

RETURN ADDRESS:

PACIFICA BANK
10900 N.E. 4TH STREET, SUITE 200
BELLEVUE, WA 98004



200007280031

Kathy Hill, Skagit County Auditor
7/28/2000 Page 1 of 4 9:35:03AM

m 7339-2
FIRST AMERICAN TITLE CO.

MODIFICATION OF DEED OF TRUST

Reference # (if applicable): 199912280094

Additional on page _____

Grantor(s):

1. SEACREST REAL ESTATE DEVELOPMENT, L.L.C.

Grantee(s)/Assignee/Beneficiary:

PACIFICA BANK, Beneficiary

First American Title Company of Skagit County, Trustee

Legal Description: LOTS 3 AND 4, SURVEYS, VOL. 21, PAGES
187-188; BEING A PORTION OF LOTS 2-6, BLOCK 1401,
"NORTHERN PACIFIC ADDITION TO ANACORTES"

Additional on page _____

Assessor's Tax Parcel ID#: 350123-0-004-0205 (R31718) & 3809-401-010-0104 (R58373)

THIS MODIFICATION OF DEED OF TRUST IS DATED JULY 7, 2000, BETWEEN SEACREST REAL ESTATE DEVELOPMENT, L.L.C., whose address is 2306 35TH COURT, ANACORTES, WA 98221, A WASHINGTON LIMITED LIABILITY COMPANY (referred to below as "Grantor"); ; and PACIFICA BANK (referred to below as "Lender"), whose address is 10900 N.E. 4TH STREET, SUITE 200, BELLEVUE, WA 98004.

MODIFICATION OF DEED OF TRUST
(Continued)

DEED OF TRUST. Grantor and Lender have entered into a Deed of Trust dated December 23, 1999 (the "Deed of Trust") recorded in Skagit County, State of Washington as follows:

**THE DEED OF TRUST RECORDED ON DECEMBER 28, 1999, UNDER RECORDING NUMBER 199912280094
RECORDS OF SKAGIT COUNTY, WASHINGTON**

REAL PROPERTY DESCRIPTION. The Deed of Trust covers the following described real property (the "Real Property") recorded in Skagit County, State of Washington:

SEE SCHEDULE "A" ATTACHED HERETO AND BY THIS REFERENCE INCORPORATED HEREIN

The Real Property tax identification number is 350123-0-004-0205 (R31718) & 3809-401-010-0104 (R58373).

MODIFICATION. Grantor and Lender hereby modify the Deed of Trust as follows:

The word "Note" is amended to read: The Note dated July 7, 2000, in the original principal amount of \$1,324,750.00 from Borrower and any co-borrowers to Lender, together with all renewals, extensions, modifications, refinancings, and substitutions for the Note. NOTICE TO GRANTOR: THE NOTE CONTAINS A VARIABLE INTEREST RATE

CONTINUING VALIDITY. Except as expressly modified above, the terms of the original Deed of Trust shall remain unchanged and in full force and effect. Consent by Lender to this Modification does not waive Lender's right to require strict performance of the Deed of Trust as changed above nor obligate Lender to make any future modifications. Nothing in this Modification shall constitute a satisfaction of the promissory note or other credit agreement secured by the Deed of Trust (the "Note"). It is the intention of Lender to retain as liable all parties to the Deed of Trust and all parties, makers and endorsers to the Note, including accommodation parties, unless a party is expressly released by Lender in writing. Any maker or endorser, including accommodation makers, shall not be released by virtue of this Modification. If any person who signed the original Deed of Trust does not sign this Modification, then all persons signing below acknowledge that this Modification is given conditionally, based on the representation to Lender that the non-signing person consents to the changes and provisions of this Modification or otherwise will not be released by it. This waiver applies not only to any initial extension or modification but also to all such subsequent actions.

EACH GRANTOR ACKNOWLEDGES HAVING READ ALL THE PROVISIONS OF THIS MODIFICATION OF DEED OF TRUST, AND EACH GRANTOR AGREES TO ITS TERMS.

