



REAL ESTATE EXCISE TAX AFFIDAVIT

This form is your receipt when stamped by cashier.

PLEASE TYPE OR PRINT

CHAPTER 82.45 RCW - CHAPTER 458-61A WAC

THIS AFFIDAVIT WILL NOT BE ACCEPTED UNLESS ALL AREAS ON ALL PAGES ARE FULLY COMPLETED

(See back of last page for instructions)

Check box if partial sale of property

If multiple owners, list percentage of ownership next to name.

1 SELLER GRANTOR Name: Cygnus Home Service, LLC; 2 BUYER GRANTEE Name: Eat Eight, LLC; 3 Send all property tax correspondence to: [X] Same as Buyer/Grantee; List all real and personal property tax parcel account numbers...

4 Street address of property: 1269 Port Drive, Clarkston, WA; This property is located in [] unincorporated Asotin County OR within [X] city of Clarkston; see attached legal

5 Select Land Use Code(s): 54 Retail Trade-Food; Was the seller receiving a property tax exemption or deferral under chapters 84.36, 84.37, or 84.38 RCW?

6 Is this property designated as forest land per chapter 84.33 RCW? Is this property classified as current use (open space, farm and agricultural, or timber) land per chapter 84.34 RCW?

(1) NOTICE OF CONTINUANCE (FOREST LAND OR CURRENT USE) NEW OWNER(S): To continue the current designation as forest land or classification as current use (open space, farm and agriculture, or timber) land, you must sign on (3) below.

(2) NOTICE OF COMPLIANCE (HISTORIC PROPERTY) NEW OWNER(S): To continue special valuation as historic property, sign (3) below. (3) OWNER(S) SIGNATURE PRINT NAME

7 List all personal property (tangible and intangible) included in selling price.

If claiming an exemption, list WAC number and reason for exemption: WAC No. (Section/Subsection) Reason for exemption

Table with columns: Type of Document (Bargain and Sales Deed (BDS)), Date of Document (01/20/21), Gross Selling Price (\$685,000.00), Personal Property (deduct) (\$0.00), Exemption Claimed (deduct) (\$0.00), Taxable Selling Price (\$685,000.00), Excise Tax: State (\$7,868.00), Local (\$1,712.50), Delinquent Interest: State (\$0.00), Local (\$0.00), Delinquent Penalty (\$0.00), Subtotal (\$9,580.50), State Technology Fee (\$5.00), Affidavit Processing Fee (\$0.00), Total Due (\$9,585.50)

A MINIMUM OF \$10.00 IS DUE IN FEE(S) AND/OR TAX *SEE INSTRUCTIONS

8 I CERTIFY UNDER PENALTY OF PERJURY THAT THE FOREGOING IS TRUE AND CORRECT. Signature of Grantor or Grantor's Agent: Cygnus Home Service, LLC; Signature of Grantee or Grantee's Agent: Eat Eight, LLC; Date & city of signing: 1-20-21, Clarkston, WA

Perjury: Perjury is a class C felony which is punishable by imprisonment in the state correctional institution for a maximum term of not more than five years, or by a fine in an amount fixed by the court of not more than five thousand dollars (\$5,000.00), or by both imprisonment and fine (RCW 9A.20.020 (1C)). REV 84 0001a (6/26/14) THIS SPACE - TREASURER'S USE ONLY COUNTY TREASURER

EXHIBIT "A"

531220

That part of Northwest Quarter of the Northwest Quarter of Section 21, Township 11 North, Range 46 East, Willamette Meridian, Asotin County, Washington, more particularly described as follows:

Commencing at the intersection of centerline of 13th Street and Port Drive; thence East along the centerline of Port Drive a distance of 887.70 feet; thence South 30.00 feet to a point on the south right-of-way line of Port Drive, said point being the true place of beginning; thence East along said right-of-way line 352.24 feet; thence South 371.00 feet; thence West 352.24 feet; thence North 371.00 feet to the true place of beginning.



