

**UCC FINANCING STATEMENT**

FOLLOW INSTRUCTIONS (front and back) CAREFULLY



201208020032

Skagit County Auditor

8/2/2012 Page

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7 10:30AM

A. NAME & PHONE OF CONTACT AT FILER [optional]  
**Veritas Development, Inc. - 206-295-6770**

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

**Veritas Development, Inc.  
 19305 Olympic View Drive  
 Woodway, WA 98020**

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a. ORGANIZATION'S NAME

OR

1b. INDIVIDUAL'S LAST NAME: **Previs** FIRST NAME: **Randy** MIDDLE NAME: **S** SUFFIX:

1c. MAILING ADDRESS: **22819 Woodway Park Road** CITY: **Edmonds** STATE: **WA** POSTAL CODE: **98020** COUNTRY: **USA**

1d. SEE INSTRUCTIONS ADD'L INFO RE ORGANIZATION DEBTOR 1e. TYPE OF ORGANIZATION 1f. JURISDICTION OF ORGANIZATION 1g. ORGANIZATIONAL ID #, if any  NONE

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a. ORGANIZATION'S NAME

OR

2b. INDIVIDUAL'S LAST NAME: **Previs** FIRST NAME: **Katie** MIDDLE NAME: **L** SUFFIX:

2c. MAILING ADDRESS: **22819 Woodway Park Road** CITY: **Edmonds** STATE: **WA** POSTAL CODE: **98020** COUNTRY: **USA**

2d. SEE INSTRUCTIONS ADD'L INFO RE ORGANIZATION DEBTOR 2e. TYPE OF ORGANIZATION 2f. JURISDICTION OF ORGANIZATION 2g. ORGANIZATIONAL ID #, if any  NONE

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)

3a. ORGANIZATION'S NAME: **Veritas Development, Inc.**

OR

3b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

3c. MAILING ADDRESS: **19305 Olympic View Drive** CITY: **Edmonds** STATE: **WA** POSTAL CODE: **98020** COUNTRY: **USA**

4. This FINANCING STATEMENT covers the following collateral:  
**SKAGIT COUNTY PROPERTY - Lot 8 of that certain Survey recorded under Auditor's File Number 200303250116, Records of Skagit County, Washington. Tax Parcel Number - 3842-048-016-0007 P60768**

All personal property located on the Real Property and used or intended for use in the ownership, development, operation or occupancy of the Real Property and any improvements thereon, including but not limited to, all appliances, furniture, furnishings, inventory, equipment, building materials and supplies; together with all present and future attachments, parts, fixtures, special tools, accessories, and equipment therefore, and all accessories, additions, and improvements thereto, substitutions and replacements thereof, and all products and proceeds thereof;

(Continued on addenda attached hereto and filed concurrently herewith)

5. ALTERNATIVE DESIGNATION (if applicable):  LESSEE/LESSOR  CONSIGNEE/CONSIGNOR  BAILEE/BAILOR  SELLER/BUYER  AG. LIEN  NON-UCC FILING

6.  This FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS. Attach Addendum  (if applicable) 7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) (OPTIONAL FEE)  All Debtors  Debtor 1  Debtor 2

8. OPTIONAL FILER REFERENCE DATA

# UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

9a. ORGANIZATION'S NAME		
OR	9b. INDIVIDUAL'S LAST NAME	
	FIRST NAME	MIDDLE NAME, SUFFIX
	Previs	Randy S

10. MISCELLANEOUS:

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11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (11a or 11b) - do not abbreviate or combine names

11a. ORGANIZATION'S NAME			
Dolphin Cove, LLC, a Washington limited liability company			
OR	11b. INDIVIDUAL'S LAST NAME		FIRST NAME
11c. MAILING ADDRESS		CITY	STATE
22819 Woodway Park Road		Edmonds	WA
		POSTAL CODE	COUNTRY
		98020	USA
11d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION
		LLC	Washington
			11g. ORGANIZATIONAL ID #, if any
			602901355 <input type="checkbox"/> NONE

12.  ADDITIONAL SECURED PARTY'S or  ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME			
OR	12b. INDIVIDUAL'S LAST NAME		FIRST NAME
12c. MAILING ADDRESS		CITY	STATE
		POSTAL CODE	COUNTRY

13. This FINANCING STATEMENT covers  timber to be cut or  as-extracted collateral, or is filed as a  fixture filing.

14. Description of real estate:

16. Additional collateral description:

**All applications, application materials, permits and approvals for the development of the Real Property, both governmental and non-governmental, as may be amended or modified, and matters related thereto ("Development Applications/Permits").**

**"Development" includes any-activity that requires a permit or approval of any type related to the Real Property, including, but not limited to a building permit, grading permit, shoreline substantial development permit, conditional use permit, special use permit, zoning variance, engineering review permit or reclassification, comprehensive plan amendment or revision, subdivision, short subdivision, urban planned development, building site plan, commercial site development permit, right-of-way use permit, forest practices permit, certificate of water and sewer availability, developer extension agreement, certificates of concurrency, and all payments made for any and all applications, permits and approvals for the development of the Real Property. (cont.)**

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):



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Skagit County Auditor

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17. Check only if applicable and check only one box.

