

RESOLUTION NO. 3346

A RESOLUTION of the Port Commission of the Port of Seattle providing for the acquisition by purchase and/or eminent domain of certain real property with present fee simple and title ownership vested in Inspiration Media, Inc., a Washington Corporation, and certain real property interests which may be held by Inspiration Media, Inc., a Washington Corporation and/or Sonsinger Inc., a Washington Corporation, all of which property and property rights are located within the Port's Comprehensive Scheme of Harbor Improvements and Industrial Development for the Lower Duwamish Development District.

WHEREAS, the voters of King County, pursuant to the provisions of enabling legislation adopted by the Legislature of the State of Washington, Chapter 92, Laws of 1911, RCW 53.04.010, authorized and approved at a special election held in King County on the 5th day of September 1911, the formation of a Port District coextensive with King County to be known as the Port of Seattle; and

WHEREAS, the Port of Seattle was thereupon established as a Port District and has since been and now is a duly authorized and acting Port District of the State of Washington; and

WHEREAS, the Legislature of the State of Washington by Chapter 73, Laws of 1995, Chapter 53.25 RCW authorized the Port of Seattle Commission to create industrial development districts within the port district and to define the boundaries thereof and to establish comprehensive schemes of harbor improvements and industrial developments for such district; and

WHEREAS, the Comprehensive Scheme of Harbor Improvements and Industrial Development for the Lower Duwamish Industrial Development District

was heretofore adopted by the Port Commission of the Port of Seattle on September 14, 1962, by Resolution No. 2111, said Comprehensive Scheme having been subsequently amended in the manner provided by law; and

WHEREAS, the Port of Seattle owns property within an area of land designated Harbor Island which land is within the Comprehensive Scheme of Harbor Improvements and Industrial Development for the Lower Duwamish Industrial Development District; and

WHEREAS, the Port Commission approved the Harbor Development Strategy in 1986 and subsequently amended it in 1991 as a result of its adoption of a Container Terminal Development Plan (CTDP); and

WHEREAS, the Port's 1991 CTDP envisioned that growing container traffic volumes at Terminal 18 on Harbor Island would necessitate a phased-in expansion of the container yard westward, with completion of the last of three phases anticipated during the years 1995-2000 (Terminal 18 expansion); and

WHEREAS, the large growth in container cargo volumes outstripped forecasts, and a trend has emerged where container shipping lines are combining into larger partnerships using larger vessels, all resulting in a demand for larger terminals;

WHEREAS, on December 13, 1994, the Port Commission authorized Phase II of the Terminal 18 expansion and that project was not implemented due to the emergence of a proposal from the Port's existing long-term tenant at Terminal 18 to carry out full Terminal 18 expansion as one project; and

WHEREAS, the Port of Seattle is faced with the need to increase land area in order to accommodate the forecast range of container volume to maintain and enhance the Port's competitive share of the local and West Coast market for

marine container cargo operations, and to meet the needs of the Port's existing long-term tenant at Terminal 18; and

WHEREAS, existing terminal facilities at Terminal 18 are not adequate to meet such increased demand and the Port of Seattle must proceed promptly with development of increased capacity to handle container volume to meet said increased demand; and

WHEREAS, the Port's investment in the expansion and development of container terminal facilities will benefit the public by providing new Port dependent and Port-related jobs; and

WHEREAS, the Port of Seattle has determined that the property described in Exhibit A hereto with present fee simple and title ownership vested in Inspiration Media, Inc., a Washington Corporation along with the related easements, property rights and the beneficial interest under certain restrictive covenants held by Inspiration Media, Inc., and or its tenants, all of which are more fully described in Exhibit B hereto, are land parcels and property interests necessary in order to provide the expansion capacity necessary for container terminal operations at Terminal 18; and

WHEREAS, the Port of Seattle has the power to acquire lands and property interests for development, improvement, ownership, and operation of marine terminals and related facilities;

WHEREAS, the former owner of the property, Sonsinger, Inc., a Washington Corporation, and Inspiration Media, Inc. brought a lawsuit against the Port of Seattle under King County Superior Court Cause No. 98-2-29010-2 in which suit the nature and extent of Sonsinger Inc.'s and Inspiration Media Inc.'s property rights as described in Exhibit B hereto are in dispute and at issue;