53805

**ARTICLES OF CONVERSION
OF
SCHWAN'S HOME SERVICE, INC.
INTO
CYGNUS HOME SERVICE, LLC**

February 22, 2019

These Articles of Conversion relate to the conversion of Schwan's Home Service, Inc., a Minnesota corporation, into Cygnus Home Service, LLC, a Minnesota limited liability company.

1. The plan of conversion is attached hereto as Exhibit A (the "Plan of Conversion").
2. The name of the converting organization is Schwan's Home Service, Inc., a Minnesota corporation (the "Converting Organization").
3. The name of the converted organization is Cygnus Home Service, LLC, which shall be a limited liability company governed by Chapter 322C of the Minnesota Statutes (the "Converted Organization").
4. The conversion will be effective under Chapter 322C of the Minnesota Statutes when these Articles of Conversion are filed with the Minnesota Secretary of State.
5. The conversion has been approved by the Converting Organization pursuant to Chapter 302A of the Minnesota Statutes.
6. The conversion has been approved as required by Chapter 322C of the Minnesota Statutes.
7. The Articles of Organization attached to the plan of conversion and attached hereto as Exhibit B shall be the Articles of Organization for the Converted Organization.

[Remainder of page intentionally left blank; signature page follows.]

IN WITNESS WHEREOF, the undersigned has executed these Articles of Conversion as of the date first written above.

SCHWAN'S HOME SERVICE, INC.



By: _____
Name: Brian R. Sattler
Title: Secretary

[Signature Page to Articles of Conversion of Schwan's Home Service, Inc.]

43865

**WRITTEN CONSENT OF THE
MANAGERS OF
CYGNUS HOME SERVICE, LLC**

The undersigned, being all of the Managers of Cygnus Home Service, LLC, a Minnesota limited liability company (the "Company"), hereby adopt the following resolutions:

RESOLVED, that the persons named below are the duly elected officers of the Company ("Authorized Person") and hold the offices of the Company set forth opposite their names:

Joe Kirby	President & Chief Executive Officer
John Connell	Vice President, Chief Financial Officer, & Treasurer
Jared Kemper	Secretary
Maria Janiszkeski	Assistant Treasurer

BE IT FURTHER RESOLVED, that the Authorized Persons be, and each of them hereby is, authorized and directed, in the name of and on behalf of the Company, to execute and deliver any and all documents, instruments or certificates associated with the purchase, sale, lease, and general administration of all real estate for the Company; and

BE IT FURTHER RESOLVED, that the acts of any Authorized Person in negotiating and preparing any agreement, certificate, instrument or other writing, and all transactions contemplated by the foregoing resolutions for execution and delivery, and any other acts of any Authorized Person which would have been authorized by these resolutions, except that such actions were taken prior to the adoption hereof, and hereby are, ratified, confirmed, approved and adopted in all respects;

BE IT FURTHER RESOLVED, that any of the individuals named below shall be designated as the authorized signers ("Authorized Signers") and shall have the full power and authority on behalf of the Company to sign orders for the payment of money, endorse instruments owned or held by this Company for deposit with any bank designated as a depository of this Company (hereinafter "Bank") or for collection or discount by Bank; to accept instruments payable at Bank; to execute and deliver an electronic funds transfer agreement and to appoint and delegate, from time to time, such person(s) who may request transfers on behalf of the Company; to establish and maintain a night deposit relationship; to waive presentment, demand, protest and notice of protest, or dishonor of any instrument made, drawn or endorsed by this Company; to transact any and all other business with and through Bank, which such person(s) may at any time deem advisable; and

Authorized Signers

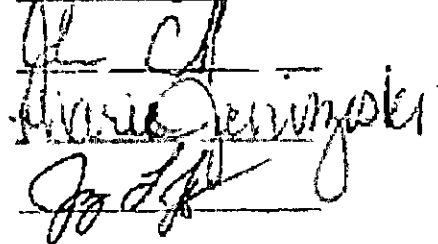
Name

John Connell

Maria Janiszkeski

Jamey Johnson

Specimen Signature



BE IT FURTHER RESOLVED, that any employee of the Company's finance and accounting department be and hereby is authorized to make inquiries with regard to said account(s) or make corrections to deposits made in said account(s) with Bank; and