

Olympia, WA
046-0220

7
RESTRICTIVE COVENANT
MCDONALD'S CORPORATION PROPERTY AT
715 PLUM STREET, OLYMPIA, WASHINGTON
FIRST AMERICAN TITLE INSURANCE COMPANY 806302

This Declaration of Restrictive Covenant is made pursuant to RCW 70.105D.030(1)(f) and (g) and WAC 173-340-440 by McDonald's Corporation, its successors and assigns, and the State of Washington Department of Ecology, its successors and assigns (hereafter "Ecology").

An independent remedial action (hereafter "Remedial Action") occurred at the property that is the subject of this Restrictive Covenant. The Remedial Action conducted at the property is described in the following document[s]: Site Characterization and Remediation Report, 715 Plum Street, Olympia, Washington, Prepared for McDonald's Corporation, October 23, 1992. This document is on file at Ecology's Southwest Regional Office.

This Restrictive Covenant is required because the Remedial Action resulted in residual concentrations of petroleum hydrocarbons which exceed the Model Toxics Control Act Method A Residential Cleanup Level for soil established under WAC 173-340-740.

The undersigned, McDonald's Corporation is the fee owner of real property (hereafter "Property") in the County of Thurston, State of Washington, that is subject to this Restrictive Covenant. The Property is legally described in Attachment A of this restrictive covenant and made a part hereof by reference.

McDonald's Corporation makes the following declaration as to limitations, restrictions, and uses to which 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 (hereafter "Owner").
Section 1.

COURTESY RECORDING ONLY.
No liability assumed by First
American Title for accuracy or
validity of this instrument or for
any condition of title.

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a. A portion of the Property contains petroleum hydrocarbon contaminated soil that exceeds Method A Residential Cleanup Levels. This soil is located adjacent to and immediately north of the north end of the existing McDonalds building as shown in Attachment B. In addition, soil in the immediate vicinity of former monitoring well MS-5 may also contain concentrations of petroleum hydrocarbons that exceed Method A Residential Cleanup Levels (see Attachment B). The Owner shall not alter, modify, or remove the existing structure[s] in any manner that may result in the release or exposure to the environment of that contaminated soil or create a new exposure pathway without prior written approval from Ecology. Some examples of activities that are prohibited in the capped areas include: drilling, digging, placement of any objects or use of any equipment which deforms or stresses the surface beyond its load bearing capability, piercing the surface with a rod, spike or similar item, bulldozing or earthwork.

Section 2. Any activity on the Property that may result in the release or exposure to the environment of a hazardous substance that remains on the Property as part of the Remedial Action, or create a new exposure pathway, is prohibited without prior written approval from Ecology.

Section 3. The Owner of the property must give thirty (30) day advance written notice to Ecology of the Owner's intent to convey any interest in the Property. No conveyance of title, easement, lease, or other interest in the Property shall be consummated by the Owner without adequate and complete provision for continued maintenance of the Remedial Action.

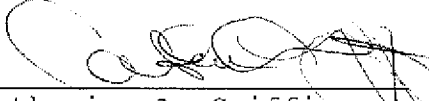
Section 4. The Owner must restrict leases to uses and activities consistent with the Restrictive Covenant and notify all lessees of the restrictions on the use of the Property.

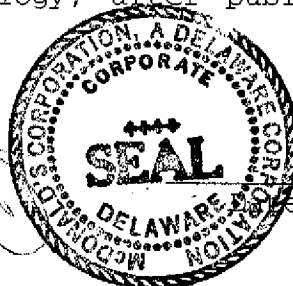
Section 5. The Owner must notify and obtain approval from Ecology prior to any use of the Property that is inconsistent with the terms of this Restrictive Covenant. Ecology may approve any inconsistent use only after public notice and comment.

Section 6. The Owner shall allow authorized representatives of Ecology the right to enter the Property at reasonable times for the purpose of evaluating the Remedial Action; to take samples, to inspect remedial actions conducted at the property, and to inspect records that are related to the Remedial Action.