WHEREAS, the Port Commission has allocated funds sufficient in the Port of Seattle's 1999 Capital Improvement Budget of the Marine Division to undertake the acquisition of the property described in Exhibit A and property rights described in Exhibit B hereto;

NOW, THEREFORE, BE IT RESOLVED, that the Port of Seattle shall acquire by purchase and/or eminent domain proceedings certain real property situated in the City of Seattle, County of King, State of Washington, with present fee simple and title ownership vested in Inspiration Media Inc., a Washington corporation described in Exhibit A attached hereto and by this reference incorporated herein, said property also being part of the Port of Seattle's Comprehensive Scheme of Harbor Improvements and Industrial Development for the Lower Duwamish Industrial Development District, as established by the Port of Seattle Commission Resolution No. 2111, and amendments thereto.

BE IT FURTHER RESOLVED, that the Port of Seattle shall acquire by purchase and/or eminent domain proceedings certain real property interests, to the extent they exist, including easements and the beneficial interest under certain restrictive covenants affecting land situated in the City of Seattle, County of King, State of Washington, as more fully described in Exhibit B attached hereto and by this reference incorporated herein, said interests purporting to affect property also being part of the Port of Seattle's Comprehensive Scheme of Harbor Improvements and Industrial Development for the Lower Duwamish Industrial Development District, as established by the Port of Seattle Commission Resolution No. 2111, and amendments thereto.

BE IT FURTHER RESOLVED, that the acquisition of said property and property rights is for a public use and purpose, to-wit: for expansion of containerized marine facilities necessary and convenient for the full, complete, and economical maintenance and operation of such a marine terminal installation.

EXHIBIT A TO RESOLUTION NO. 3346

NORTH TOWER:

THAT PORTION OF LOT 23, IF ANY, AND THAT PORTION OF LOT 22 IN BLOCK A OF FRINK'S WATERFRONT ADDITION, ACCORDING TO PLAT RECORDED IN VOLUME 12 OF PLATS AT PAGE(S) 89, IN KING COUNTY, WASHINGTON, DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHEAST CORNER OF SAID BLOCK A;

THENCE NORTH 00°00'00" EAST ALONG THE WESTERLY MARGIN OF 11TH AVENUE SOUTHWEST 385.51 FEET;

THENCE NORTH 90°00'00" WEST 0.5 FEET TO THE TRUE POINT OF BEGINNING;

THENCE NORTH 90°00'00" WEST 26.0 FEET

THENCE NORTH 00°00'00" EAST 28.5 FEET

THENCE NORTH 90°00'00" EAST 26.0 FEET

THENCE SOUTH 00°00'00" EAST 28.5 FEET TO THE TRUE POINT OF BEGINNING;

AND

SOUTH TOWER:

PARCEL B OF CITY OF SEATTLE SHORT PLAT NO. 79-247, ACCORDING TO SHORT PLAT RECORDED MARCH 14, 1980 UNDER RECORDING NO. 8003140480, IN KING COUNTY, WASHINGTON

EXHIBIT B TO RESOLUTION NO. 3346

All of the beneficial rights, title and interests, to the extent that such interests exist, which are appurtenant to the parcels described in the foregoing **Exhibit A**, in and to, and as established by, the following documents:

1. Easements, restrictions, reservations and other provisions set forth in the statutory warranty deed by Buckley Broadcasting corporation of California to the Port of Seattle, executed on December 22, 1969 under recording No. 6603522, a copy of which is attached hereto as **Exhibit C**;
2. Easements, restrictions, reservations and other provisions set forth in the statutory warranty deed by Affiliated Broadcasting, Inc. to the Port of Seattle, executed on February 25, 1980 and recorded on March 17, 1980 under recording No. 8003170671, a copy of which is attached hereto as **Exhibit D**;
3. Easements, restrictions and other provisions set forth in the Grant of Easements and restrictions by the Port of Seattle to Affiliated Broadcasting, Inc., dated February 12, 1980 and recorded March 17, 1980 Under recording No. 8003170672, a copy of which is attached hereto as **Exhibit E**.

