

RESOLUTION NO. R- 2380

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF KIRKLAND CONSENTING TO THE TRANSFER OR ASSIGNMENT OF THE SECOND AVENUE SOUTH STREET END USE PERMIT FROM THE PRESENT HOLDER THEREOF, MOSS BAY MARINA JOINT VENTURE, TO MOSS BAY ASSOCIATES, A WASHINGTON LIMITED PARTNERSHIP.

WHEREAS, pursuant to Resolution No. R-2273 the City of Kirkland issued to C. S. Hadley, Sr. a Street End Use Permit as to a portion of the Second Avenue South Street End which permit was, on November 7, 1974, recorded in the King County Department of Elections and Records under their filing and receiving No. 7411070627, and which permit was thereafter, pursuant to Resolution No. R-2293, transferred or assigned to Moss Bay Marina Joint Venture, and

WHEREAS, said Street End Use Permit was thereafter, pursuant to Resolution No. R-2375 adopted by the Kirkland City Council on June 21, 1976, amended as to its term and certain other conditions, and

WHEREAS, said Street End Use Permit by its terms may not be transferred or assigned by the permittee without the consent of the City of Kirkland expressed by City Council Resolution, and

WHEREAS, Moss Bay Marina Joint Venture, as current permittee, and Moss Bay Associates, a Washington Limited Partnership, as proposed transferee or assignee, have requested such consent to transfer from the City, and

WHEREAS, said transferee or assignee appears to be the actual legal entity or party in interest who will be responsible for construction, operation, and maintenance of the improvements within said street end authorized by the Street End Use Permit, and

WHEREAS, such transfer or assignment therefor appears to be in the public interest,

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City of Kirkland as follows:

Section 1. The City Council of the City of Kirkland does hereby consent to the transfer or assignment from Moss Bay Marina Joint Venture to Moss Bay Associates, a Washington Limited Partnership, of the Second Avenue South Street End Use Permit issued by the City pursuant to Resolution No. R-2273, assigned to Moss Bay Marina, a joint venture, pursuant to Resolution NO. R-2293, and amended as to term and other conditions pursuant to Resolution No. R-2375, which permit was originally recorded on November 7, 1974, with the King County Department of Elections and Records under their filing and receiving No. 7411070627. Provided, however, that said consent is conditioned upon the following:

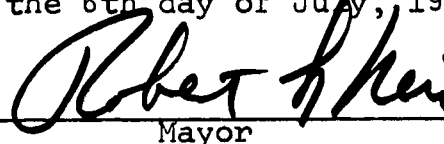
A. The transfer or assignment of said Street End Use Permit shall not, as between the City of Kirkland and C. S. Hadley, Sr., original permittee, and participants in Moss Bay Marina Joint Venture, present holder of said permit, operate to relieve either the original permittee or the present holder of said permit of any duty, obligation or liability imposed by the terms and conditions of said Street End Use Permit, as amended, upon the original permittee and present holder of said permit, and

B. The transfer or assignment shall be in writing in a form acceptable for recording by the King County Department of Elections and Records and shall be so recorded. A copy of said transfer or assignment agreement, including recorder's receipt or file number, shall be filed with the City of Kirkland, and

C. Said transfer or assignment agreement shall provide that the transferee or assignee shall perform and be bound by all of the terms and conditions of said Street End Use Permit, and

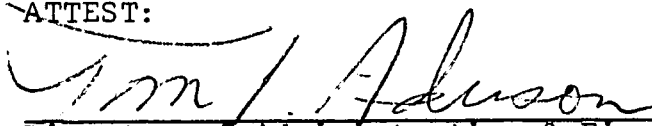
D. In the event the transferee at any time during the life of the permit may enter into a management contract or other agreement with any third party for the operation or management of the improvements within the End Street Permit area, a copy of such agreement shall be filed with the City Clerk for the City of Kirkland.

ADOPTED by a majority vote of the Kirkland City Council in regular meeting on the 6th day of July, 1976.