Section 7. The Owner of the Property reserves the right under WAC 173-340-440 to record an instrument that provides that this Restrictive Covenant shall no longer limit use of the Property or be of any further force or effect. However, such an instrument may be recorded only if Ecology, after public notice and opportunity for comment, concurs.

McDONALD'S CORPORATION


Catherine A. Griffin
Assistant Vice-President



7-13-99

signed



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LEGAL DESCRIPTION

A tract of land situated in the southeast quarter of Section 14, Township 18 North, Range 2 West, Willamette Meridian, Thurston County, Washington, said tract of land being more particularly described as follows:

Lots 3, 4 and 5 of Block 16 of Swans Addition to the City of Olympia in the southeast quarter of Section 14, Township 18 North, Range 2 West, Willamette Meridian, Thurston County, Washington, as recorded in Volume 1 of Plats, Page 37, together with the vacated south 20 feet of 7th Avenue adjoining said lots on the north, as vacated by Ordinance No. 138; excepting therefrom the south 10 feet of said lots for alley as created by Ordinance No. 138. Together with the north one-half of vacated alley adjoining said lots on the south, as vacated by Ordinance No. 2914.

Also together with Lots 6 and 7, Block 16 of Swans Addition to the City of Olympia in the southeast quarter of Section 14, Township 18 North, Range 2 West, Willamette Meridian, Thurston County, Washington, as recorded in Volume 1 of Plats, Page 37; together with the south 10 feet of vacated alley adjoining said lots on the north, as vacated by Ordinance No. 138; together with the south one-half of vacated alley adjoining said lots on the north, as vacated by Ordinance No. 2914.

Also known as:

A tract of land situated in the southeast quarter of Section 14, Township 18 North, Range 2 West, Willamette Meridian, Thurston County, Washington, being more particularly described as follows:

Beginning at a City of Olympia monument in the intersection of 7th Avenue and Plum Street; thence South 85°55'15" West, 24.00 feet; thence South 04°04'54" East, 36.00 feet to a 5/8" iron rod at the northeast corner of Lot 5, Block 16 of "Swans Addition to the City of Olympia" and the TRUE POINT OF BEGINNING; thence South 85°55'15" West along the south line of 7th Avenue 180.17 feet to a 1/2" iron pipe; thence South 04°04'25" East, 124.93 feet; thence North 85°55'16" East, 60.06 feet; thence South 04°04'37" East, 124.93 feet to a 1/2" iron rod at the southwest corner of Lot 7, Block 16 of Swans Addition, said point being on the north line of 8th Avenue; thence North 85°55'15" East along the north line of 8th Avenue 120.14 feet to a point on the west line of Plum Street; thence North 04°04'54" West along the west line of Plum Street 249.86 feet to the TRUE POINT OF BEGINNING.

Situate in Thurston County, State of Washington.

ATTACHMENT "A"



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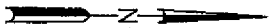
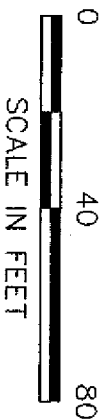