STATUTORY WARRANTY DEED

5603522

The Grantor, BUCKLEY BROADCASTING CORPORATION OF CALIFORNIA, hereinafter referred to as "Buckley", for and in consideration of One Hundred Seventy-three Thousand Dollars (\$173,000.00) in hand paid, conveys and warrants to PORT OF SEATTLE, hereinafter referred to as "Port", a Washington Municipal Corporation, the following described real estate situated in the County of King, State of Washington:

3876062 U-16

DESCRIPTION: Lot 10 and Lot 12 thru 22 inclusive, Block "A", Frink's Waterfront Addition to the City of Seattle "Replat of Seattle Tidelands, Block 397", Section 7, Township 24 East, Range 3 East of Willamette Meridian, LESS the following: That portion of Block "A" Frink's Waterfront Addition, Section 7, Township 24 East, Range 3 East, Willamette Meridian described as follows: Beginning at the southeast corner of Lot 17 of said block; then south 76° 42' 13" west, 1,028 feet to the true point of beginning; thence along a line parallel to and one (1) foot distant from the west margin of 11th Avenue S. W., 153.60 feet; thence west 137.00 feet; thence south 173.895 feet more or less to the northwesterly margin of S.W. Florida Street; thence north 76° 42' 13" east along said margin 109.987 feet to the true point of beginning, ALSO that portion of Block "A" Frink's Waterfront Addition described as follows: Beginning at the southeast corner of said block; thence north along the westerly margin of 11th Avenue S.W. 385.51 feet; thence west 0.5 feet to the true point of beginning. Thence continuing west 26.0 feet; thence north 28.5 feet; thence east 26.0 feet; thence south 28.5 feet to the true point of beginning.

SUBJECT TO the following easement and restrictions, which shall apply to the premises so long as the adjacent premises are used for Radio-Transmission purposes.

- 1. The right (at the expense of Buckley) to continue to maintain, repair, and reinstall the certain existing underground copper wire radials which constitute part of the KOL Radio Station antenna system, all within a radius of 215 ft.

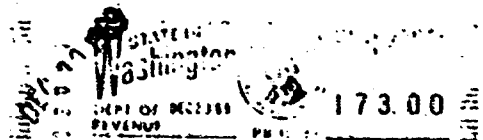


EXHIBIT C

660377

from the base of each tower, PROVIDED, HOWEVER, that the Port, its lessees, successors or assigns may notwithstanding improve and develop the properties conveyed hereunder and build all type of structures thereon with appropriate underground foundations, etc., which may interfere with and require the removal or relocation of some of the aforesaid copper radials, in which case Buckley shall retain the right to relocate said radials under the foundations, etc., or to fasten or connect the intercepted radials to the reinforcing rods in any foundation above ground or under ground portions of the improvements or to any metal buildings, fences, rails, or other such improvements, except that this right to connect said radials hereafter located on said premises shall not be exercised in any situation where such fastening or connection would damage or do injury to, or otherwise interfere with the Port's improvements, or create any risk of injury or damage to any person who might occupy or utilize the said improvements.

2. It is understood that Buckley will continue to operate the existing radio station transmitter and antenna system on the adjacent premises, and that in order to do this, Buckley will be required to operate its antenna in such manner as to not cause its radio signal to fall below the standards of minimum efficiency as established by the Federal Communications Commission. It is therefore the intent of both parties hereto that to the extent feasible and provided it

6-11-57

shall not interfere unreasonably with the Port's use of or improvements upon the premises, that the premises hereby sold to the Port will be so improved and used as to permit Buckley to maintain these efficiency standards. Accordingly, the Port agrees that it will give advance notice in writing to Buckley of improvements proposed for the said premises and it will afford Buckley reasonable opportunity during the course of any construction of improvements on said premises to relocate, attach, or adjust the affected underground radials in order to protect the efficiency of Radio Station KOL.