GRANTOR:

By: _____

JOHN RANDY COX, MANAGER/MEMBER

By: _____

VINCENT F. VENTIMIGLIA, MEMBER

LENDER:

PACIFICA BANK

By: _____

Authorized Officer

LIMITED LIABILITY COMPANY ACKNOWLEDGMENT

STATE OF WASHINGTON

) SS

COUNTY OF SKAGIT

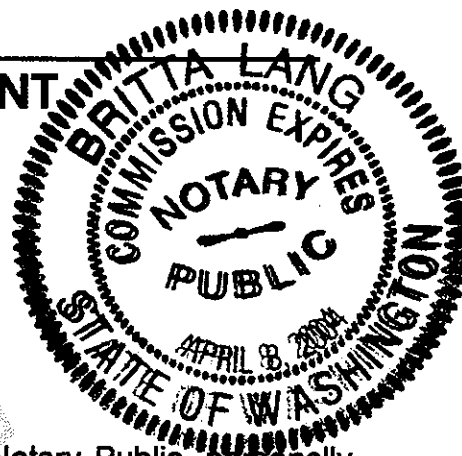
On this 27th day of JULY, 2000, before me, the undersigned Notary Public, personally appeared **JOHN RANDY COX, MANAGER/MEMBER; and VINCENT F. VENTIMIGLIA, MEMBER**, and personally known to me or proved to me on the basis of satisfactory evidence to be members or designated agents of the limited liability company that executed the Modification of Deed of Trust and acknowledged the Modification to be the free and voluntary act and deed of the limited liability company, by authority of statute, its articles of organization or its operating agreement, for the uses and purposes therein mentioned, and on oath stated that they are authorized to execute this Modification and in fact executed the Modification on behalf of the limited liability company.

By: _____

Notary Public in and for the State of WA

Residing at ANACORTES, WA

My commission expires APRIL 8, 2004

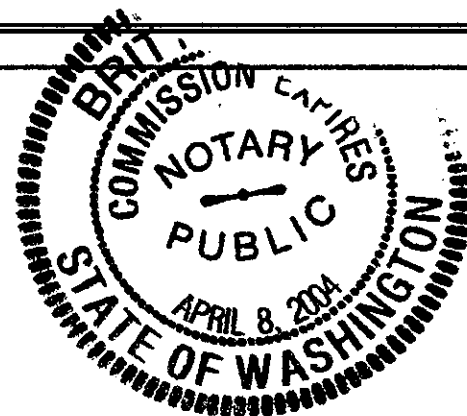


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Kathy Hill, Skagit County Auditor

LENDER ACKNOWLEDGMENT

STATE OF WASHINGTON)
) SS
COUNTY OF SKAGIT)

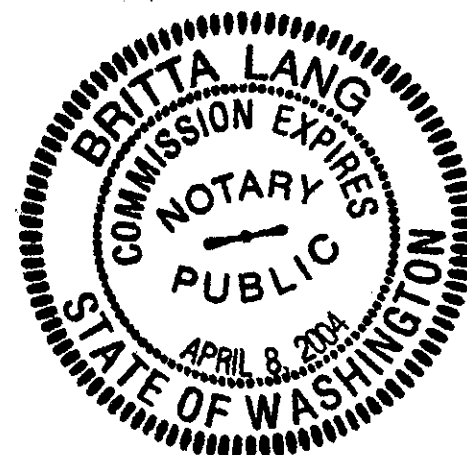


On this _____ day of _____, 20____, before me, the undersigned Notary Public, personally appeared LARRY HOOK, and personally known to me or proved to me on the basis of satisfactory evidence to be the VICE PRESIDENT OF PACIFICA BANK, authorized agent for the Lender that executed the within and foregoing instrument and acknowledged said instrument to be the free and voluntary act and deed of the said Lender, duly authorized by the Lender through its board of directors or otherwise, for the uses and purposes therein mentioned, and on oath stated that he or she is authorized to execute this said instrument and that the seal affixed is the corporate seal of said Lender.

