

Debra Nelson

Please send acknowledgments to
Mary McIntyre
Unisearch, Inc.
PO Box 11940
Olympia WA 98508-1940



199911190020
Kathy Hill, Skagit County Auditor
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UCC-2 FIXTURE FILING

Reference # (if applicable): _____
Debtor(s)(Assignor): (1) Mitzel's Farmhouse Inn, LLC Add. on pg. _____
Secured Party(ies)(Assignee): (1) Simon D. Carey, Jr. (2) _____
Add. on page _____ Legal Description (abbreviated): Parcels A, B, C, and D of Skagit (see attached)
P&N NE 1/4 - SW 1/4 7/34/3
Add. legal is on page land 2 Assessor's Property Tax Parcel/Account# P21199; P21182; P21183;
P21184

This FIXTURE FILING is presented pursuant to the Washington Uniform Commercial Code:

- LEASE - This filing is for informational purposes only. The terms debtor and secured party are to be construed as LESSEE and LESSOR.
- CONSIGNMENT - This filing is for information purposes only. The term debtor and secured party are to be construed as CONSIGNEE and CONSIGNOR.

1. DEBTOR(S) (or assignor(s)) (last name first, and address(es)) Mitzel's Farmhouse Inn, LLC 1376 La Conner-Whitney Road Mount Vernon, WA 98273	2. FOR OFFICE USE ONLY
	3. NO. OF ADD. SHEETS ATTACHED. <u>2</u>
4. SECURED PARTY(IES) (or assign(s)) (name and address) Simon D. Carey, Jr. 4038-B 128th Avenue SE, #253 Bellevue, WA 98006-5200	5. ASSIGNEE(S) OF SECURED PARTY(IES) (if applicable) (name and address(es))

6. This FIXTURE FILING covers the following types or items of property:

- The goods are to become fixtures on the real property described on page 1 and 2 attached hereto.
- The property is timber standing on...

- The property is minerals or the like (including gas and oil) or accounts to be financed at the wellhead or minehead of the well or mine located on... (Describe real estate. Use legal description.)

This FIXTURE FILING is to be filed for record in the real estate records. If the debtor does not have an interest of record in the realty, the name of a record owner is Skagit State Bank.

- Products of collateral are also covered.

7. RETURN ACKNOWLEDGMENT COPY TO: Robert J. Shaw SHORT CRESSMAN & BURGESS P.L.L.C. 999 Third Avenue, 30th Floor Seattle, WA 98104-4088	FILED FOR RECORD WITH COUNTY AUDITOR OF COUNTY IN WHICH REAL PROPERTY IS LOCATED
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8. This statement is signed by the Secured Party(ies) instead of the Debtor(s) to perfect a security interest in collateral. (Please check appropriate box.)

- (a) already subject to a security interest in another jurisdiction when it was brought into this state, or when the debtor's location was changed to this state, or
- (b) which is proceeds of the original collateral described above in which a security interest was perfected, or
- (c) as to which the filing lapsed, or
- (d) acquired after the change of name, identity, or corporate structure of the debtor(s).

Complete fully if box (d) is checked.
 Complete as applicable for (a) (b) and (c):

Original recording number _____

Filing Office where filed _____

Former name of debtor(s): _____

9. USE IF APPLICABLE

Mitzel's Farmhouse Inn, LLC.
 TYPE NAME(S) OF DEBTOR(S) (or assignor(s))

[Signature]
 SIGNATURE(S) OF DEBTOR(S) (or assignor(s))

Simon D. Carey, Jr.
 TYPE NAME(S) OR SECURED PARTY(IES)
 (or assignees(s))

[Signature]
 SIGNATURE(S) OF SECURED PARTY(IES)
 (or assignee(s))

10. TERMINATION STATEMENT: The SECURED PARTY(IES) certifies that the SECURED PARTY(IES) no longer claims a security interest under the FIXTURE FILING bearing the recording number shown above.

NAME: _____

DATE: _____

Return to: County Auditor of County
 where original filing/recording was
 made.

SIGNATURE: _____



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UNMORTGAGED DOCUMENT

The property in which Debtor grants the Security interest shall include all of the following that any time are used in, located at, or necessary to, or arise out of or are produced by, or are otherwise in any way associated with, the property set forth on Schedule 1 or Debtor's restaurant business: all of Debtor's now owned or hereafter acquired assets, personal property, goods, equipment, fixtures and trade fixtures, inventory, work in process, raw materials, materials used or consumed in any business, accounts, accounts receivable, contract rights, chattel paper, general intangibles, vehicles, leases and leasehold interests, documents, instruments, investment property, financial assets, securities accounts, and security entitlements, together with all increases in said property, all added and substituted parts, accessions, accretions, and all cash and noncash proceeds, products, offspring, rents and profits of all of the foregoing collateral, and all payments under insurance (whether or not Secured Party is the loss payee thereof) of such collateral.



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EXHIBIT "A"

REAL PROPERTY DESCRIPTION

PARCEL A:

That portion of the Northeast Quarter of the Southwest Quarter of Section 7, Township 34 North, Range 3 East of the Willamette Meridian, lying Southerly of State Highway No. 1;

EXCEPT that portion condemned in Skagit County Superior Court Cause No. 31675 for State Highway.

PARCEL B:

Government Lot 11 in Section 7, Township 34 North, Range 3 East of the Willamette Meridian;

EXCEPT that portion lying North of the South right-of-way line of state Highway No. 536 as conveyed to the State of Washington by deed dated August 2, 1938, and recorded November 5, 1938, in Volume 175 of Deeds, page 568, under Auditor's File No. 307273, records of Skagit County, Washington;

ALSO EXCEPT that portion condemned by the State of Washington for State Highway No. 536 by Decree of Appropriation in Skagit County Superior Court Cause No. 31675;

AND ALSO EXCEPT the East 650 feet thereof.

PARCEL C:

The East 400 feet of Government Lot 11 in Section 7, Township 34 North, Range 3 East of the Willamete Meridian;

EXCEPT that portion thereof lying North of the South right-of-way line of State Highway No. 536, as conveyed to the State of Washington by deed dated August 2, 1938, and recorded November 5, 1938, in Volume 175 of Decds. page 568, under Auditor's File No. 307273, records of Skagit County, Washington;

ALSO EXCEPT LaConner - Whitney Road

AND ALSO EXCEPT that portion thereof condemned by the State of Washington for Highway No. 536 by Decree of Appropriation in Skagit County Superior Court Cause No. 31675.



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PARCEL D:

The West 250 feet of the East 650 feet of that portion of Government Lot 11 in Section 7, Township 34 North, Range 3 East of the Willamette Meridian, lying Southerly of that parcel condemned by the State of Washington for State Highway No. 536 by Decree of Appropriation in Skagit County Superior Court Cause No. 31675.

ALL SITUATE IN THE COUNTY OF SKAGIT, STATE OF WASHINGTON



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