3. Buckley further reserves an easement 5 ft. in width on a line between the center line of the KOL towers for underground wires and coaxial cables interconnecting the towers, and access to the north tower for pedestrian and vehicular traffic, and an easement for a driveway 12 ft. in width to the south tower area from Southwest Florida Street.

4. The Port agrees that it shall not construct any metal structures within 100 ft. of either tower, and will not place containers more than one (1) high on trailer chassis within 40 ft. of either tower, or more than two (2) containers high within 100 ft. of either tower.

IN WITNESS WHEREOF, said corporation has caused this instrument to be executed by its authorized officer this

22nd day of December, 1957.

BUCKLEY BROADCASTING CORPORATION OF CALIFORNIA

By Richard Buckley, Jr.
President.

STATE OF PENNSYLVANIA)
County of Montgomery) ss.

6502142

On this 22nd day of December, 1969, before me, the undersigned, a Notary Public in and for the State of Pennsylvania, duly commissioned and sworn, personally appeared Richard Buckley, Jr. to me known to be the President of the corporation that executed the foregoing instrument, and acknowledged the said instrument to be the free and voluntary act and deed of said corporation, for the uses and purposes therein mentioned, and on oath stated that he was authorized to execute the said instrument.

[Signature]
Notary Public in and for the State of
of _____ residing at _____
Commission Expires March 1, 1971



17353 605110371 - D W

Filed For Record at Request of:

Port of Seattle
P.O. Box 1209
Seattle, Washington 98111
Attention: Barbara Goen

STATUTORY WARRANTY DEED

THE GRANTOR, Affiliated Broadcasting, Inc., a Massachusetts corporation, for and in consideration of One Hundred Twenty-Five Thousand Dollars (\$125,000.00) in hand paid, conveys and warrants to the Grantee, Port of Seattle, a Washington municipal corporation, the following-described real estate (the "Property"), situated in the County of King, State of Washington, for which a Short Subdivision Application, dated as of the date hereof, is to be recorded herewith:

That portion of the Northwest Quarter of Section 7, Township 24 North, Range 4 East, W.M., being a portion of Lots 16, 17 and 18, Block 'A', Frink's Waterfront Addition to the City of Seattle in Volume 12 of Plats, page 89, Records of King County, Washington, described as follows:

Commencing at the Southeast corner of Lot 17 of said Block 'A'; proceed South 76°42'13" West a distance of 1.03 feet to the true point of beginning; thence North 0°00'00" East along a line parallel to and 1.00 foot distant West of the West margin of vacated 11th Avenue Southwest, a distance of 153.60 feet; thence North 90°00'00" West a distance of 21.21 feet; thence South 0°00'00" East a distance of 60.44 feet; thence North 90°00'00" West a distance of 65.55 feet; thence North 0°06'00" East a distance of 60.44 feet; thence North 90°00'00" West a distance of 20.24 feet; thence South 0°00'00" East a distance of 178.89 feet to the Northwesterly margin of Southwest Florida Street; thence North 76°42'13" East along said margin a distance of 109.95 feet to the true point of beginning.

IN EXCELLENCE

By *[Signature]*

EXHIBIT D

D-1

RECORDED IN

Mar 17 2 55 PM '51

BY THE CLERK
RECORDS & COLLECTIONS
KING COUNTY

SUBJECT TO: encumbrances and defects of record; rights reserved in federal patents or state deeds; building or use restrictions general to the district; and building or zoning regulations or provisions; and

FURTHER SUBJECT TO the following reservations, easements and restrictions which shall inure to the benefit of the Grantor, its successors and assigns and which shall bind the Grantee, its successors and assigns:

1. The Grantor reserves all rights and easements reserved in a deed dated December 22, 1969, from Buckley Broadcasting Corporation of California to the Grantee recorded on December 30, 1969, under King County Auditor's File No. 6603522.
2. The Grantor reserves ownership of and the right to maintain, repair, relocate, reinstall and replace, and, if necessary or convenient to operate its radio station in accordance with standards now or hereafter promulgated by the Federal Communications Commission or any other governmental authority, to extend any or all of the underground radials which now or hereafter constitute part of the antenna system for the Grantor's radio station (the "Radials"), which Radials are presently located within a radius of two hundred fifteen (215) feet from the base of each of the Towers described below, and the right to enter the Property and perform any and all acts upon, under, in and with respect to the Property, which acts are necessary or convenient for such maintenance, repair, relocation, reinstallation or replacement, as the case may be.
3. When the Grantee removes the building which is presently located on the Property, the Grantee shall give the Grantor thirty (30) days' advance written notice thereof and shall afford the Grantor reasonable opportunity, after said building is removed to install and/or interconnect Radials through the land presently occupied by said building.
4. The Grantor reserves a floating easement in the Property for pedestrian and vehicular traffic between Southwest Florida Street and the following-described real estate (the "South Tower") located in the County of King, State of Washington:

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8003170671

That portion of the Northwest Quarter of Section 7, Township 24 North, Range 4 East, W.M. being a portion of Lots 16, 17 and 18, Block "A", Frink's Waterfront Addition to the City of Seattle in Volume 12 of Plats, page 89, Records of King County, Washington described as follows: Commencing at the Southeast corner of Lot 17 of said Block "A"; proceed South $76^{\circ}42'13''$ West a distance of 1.03 feet; thence North $0^{\circ}00'00''$ East along a line parallel to and 1.00 foot distance West of the West margin of vacated 11th Avenue Southwest a distance of 153.60 feet; thence North $90^{\circ}00'00''$ West a distance of 21.21 feet to the true point of beginning; thence South $0^{\circ}00'00''$ East a distance of 60.44 feet; thence North $90^{\circ}00'00''$ West a distance of 65.55 feet; thence North $0^{\circ}00'00''$ East a distance of 60.44 feet; thence North $90^{\circ}00'00''$ East a distance of 65.55 feet to the true point of beginning.

5. The Grantor reserves a utility easement in the Property twelve (12) feet wide to install, maintain, repair, replace and relocate wires and cables (underground or more than fifty (50) feet above ground level) between Southwest Florida Street and the South Tower.

6. The Grantor reserves a utility easement in the Property six (6) feet in width on each side of a straight line (i.e., a total width of twelve (12) feet extending for the full length of the easement) connecting the center point of the south boundary line of the North Tower described below to the center point of the north boundary line of the South Tower to install, maintain, repair, replace and relocate wires and cables (underground or more than fifty (50) feet above ground level) between the South Tower and the following-described real estate (the "North Tower") located in the County of King, State of Washington:

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That portion of Block "A", Frink's Waterfront Addition, according to the plat recorded in Volume 12 of Plats, page 89, in King County, Washington, described as follows: Beginning at the Southeast corner of said block; thence North 0°00'00" East along the Westerly margin of 11th Avenue Southwest 385.51 feet; thence North 90°00'00" West 0.5 feet to the true point of beginning; thence continuing North 90°00'00" West 26.0 feet; thence North 0°00'00" East 28.5 feet; thence North 90°00'00" East 26.0 feet; thence South 0°00'00" East 28.5 feet to the true point of beginning.

7. The Grantee shall not improve, develop or use the Property in any manner, or construct any structures upon the Property, which may interfere with, or require the removal or relocation of, any of the Radials. Further, the Grantee shall not construct, maintain or place any improvements, structures, fixtures, containers, or other objects within forty (40) feet of the base of the South Tower or the North Tower (collectively, the "Towers") at a height in excess of the height of an automobile (i.e., approximately five (5) feet high), within one hundred (100) feet of the base of either of the Towers at a height in excess of the height of one (1) container (i.e., approximately ten (10) feet high), and within two hundred fifteen (215) feet of the base of either of the Towers at a height which would significantly interfere with radio transmission from the Towers.

8. The exact location of the easements described in paragraphs 4 and 5 shall be determined from time to time by mutual agreement between the Grantor and the Grantee. The easements described in paragraphs 4, 5, and 6 above shall be perpetual whereas the reservations and restrictions described in paragraphs 1, 2, 3 and 7 above shall automatically expire when neither of the Towers is used for radio transmission purposes.

Date Signed: 2/25, 1980

Affiliated Broadcasting, Inc.

