



After Recording Return to:

Patti Carter
Department of Ecology
4601 N. Monroe Street
Spokane, WA 99205

Environmental Covenant – Becker Buick (Sprague Ave)

Grantor: CORNWELL FAMILY, LLC
Grantee: STATE OF WASHINGTON, DEPARTMENT OF ECOLOGY
Legal: NOSLER ADD AND ASSESSORS PLAT NO 2 LTS 1 THRU 6 BLK 3
NOSLER ADD AND VAC STP N OF AND ADJ AND TRS 2 THRU 6
ASSESSORS PLAT NO 2 EXC PTN DEEDED FOR ST TOG W/ E 1/2
OF VAC SHERIDAN ST LYG W OF & ADJ TO (ORD# C33476).
Tax Parcel No.: 35202.0101

Grantor, CORNWELL FAMILY, LLC, a Washington Limited Liability Company, hereby binds Grantor, its successors and assigns to the land use restrictions identified herein and grants such other rights under this environmental covenant (hereafter "Covenant") made this 12th day of May, 2009 in favor of the State of Washington Department of Ecology ("Ecology"). Ecology shall have full right of enforcement of the rights conveyed under this Covenant pursuant to the Model Toxics Control Act, RCW 70.105D.030(1)(g), and the Uniform Environmental Covenants Act, 2007 Wash. Laws Ch. 104, sec. 12.

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

A remedial action (hereafter "Remedial Action") occurred at the property that is the subject of this Covenant. The Remedial Action conducted at the property is described in the following documents:

- Site Assessment Results on Underground Storage Tank System Closure, Becker Buick – GMC Trucks, E. 636 Sprague Avenue, Spokane, Washington: Rob's Demolition, December 1991.
- Independent Cleanup of Petroleum Contaminated Soil, Becker Buick, 636 E. Sprague Avenue, Spokane, WA: Rob's Demolition, May 2002.
- Phase II Environmental Site Assessment, Becker Buick, Inc., 636 East Sprague, Spokane, Washington: GeoEngineers, Inc., November 16, 2007.
- Underground Hoist Decommissioning and Soil Sampling Report, Becker Buick GMC, Inc., 636 East Sprague Avenue, Spokane, Washington: URS Corporation, December 19, 2008.

These documents are on file at Ecology's Eastern Regional Office.

This Covenant is required because the Remedial Action resulted in residual concentrations of Diesel- and Oil-range Petroleum Hydrocarbons which exceed the Model Toxics Control Act Method B Cleanup Levels for SOIL established under WAC 173-340-740.

The undersigned, Cornwell Family, LLC, is the fee owner of real property (hereafter "Property") in the County of Spokane, State of Washington that is subject to this Covenant. The Property is legally described on the Exhibit "A" attached hereto.

Cornwell Family, LLC 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. Any activity on the Property that may result in the release or exposure to the environment of the contaminated soil that was contained as part of the Remedial Action, or create a new exposure pathway, is prohibited. 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 interfere with the integrity of the Remedial Action and continued protection of human health and the environment is prohibited.

Section 3. 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 4. 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 monitoring, operation, and maintenance of the Remedial Action.

Section 5. The Owner must restrict leases to uses and activities consistent with the Covenant and notify all lessees of the restrictions on the use of the Property.

Section 6. The Owner must notify and obtain approval from Ecology prior to any use of the Property that is inconsistent with the terms of this Covenant. Ecology may approve any inconsistent use only after public notice and comment.

Section 7. 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, to determine compliance with this Covenant, and to inspect records that are related to the Remedial Action.

Section 8. The Owner of the Property reserves the right under WAC 173-340-440 to record an instrument that provides that this 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.

Dated: May 12, 2009

CORNWELL FAMILY, LLC

By Dale R. Cornwell
DALE R. CORNWELL, Manager

By Georgia L. Cornwell
GEORGIA L. CORNWELL, Manager

STATE OF WASHINGTON
DEPARTMENT OF ECOLOGY

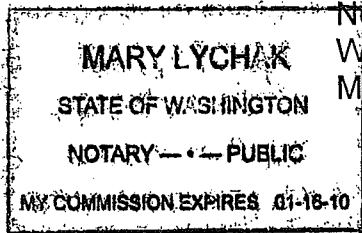
By Michael A. Hissler
MICHAEL A. HISSLER, Section Manager,
Toxics Cleanup Program

Dated: May 18, 2009

STATE OF WASHINGTON)

County of Spokane) ss.

On this 17th day of May, 2009, I certify that DALE R. CORNWELL and GEORGIA L. CORNWELL, personally appeared before me, acknowledged that they are the Managers of CORNWELL FAMILY, LLC, a Washington Limited Liability Company, the Company that executed the within and foregoing instrument, and signed said instrument by free and voluntary act and deed of said Company, for the uses and purposes therein mentioned, and on oath stated that they were authorized to execute said instrument for said Company.



Mary Lychak
Notary Public in and for the State of
Washington, residing at Spokane
My appointment expires 1-16-10

Exhibit A
Legal Description

Lots 1, 2, 3, 4, 5 and 6 in Block 3 of NOSLER'S ADDITION to Spokane, as per plat recorded in Volume "A" of Plats, Page 102, Records of Spokane County;

Also Tracts 3, 4, 5 and 6, Assessor's Plat No. 2, as per plat thereof recorded in Volume "C" of Plats, Page 90;

TOGETHER WITH a portion of a strip, as vacated by Spokane County Ordinance No. A-2915, Recorded August 6, 1907, under Auditor's File No. 178514, lying between lots 1, 2, 3, 4, 5 and 6 in Block 3 of said Nosler's Addition and Tracts 3, 4, 5 and 6 of said Assessor's Plat No. 2 and that portion of Tract 2 of said Assessor's Plat No. 2, described as follows:

BEGINNING at the Northeast corner of Lot 1 in Block 3 of said NOSLER'S ADDITION;

Thence West along the North line of said lots 1, 2, 3, 4, 5 and 6 in Block 3, to the Northwest corner of said Lot 6;

Thence North along the West line of said Lot 6, extended to the Southwest corner of Tract 6 of said ASSESSOR'S PLAT NO. 2;

Thence Easterly along the South line of Tracts 6, 5, 4 and 3 of said ASSESSOR'S PLAT NO. 2 to the Southeast corner of said Tract 3;

Thence North along East line of said Tract 3 to its intersection with the South line of Sprague Avenue as now located; thence Southeasterly along the Southerly line of Sprague Avenue to a point where same intersects the East line of Lot 1 in Block 3 of said NOSLER'S ADDITION, extended North;

Thence South along the said East line of Lot 1 Extended 17.7 feet, more or less, to Point of Beginning;

Situate in the City of Spokane, County of Spokane, State of Washington.

Together with the East half of vacated Sheridan Street from Sprague Avenue to 1st Avenue vacated by Ordinance No. C33476 and Recorded under Auditor's File No. 5373396 that would attach by operation of law.