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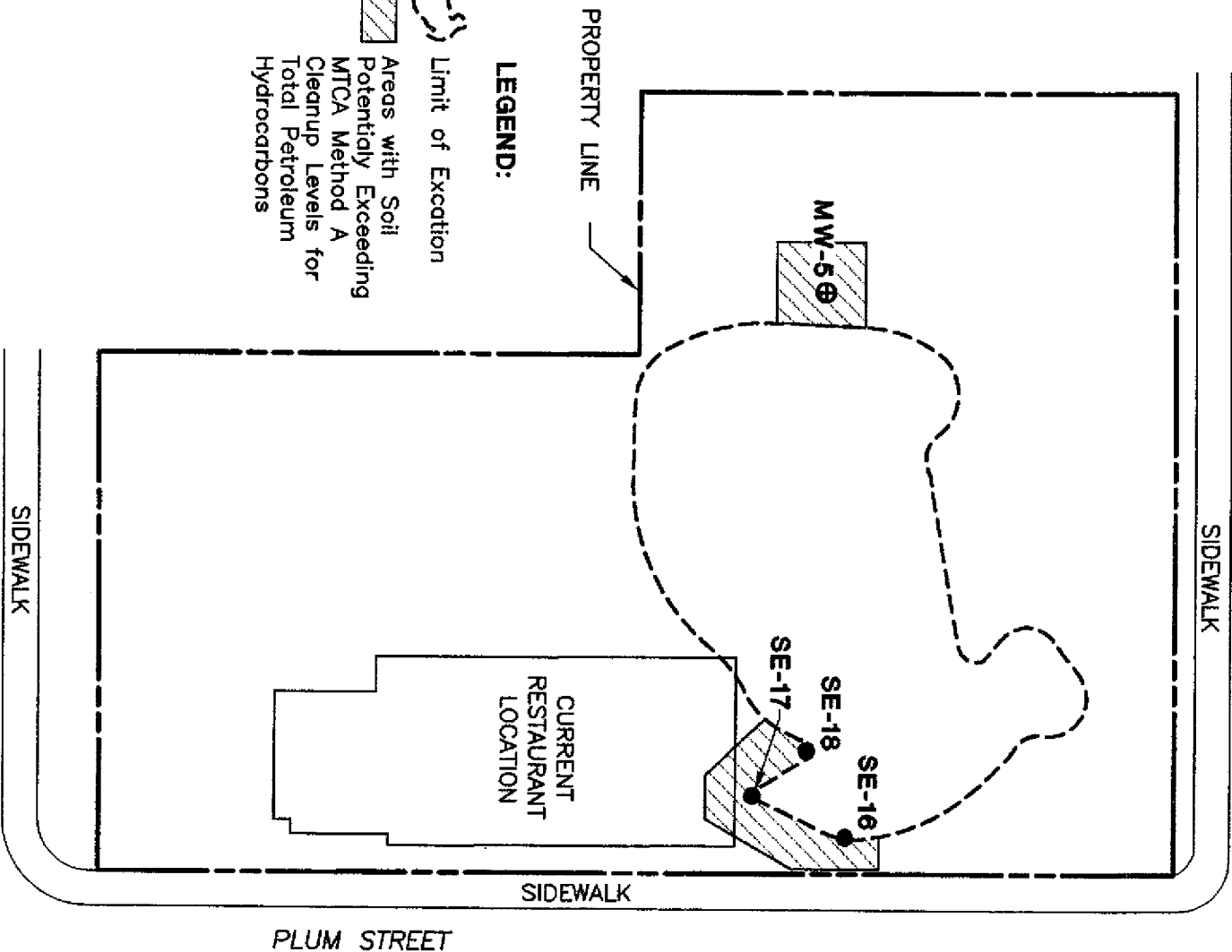


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PROJECT NO.
40510-003.002

ATTACHMENT B
MCDONALDS CORPORATION
OLYMPIA SITE
**APPROXIMATE LOCATION OF SOIL
EXCEEDING MTCA METHOD A TPH
CLEANUP LEVELS**



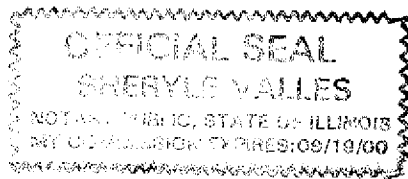
 Limit of Excavation
 Areas with Soil
Potentially Exceeding
MTCA Method A
Cleanup Levels for
Total Petroleum
Hydrocarbons




**McDONALD'S
(ACKNOWLEDGMENT)**

I, **Sheryle Valles**, a Notary Public in and for the county and state aforesaid, DO HEREBY CERTIFY that **Catherine A. Griffin, Assistant Vice President of McDonald's Corporation**, who is personally known to me to be the same person whose name is subscribed to the foregoing instrument as such **Assistant Vice President** appeared before me this day in person and acknowledged that she signed, sealed and delivered the said instrument as her free and voluntary act as such **Assistant Vice President** and as the free and voluntary act of said corporation for the uses and purposes therein set forth.

Given under my hand and notarial seal 13th day of July, 1999.




Notary Public

My commission expires September 19, 2000.



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