By

Jay Q. Berkson
Jay Q. Berkson, President

8003170671

STATE OF Illinois)
)
COUNTY OF Jefferson) ss.

On this 20th day of September, 1980, before me, the undersigned, a Notary Public in and for the State of Illinois, duly commissioned and sworn, personally appeared Jay Q. Berkson to me known to be the President of Affiliated Broadcasting, Inc. the corporation that executed the foregoing instrument, and acknowledged the said instrument to be the free and voluntary act and deed of said corporation, for the uses and purposes therein mentioned, and on oath stated that he was authorized to execute the said instrumen

Witness my hand and official seal hereto affixed the day and year first above written.



Jay Q. Berkson
NOTARY PUBLIC in and for the State of Illinois, residing at 1111 W. Belmont St., Chicago, Ill.

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— D M
37324 8003170672

Filed For Record at Request of:

Richard R. Rohde
1900 Washington Building
Seattle, Washington 98101

RECORDED THIS DAY
MAR 17 2 55 PM '80
BY THE DIVISION OF
RECORDS & ELECTIONS
KING COUNTY

GRANT OF EASEMENTS AND RESTRICTIONS

This Grant of Easements and Restrictions is made this 12th day of February, 1980, by the Port of Seattle, a Washington municipal corporation, its successors and assigns (the "Port") to Affiliated Broadcasting, Inc., a Washington corporation, its successors and assigns ("Affiliated") for the benefit of the following-described parcels of real estate located in the County of King, State of Washington (individually, the "North Tower" and "South Tower" respectively; and, collectively the "Towers");

North Tower: That portion of Block "A", Prink's Waterfront Addition, according to the plat recorded in Volume 12 of Plats, page 89, in King County, Washington, described as follows: Beginning at the Southeast corner of said block; thence North 0°00'00" East along the Westerly margin of 11th Avenue Southwest 385.51 feet; thence North 90°00'00" West 0.5 feet to the true point of beginning; thence continuing North 90°00'00" West 26.0 feet; thence North 0°00'00" East 28.5 feet; thence North 90°00'00" East 26.0 feet; thence South 00°00'00" East 28.5 feet to the true point of beginning.

South Tower: That portion of the Northwest Quarter of Section 7, Township 24 North, Range 4 East, W.M. being a portion of Lots 16, 17 and 18, Block "A", Prink's Waterfront Addition to the City of Seattle in Volume 12 of Plats, page 89, Records of King County, Washington described as follows: Commencing at the Southeast corner of Lot 17 of said Block "A"; proceed South 76°42'13" West a distance of 1.03 feet; thence North 0°00'00" East along a line parallel to and 1.00 foot distance West of the west margin of vacated 11th Avenue Southwest a distance of 153.60 feet; thence North 90°00'00" West a distance of 21.21 feet to the true point of beginning; thence South 0°00'00" East a distance of 60.44 feet; thence North 90°00'00" West a distance of 65.55 feet; thence North 90°00'00" East a distance of 65.55 feet to the true point of beginning.

RECORDED
12/17/80
R. R. Rohde

RECORDED
MAR 17 1980
BY THE DIVISION OF
RECORDS & ELECTIONS
KING COUNTY

EXHIBIT E

RECITALS

A. Affiliated owns the Towers.

B. Pursuant to that certain Purchase and Sale Agreement, dated as of June 12, 1978, between Hercules Broadcasting Company, Affiliated and the Port, as amended by letters dated November 20, 1978 and December 13, 1978 (the "Agreement"), Affiliated has by statutory warranty deed dated 1980, conveyed to the Port the following-described real estate located in the County of King, State of Washington (the "Property"):

That portion of the Northwest Quarter of Section 7, Township 24 North, Range 4 East, W.M., being a portion of Lots 16, 17 and 18, Block 'A', Frink's Waterfront Addition to the City of Seattle in Volume 12 of Plats, page 89, Records of King County, Washington, described as follows:

Commencing at the Southeast corner of Lot 17 of said Block 'A'; proceed South 76°42'13" West a distance of 1.03 feet to the true point of beginning; thence North 0°00'00" East along a line parallel to and 1.00 foot distance West of the West margin of vacated 11th Avenue Southwest, a distance of 153.60 feet; thence North 90°00'00" West a distance of 21.21 feet; thence South 0°00'00" East a distance of 60.44 feet; thence North 90°00'00" West a distance of 65.55 feet; thence North 0°00'00" East a distance of 60.44 feet; thence North 90°00'00" West a distance of 20.74 feet; thence South 0°00'00" East a distance of 178.89 feet to the Northwesterly margin of Southwest Florida Street; thence North 76°42'13" East along said margin a distance of 109.95 feet to the true point of beginning.

