WAC 173-340-720 and WAC 173-340-440 (1991 ed.) to record an instrument which provides that this Restrictive Covenant shall no longer limit use of the Site or be of any further force or effect. However, such an

instrument may be recorded only with the consent of the Department of Ecology, or of a successor agency. Public notice and comment may be sought by the Department of Ecology or a successor agency prior to the recording of such an instrument.

DATED this ___ day of August, 1994.

THE BOEING COMPANY

BY: _____
Signature

J.J. Nelson
Print Name

ITS: Dir. Facilities - BCAG
Title

BY: _____
Signature

Print Name

ITS: _____
Title

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STATE OF WASHINGTON)
) ss.
COUNTY OF KING)

On this 26TH day of August, 1994, before me, the undersigned, a Notary Public in and for the State of Washington, duly commissioned and sworn personally appeared J.J. NELSON known to me to be the DIRECTOR OF FACILITIES of THE BOEING COMPANY, the 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 purposes therein mentioned, and on oath stated that he/she was authorized to execute said instrument.

I certify that I know or have satisfactory evidence that the person appearing before me and making this acknowledgment is the person whose true signature appears on this document.

WITNESS my hand and official seal hereto affixed the day and year in the certificate above written.

Signature

JEFFREY ADELSON
Print Name
NOTARY PUBLIC in and for the State of Washington, residing at ISSAQUAH.
My commission expires SEPT 2, 1995.

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EXHIBIT A

SITE A PARK

Lots 1 through 10, inclusive, Block 11, Renton Farm Plat, according to the plat thereof recorded in Volume 10 of Plats, page 97, in King County, Washington.

GARDEN PLAZA

Parcel A:

Lots 5, 6, 7 and 8, Block 1, Sartorigville, according to the plat thereof recorded in Volume 8 of Plats, page 7, in King County, Washington.

Parcel B:

Lots 1 and 2, Renton Boile: Works Short Plat Number 282-79, recorded under King County Recording Number 7907109002, being a portion of Lots 9, 10, 11 and 12, Block 1, Sartorigville, according to the plat thereof recorded in Volume 8 of Plats, page 7, in King County, Washington.

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See page 2 for remainder C-F

Order - continued

Parcel C:

The East 39.3 feet of the West 83.3 feet of Lots 11 and 12, Block 1, Sartorisville, according to the plat thereof recorded in Volume 8 of Plats, page 7, in King County, Washington;

LESS the North 20 feet thereof.

Parcel D:

The West 44.2 feet of Lots 11 and 12, Block 1, Sartorisville, according to the plat thereof recorded in Volume 8 of Plats, page 7, in King County, Washington.

LESS the North 20 feet thereof.

Parcel E:

Lots 11, 12, and 13, Block 11, Renton Farm Plat, according to the plat thereof recorded in Volume 10 of Plats, page 97, in King County, Washington;

EXCEPT that portion of Lot 13 conveyed to the City of Renton by deed recorded under King County Recording Number 7203140338;

AND,

Lots 1, 2 and the North 35 feet of Lot 3, Block 1, Sartorisville, according to the plat thereof recorded in Volume 8 of Plats, page 7, in King County, Washington;

EXCEPT that portion of Lot 1 conveyed to the City of Renton by Deed recorded under King County Recording Number 7203140338.

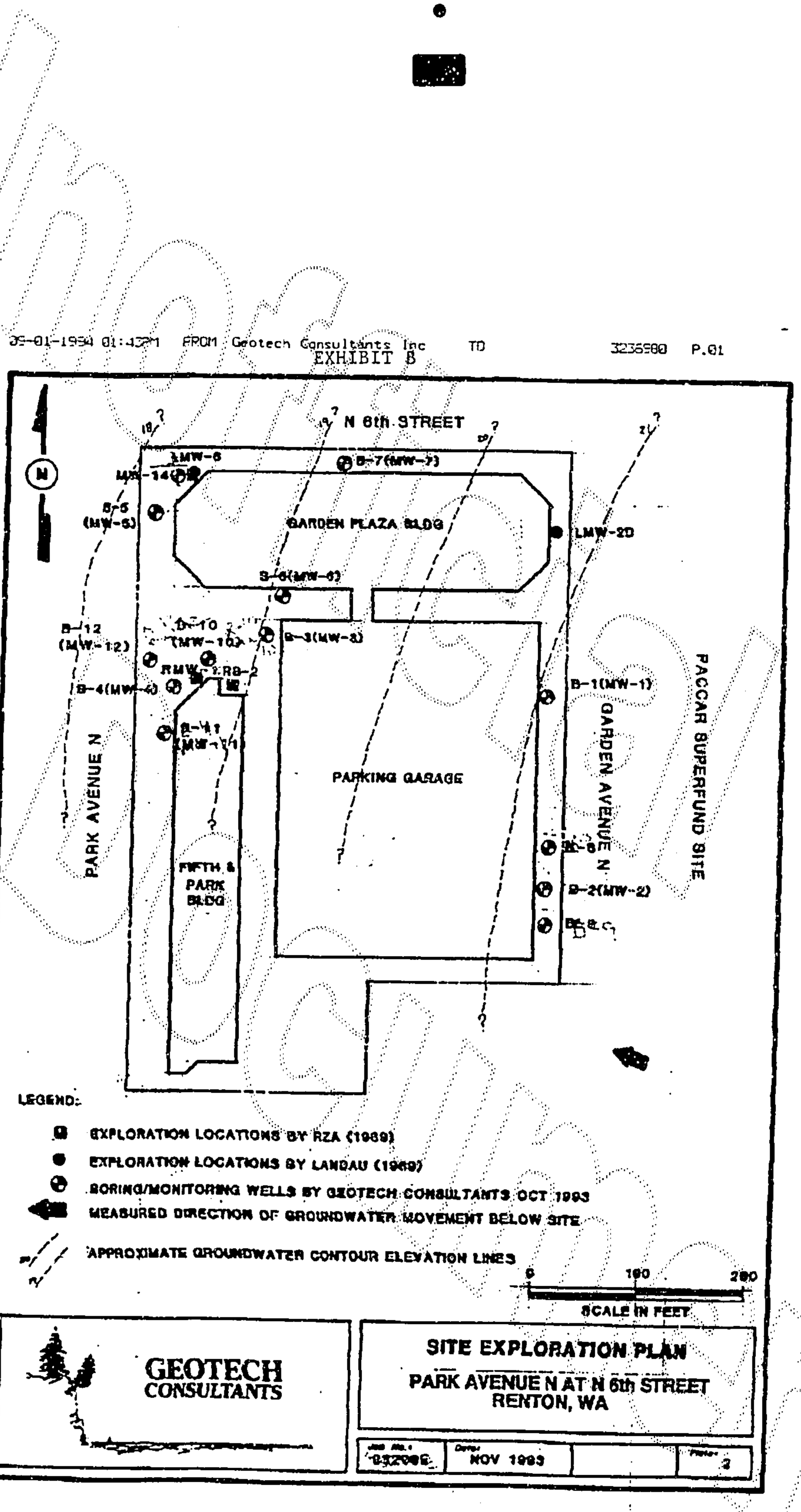
Parcel F:

Lot 4 and the South 15 feet of Lot 3, Block 1, Sartorisville, according to the plat thereof recorded in Volume 8 of Plats, page 7, in King County, Washington.

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(2)

EXHIBIT B



GEOTECH CONSULTANTS

SITE EXPLORATION PLAN

PARK AVENUE N AT N 6th STREET
RENTON, WA

Job No.	Date		Plate
93209E	NOV 1993		2

TOTAL P.01

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