Debtor is a  Trust or  Trustee acting with respect to property held in trust or  Decedent's Estate

18. Check only if applicable and check only one box.

Debtor is a TRANSMITTING UTILITY

Filed in connection with a Manufactured-Home Transaction

Filed in connection with a Public-Finance Transaction

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11c. MAILING ADDRESS

CITY	STATE	POSTAL CODE	COUNTRY
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11d. SEE INSTRUCTIONS

ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATIONAL ID #, if any	<input type="checkbox"/> NONE
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12.  ADDITIONAL SECURED PARTY'S or  ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

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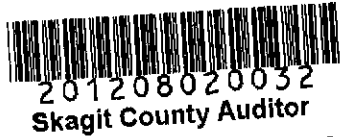
14. Description of real estate:

15. Additional collateral description:

**"Application Materials" includes any document, study, evaluation and the like prepared in whole or in part for any development application, permit or approval related to the Real Property, including, but not limited to, architectural plans, site plans, plats, specifications, work drawings, surveys, engineering reports or studies, environmental reports, economic reports or studies, test borings, market surveys, feasibility reports, appraisals, building permits, grading permits, conditional use permits, special use permits, forest practice permits, right of way use permits, commercial site development permits, shoreline substantial development permits, master use permits, etc.; and**

**All inventory, equipment and general intangibles, whether now owned or hereafter acquired, whether now existing or hereafter arising, and wherever located including, used in connection (cont.)**

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):



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17. Check only if applicable and check only one box.

Debtor is a  Trust or  Trustee acting with respect to property held in trust or  Decedent's Estate

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Filed in connection with a Public-Finance Transaction

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	Previs	Randy	S

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## 12. ADDITIONAL SECURED PARTY'S or ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

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14. Description of real estate:

16. Additional collateral description:

with the ownership, development, operation or maintenance of the Real Property, including, but not limited to, licenses, certificates of occupancy, franchises, rights to use trade names, contract rights, accounts receivable, escrow accounts, insurance policies, deposits, negotiable instruments, documents of title, general intangibles and business records and data relating to any of the Real Property, whether in the form of a writing, photograph, microfilm, microfiche or electronic media, together with all of Grantor's right, title, and interest in and to all computer software required to utilize, create, maintain, and process any such records or data on electronic media.

### ADDITIONAL PERSONAL PROPERTY COLLATERAL:

A. The Collateral ("Collateral" herein) consists of: (i) all of Borrowers' right, title and interest, in Dolphin Cove, LLC, (cont.)

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Skagit County Auditor

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International Association of Commercial Administrators (IACA)

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**whether now owned or hereafter acquired or arising, whether direct or indirect, whether legal, beneficial or economic, whether fixed or contingent, whether arising under the Organizational Documents, under applicable Laws or otherwise; (ii) as a member in and to Dolphin Cove, LLC, including Borrowers' limited liability company membership and/or ownership interest therein (the "Ownership Interests"); (iii) in all rights to dividends and distributions, whether in cash or other property, real or personal, from or through Dolphin Cove, LLC to Borrowers, or otherwise in connection with the any of the Ownership Interests (each a "Distribution"); (iv) all of Borrowers' right, title and interest, including, without limitation, the right to receive sale proceeds and payments of any kind, in and to any and all purchase agreements and contracts ("the "Contracts") entered into between Borrowers and any other party for the sale of any real property owned by Dolphin Cove, LLC (cont.)**

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):



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that is encumbered by one or more mortgages or deeds of trust granted by Borrowers for the benefit of a lender; (v) in all proceeds (as that term is defined in the Uniform Commercial Code, including claims against third parties), payments, claims, products, offspring, rents, revenues, issues, profits, royalties, income, benefits, additions and accessions to, under or of any of the foregoing Ownership Interests and Contracts; (vi) in all replacements and substitutions of or for any of the foregoing; (vii) in all books and records (in whatever form or media, including without limitation computerized records, software and disks) relating to any of the foregoing; (viii) all of Dolphin Cove, LLC's right to acquire real property pursuant to any purchase agreement, contract right, auction, foreclosure sale or other arrangement to which Dolphin Cove, LLC is a party, or in which Dolphin Cove, LLC has participated, as the case may be; (viii) all of Dolphin Cove, LLC's right to receive a refund of any payment made by Dolphin Cove, LLC at any foreclosure sale, (cont)

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**auction or similar proceeding and (ix) in all documents, instruments, certificates, agreements or other evidence of any of the foregoing, whether or not in written form and whether heretofore or hereafter in existence or acquired.**

**B. Borrowers hereby assign all of their right, title and interest in the Collateral to Secured Party, for security purposes only, to secure payment of the Note, payable as to principal and interest as therein, with future advances to be evidenced by like notes to be made to Secured Party at the option of the Secured Party; and all liabilities of Assignees to Secured Party now existing or hereafter incurred, matured or un-matured, direct or contingent, and any renewals and extensions thereof and substitutions therefore and other indebtedness of Borrowers, on the terms and conditions set forth in the DOT, the Note and this Security Agreement.**

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):



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Skagit County Auditor

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