C. The Port owns the following-described real estate located in the County of King, State of Washington ("Terminal 16"):

That portion of the West half of Section 7, in Township 24 North, Range 4 East, W.M. in King County, Washington and lying in the Seattle Tidelands described as follows:

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RECITALS

A. Affiliated owns the Towers.

B. Pursuant to that certain Purchase and Sale Agreement, dated as of June 12, 1978, between Hercules Broadcasting Company, Affiliated and the Port, as amended by letters dated November 20, 1978 and December 13, 1979 (the "Agreement"), Affiliated has by statutory warranty deed dated _____, 1980, conveyed to the Port the following-described real estate located in the County of King, State of Washington (the "Property"):

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That portion of the Northwest Quarter of Section 7, Township 24 North, Range 4 East, W.M., being a portion of Lots 16, 17 and 18, Block 'A', Prink's Waterfront Addition to the City of Seattle in Volume 12 of Plat, page 89, Records of King County, Washington, described as follows:

Commencing at the Southeast corner of Lot 17 of said Block 'A'; proceed South 76°42'13" West a distance of 1.03 feet to the true point of beginning; thence North 0°00'00" East along a line parallel to and 1.00 foot distance West of the West margin of vacated 11th Avenue Southwest, a distance of 153.60 feet; thence North 90°00'00" West a distance of 21.21 feet; thence South 0°00'00" East a distance of 60.44 feet; thence North 30°00'00" West a distance of 65.55 feet; thence North 0°00'00" East a distance of 60.44 feet; thence North 90°00'00" West a distance of 20.24 feet; thence South 0°00'00" East a distance of 178.89 feet to the Northwesternly margin of Southwest Florida Street; thence North 76°42'13" East along said margin a distance of 109.95 feet to the true point of beginning.

C. The Port owns the following-described real estate located in the County of King, State of Washington ("Terminal 18"):

That portion of the West half of Section 7, in Township 24 North, Range 4 East, W.M. in King County, Washington and lying in the Seattle Tidelands, described as follows:

Beginning at the intersection of Southwest Florida Street and 11th Avenue Southwest thence South 0°00'00" East along the centerline of 11th Avenue Southwest a distance of 777.45 feet; thence South 90°00'00" East a distance of 125.00 feet to the true point of beginning; thence North 45°00'00" East a distance of 806.10 feet; thence North 0°00'00" East a distance of 1563.35 feet; thence South 58°03'34" West a distance of 421.39 feet; thence South 76°42'13" West a distance of 637.92 feet; thence South 0°00'00" West a distance of 62.59 feet; thence South 13°17'47" East a distance of 80.00 feet; thence South 76°42'13" West a distance of 82.22 feet; thence South 0°00'00" West a distance of 780.00 feet; thence North 76°42'13" East a distance of 226.08 feet; thence North 90°00'00" East a distance of 250.00 feet; thence South 0°00'00" West along the right-of-way of 11th Avenue Southwest a distance of 876.36 feet to the true point of beginning.

Together with vacated street covered by said ordinances.

Portion of Southwest Florida Street, ORD. NO. 70383
 Portion of 11th Avenue Southwest, ORD. NO. 100158
 Together with all appurtenances.

D. The Port is required by the Agreement to grant certain easements and the benefit of certain restrictions applicable to the Property and Terminal 18.