Mayor

ATTEST:



Director of Administration & Finance
(ex officio City Clerk)

RESOLUTION NO. 2380

ASSIGNMENT

KNOW ALL MEN BY THESE PRESENTS, that the undersigned, MOSS BAY MARINA JOINT VENTURE, for and in consideration of the terms and conditions of that certain Contract of Sale, made the 30th day of June, 1976, effective as of the 1st day of June, 1976, by and between MOSS BAY MARINA JOINT VENTURE, a joint venture comprised of Wayne C. Rembold and Willpren Investment Co., and MOSS BAY ASSOCIATES, a Washington limited partnership, and in consideration of the terms and conditions herein set forth, does hereby grant, bargain, sell, assign and set over unto MOSS BAY ASSOCIATES, its successors in interest, and assigns, all of the undersigned's right, title and interest in and to that certain City of Kirkland 2nd Avenue South Street End Use Permit, a copy of which is attached hereto, marked Exhibit "A", and by this reference incorporated herein as if fully set forth.

In the event it is necessary for the undersigned to obtain the consent of any city, county, state or federal governmental agency or body to this Assignment, the undersigned hereby specifically agrees to fully cooperate in all respects with MOSS BAY ASSOCIATES in obtaining said consent.

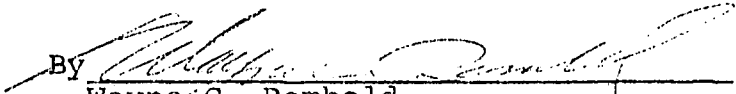
The true and actual consideration paid for this transfer, stated in terms of dollars, is \$ -0- . However, the actual consideration consists of or includes other property or value given or promised which is the whole consideration.

In construing this Assignment, it is understood that if the context so requires, the singular shall be taken to mean and include the plural, the masculine shall include the feminine and the neuter and that generally all grammatical changes shall be made, assumed and implied to make the provisions hereof apply equally to one or more individuals and/or corporations.

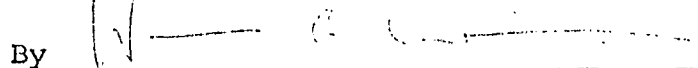
IN WITNESS WHEREOF, the undersigned assignor has hereunto set their hand.

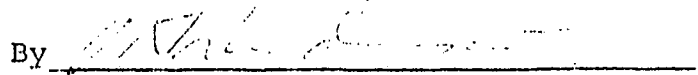
DATED this 29 day of June, 1976.

MOSS BAY MARINA JOINT VENTURE

By 
Wayne C. Rembold

WILLPREN INVESTMENT CO.

By 
Homer G. Williams

By 
Patrick R. Prendergast

STATE OF OREGON)
) ss.
County of Multnomah)

BE IT REMEMBERED, that on this 29 day of June, 1976, personally appeared before me, a Notary Public in and for said County and State, Wayne C. Rembold known to me to be the identical individual described in and who acknowledged the foregoing instrument to be his voluntary act and deed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal the day and year last above written.

Barbara Jean Quinn
Notary Public for Oregon
My Commission Expires: 11/16/76

STATE OF OREGON)
) ss.
County of Multnomah)

BE IT REMEMBERED, that on this 29 day of June, 1976, personally appeared before me, a Notary Public in and for said County and State, Homer G. Williams and Patrick R. Prendergast known to me to be the partners of Willpren Investment Company and to be the identical individuals described in and who acknowledged the foregoing instrument to be their voluntary act and deed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal the day and year last above written.

Barbara Jean Quinn
Notary Public for Oregon
My Commission Expires: 11/16/76

ASSUMPTION OF TERMS AND CONDITIONS

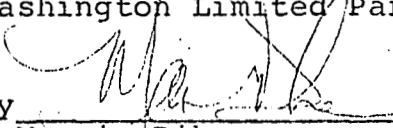
OF

2nd AVENUE SOUTH STREET END USE PERMIT

KNOW ALL MEN BY THESE PRESENTS, that the undersigned, MOSS BAY ASSOCIATES, a Washington limited partnership, as assignee of MOSS BAY MARINA JOINT VENTURE, hereby agree to assume in full the terms and conditions of the aforesaid City of Kirkland 2nd Avenue South Street End Use Permit as contained or referred to therein.

DATED this 30 day of June, 1976.

MOSS BAY ASSOCIATES, a
Washington Limited Partnership

By 
Morris Piha
General Partner