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KING COUNTY, WA

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COVERSHEET TO
RESTRICTIVE COVENANT

GRANTOR(S):

T.P.D. AUBURN; STATE OF WASHINGTON

GRANTEE(S):

PUBLIC

ABBREVIATED

LEGAL DESCRIPTION:

Portion Lots 1, 2, 3 & 10, Block B, Lunn's Garden
Tracts to Auburn, Vol. 10, Pg. 33 (See Page 5 for full
legal description)

ASSESSOR'S TAX PARCEL NO.: 446340-0071-08

T.P.D. Auburn
825 Central Ave. S.
Kent, WA 98032

RESTRICTIVE COVENANT

This declaration of Restrictive Covenant is made pursuant to RCW 70.105D.030(1)(f and g), and WAC 173-340-440 by T.P.D. Auburn, its successors and assigns, and the Washington State Department of Ecology, its successors and assigns.

Legal Description: See Exhibit A

Tax Parcel I.D. #: 446340-0071-08

RESTRICTIVE COVENANT

T.P.D. Auburn, property at 23 D St. NW, Auburn, WA

This Declaration of Restrictive Covenant is made pursuant to RCW 70.105D.030(1)(f) and (g) and WAC 173-340-440 by T.P.D. Auburn (a California general partnership), 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]:

- a) Geotech Consultants, Inc., October 15, 1993, Closure Report: Underground Storage Tank, 233 D Street NW, Auburn, Washington.
- b) Enco Environmental Corporation, 2001, Subsurface Phase II Environmental Site Assessment, Custom-Bilt Metals, 233 D Street NW, Auburn, Washington.
- c) Enco Environmental Corporation, February 12, 2002, Soil Remediation by Removal, Custom-Bilt Metals, 233 D Street NW, Auburn, Washington.
- d) Shannon & Wilson, Inc., October 9, 2002, Independent Remedial Action Report, Addendum, Lot 2, Custom-Bilt Metals, 233 D Street NW, Auburn, Washington.
- e) Shannon & Wilson, Inc., December 18, 2002, Letter Report to Mr. Grant Yang documenting the results of environmental sampling under building on Lot 1, Custom-Bilt Metals, 233 D Street NW, Auburn, Washington.

These documents are on file at Ecology's NWRO.

This Restrictive Covenant is required because the Remedial Action resulted in residual concentrations of total carcinogenic polycyclic aromatic hydrocarbons, as well as the following individual carcinogenic polycyclic aromatic hydrocarbons: benzo(a)anthracene, chrysene, benzo(b)fluoranthene, benzo(k)fluoranthene, benzo(a)pyrene, indeno(1,2,3-c,d)pyrene, and benzo(g,h,i)perylene, which exceed the Model Toxics Control Act Method A Residential Cleanup Levels for soil established under WAC 173-340-740.

The undersigned, T.P.D. Auburn, is the fee owner of real property (hereafter "Property") in the County of King, State of Washington, that is subject to this Restrictive Covenant. The Property is legally described in Exhibit A to this Restrictive Covenant and made a part hereof by

reference.

T.P.D. Auburn 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. A portion of the Property contains soil contaminated with slightly elevated concentrations of total carcinogenic polycyclic aromatic hydrocarbons, as well as the following individual carcinogenic polycyclic aromatic hydrocarbons: benzo(a)anthracene, chrysene, benzo(b)fluoranthene, benzo(k)fluoranthene, benzo(a)pyrene, indeno(1,2,3-c,d)pyrene, and benzo(g,h,i)perylene. These contaminated soils are located under the south-central part of the warehouse building, and may also be present under a concrete ramp adjoining the south side of the warehouse. The Owner shall not alter, modify, or remove the existing structures 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.

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 Restrictive 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 Restrictive 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, 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 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.

T.P.D. Auburn

by [Signature]

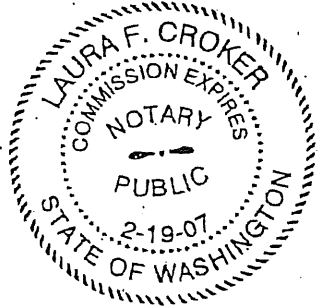
Its Partner

Dated: 6/25/03

STATE OF WA)
) ss.
COUNTY OF KING)

I certify that I know or have satisfactory evidence that George Popson 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 General Partner of T.P.D. AUBURN, to be the free and voluntary act of such general partnership, for the uses and purposes mentioned in the in the instrument.

WITNESS my hand and official seal hereto affixed this 25 day of June 2003, 2003.



Laura F. Croker
(Print name) [Signature]
Notary Public in and for the State of WA
My appointment expires 2/19/07

EXHIBIT A

A PORTION OF LOTS 1, 2, 3 AND 10, BLOCK "B", LUNN'S GARDEN TRACTS TO AUBURN, ACCORDING TO THE PLAT THEREOF RECORDED IN VOLUME 10 OF PLATS, PAGE 33, IN KING COUNTY, WASHINGTON, BEING A PORTION OF THE SOUTHWEST QUARTER OF THE NORTHEAST QUARTER OF SECTION 13, TOWNSHIP 21 NORTH, RANGE 4 EAST, W.M., KING COUNTY, WASHINGTON AND MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHEAST CORNER OF SAID LOT 3; THENCE NORTH 87°58'52" WEST, ALONG THE SOUTH LINE THEREOF, 33 FEET; THENCE NORTH 03°45'30" WEST, 166.82 FEET TO THE TRUE POINT OF BEGINNING; THENCE CONTINUING NORTH 03°45'30" WEST, 173.50 FEET, TO THE SOUTHERLY LINE OF THE NORTHERN PACIFIC RAILROAD RIGHT-OF-WAY; THENCE NORTH 86°46'06" EAST, ALONG SAID SOUTHERLY LINE 336.31 FEET, TO THE EASTERLY LINE OF SAID LOT 10; THENCE SOUTH 03°05'54" EAST, ALONG SAID EASTERLY LINE, 170.41 FEET; THENCE SOUTH 86°14'30" WEST, 334.33 FEET TO THE TRUE POINT OF BEGINNING.

(ALSO KNOWN AS LOT 1 OF CITY OF AUBURN LOT LINE ADJUSTMENT NO. LLA-01-0012, RECORDED UNDER RECORDING NO. 20010723001875.)

SITUATE IN THE CITY OF AUBURN, COUNTY OF KING, STATE OF WASHINGTON.