GRANT

1. The Port hereby grants to Affiliated the benefit of the following easements and restrictions affecting the Property and Terminal 18:

(a) A floating easement for pedestrian and vehicular traffic between Southwest Florida Street and the South Tower;

(b) A utility easement twelve (12) feet wide to install, maintain, repair, replace and relocate wires and cables (underground or more than fifty (50) feet above ground level) between Southwest Florida Street and the South Tower;

(c) A floating easement for pedestrian and vehicular traffic between Southwest Florida Street and the North Tower;

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(d) A utility easement twelve (12) feet wide to install, maintain, repair, replace and relocate wires and cables (underground or more than fifty (50) feet above ground level) between Southwest Florida Street and the North Tower;

(e) A utility easement extending six (6) feet in width on each side of a straight line (i.e., a total width of twelve (12) feet extending for the full length of the easement) connecting the center point of the south boundary line of the North Tower and the center point of the north boundary line of the South Tower to install, maintain, repair, replace and relocate wires and cables within said easement (underground or more than fifty (50) feet above ground level) between the South Tower and the North Tower;

(f) The benefit of a restriction prohibiting the Port from constructing, maintaining or placing any improvements and structures (other than presently existing improvements and structures), fixtures, containers or other objects within forty (40) feet of the base of either of the Towers at a height in excess of the height of an automobile (i.e., approximately five (5) feet high), within one hundred (100) feet of the base of either of the Towers at a height in excess of the height of one (1) container (i.e., approximately ten (10) feet high), and within two hundred fifteen (215) feet of the base of either of the Towers at a height which would significantly interfere with radio transmission from the Towers;

(g) An easement to maintain, repair, relocate, re-install and replace, and, if necessary or convenient to operate Affiliated's radio station in accordance with standards now or hereafter promulgated by the Federal Communications Commission or any other governmental agency, to extend any or all of the underground radials which now or hereafter constitute part of the antenna system for Affiliated's radio station (the "Radials"), which Radials are presently located within a radius of two hundred fifteen (215) feet from the base of each tower, and the right to enter and perform any and all acts upon, under, in and with respect to the property located within such two hundred fifteen (215) feet radii (as the same may from time to time be extended), which acts are necessary or convenient (or such maintenance, repair, relocation, reinstallation or replacement, as the case may be; and

8003170672

By _____
President

By _____
Secretary

PORT OF SEATTLE, a Washington
municipal corporation,

4. The easements and restrictions granted in paragraph 1 shall be easements and restrictions running with and appurtenant to the towers and burdens the property and terminal 18, shall inure to the benefit of Affiliated and its successors and assigns and shall be binding upon the Port and its successors and assigns.

3. The easements described in (a), (b), (c), (d) and (e) of paragraph 1 above shall be perpetual, whereas the easements and restrictions described in (f) and (g) of paragraph 1 above shall automatically terminate when neither of the towers is used for radio transmission purposes.

2. The exact location of the easements described in (a), (b), (c) and (d) of paragraph 1 above shall be determined from time to time by mutual agreement between Affiliated and the Port.

(h) The benefit of a restriction prohibiting the Port from developing, improving or using the property located within the above-described two hundred fifteen (215) foot radii (as the same may from time to time be extended) in any manner, or constructing any structures upon the same, which may interfere with, or require the removal or relocation of, any of the radiis, and from locating any cranes closer to either of the towers than the location of the cranes which are presently operated by the Port.

BU03170672

STATE OF WASHINGTON)
) ss.
COUNTY OF King)

On this 12th day of February, 1980, before me, the undersigned, a Notary Public in and for the State of Washington, duly commissioned and sworn, personally appeared MERLE D. ADUM and JACK S. BUCK to me known to be the persons who signed as SECRETARY and PRESIDENT, respectively, of the Port of Seattle, the municipal corporation that executed the within and foregoing instrument, and acknowledged said instrument to be the free and voluntary act and deed of said municipal corporation for the uses and purposes therein mentioned, and on oath stated that they were duly elected, qualified and acting as said officers of the municipal corporation, that they were authorized to execute said instrument and that the seal affixed, if any, is the corporate seal of said municipal corporation.

WITNESS my hand and official seal hereto affixed the date and year in this certificate above written.

[Signature]
NOTARY PUBLIC in and for the State
of Washington, residing at [Address]

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