By [Signature]
Notary Public in and for the State of WA

Residing at ANACORTES, WA
My commission expires APRIL 8, 2004

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SCHEDULE "A"

Parcel "A":

A portion of Lots 2, 3, 4, 5, and 6, of Block 1401, "NORTHERN PACIFIC ADDITION TO ANACORTES", according to the plat thereof recorded in Volume 2 of Plats, page 9, records of Skagit County, Washington, and portions of the abandoned Great Northern Pacific Railway right-of-way, being more particularly described as follows:

Beginning at a point on the South line of said Lot 3, lying 10 feet Easterly as measured perpendicular to the West line of said Lot 3; thence North 69 degrees 42'24" East along the South line of said Block 1401, a distance of 40.00 feet to a point on the South line of said Lot 2, lying 20 feet Easterly, as measured perpendicular to the West line of said Lot 2; thence North 20 degrees 17'36" West parallel to and 20 feet Easterly as measured perpendicular to the West line of said Lot 2, a distance of 157.63 feet thence South 69 degrees 42'24" West, a distance of 45.00 feet; thence North 20 degrees 17'36" West a distance of 78.19 feet; thence North 06 degrees 08'45" East a distance of 90.67 feet to a point 15 feet distant Southeasterly, measured at right angles from the centerline of the railway of said Great Northern Railway Company, as located and constructed on March 6, 1940; thence Southwesterly along said right-of-way margin a distance of 125.5 feet to a point lying 10 feet East (as measured perpendicular) of the Northerly projection of the West line of said Lot 6; thence South 20 degrees 17'36" East parallel to and 10 feet distant from the West line of said Lot 6, a distance of 184.11 feet; thence North 69 degrees 42'24" East a distance of 90.00 feet to a point lying North 20 degrees 17'36" West from the point of beginning; thence South 20 degrees 17'36" East a distance of 127.63 feet to the point of beginning.

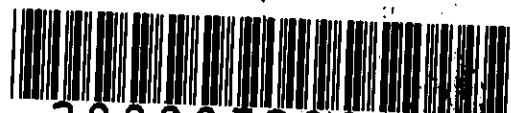
(Also known as Lot 3 of Survey, recorded April 23, 1999 under Auditor's File No. 9904230058, filed in Volume 21 of Surveys, pages 187 and 188).

Parcel "B":

A portion of Lots 1, 2 and 3, of Block 1401, "NORTHERN PACIFIC ADDITION TO ANACORTES", according to the plat thereof recorded in Volume 2 of Plats, page 9, records of Skagit County, Washington, and portion of the abandoned Great Northern Pacific Railway right-of-way, being more particularly described as follows:

Beginning at the Southeast corner of said Lot 1; thence North 20 degrees 17'36" West along the East line of said Lot 1, a distance of 183.28 feet to the Northeasterly corner of said Lot 1; thence North 67 degrees 59'20" East along the Northerly margin of New York Avenue, a distance of 80.04 feet to the Northwestern corner of Block 1301; thence North 20 degrees 17'36" West along the Westerly boundary of said Block 1301 extended to a point 15 feet distant Southeasterly, measured at right angles from the centerline of the railway of said Great Northern Railway Company, as located and constructed on March 6, 1940; thence Southwesterly along said right-of-way margin a distance of 124.69 feet; thence South 06 degrees 08'45" West a distance of 90.67 feet; thence South 20 degrees 17'36" East a distance of 78.19 feet; thence North 69 degrees 42'24" East a distance of 45.00 feet to a point lying 10 feet West, as measured perpendicular, of the West line of said Lot 1; thence South 20 degrees 17'36" East parallel to and 10 feet distant Westerly of the West line of said Lot 1 a distance of 157.63 feet to the South line of said Block 1401; thence North 69 degrees 42'24" East along the South line of said Block 1401 a distance of 40.00 feet to the point of beginning.

(Also known as Lot 4 of Survey, recorded April 23, 1999 under Auditor's File No. 9904230058, filed in Volume 21 of Surveys, pages 187 and 188).



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