

**FIRST AMENDMENT TO PROPERTY TRANSFER AGREEMENT**  
**Barnum Point, Camano Island**

This First Amendment is entered into this 7 day of JANUARY 2013, in connection with that certain Property Transfer Agreement by and between ISLAND COUNTY, a political subdivision of the State of Washington ("Seller"), and THE NATURE CONSERVANCY, a District of Columbia non-profit corporation ("Conservancy") (the "Agreement").

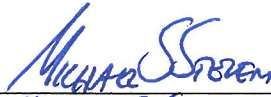
WHEREAS, the Seller and the Conservancy desire to amend the Agreement as set forth below.

NOW THEREFORE, for good consideration, the Seller and the Conservancy hereby agree to amend the Agreement as follows:


1. Closing Date. Paragraph 5 of the Agreement is amended to provide that closing shall be held not later than February 15, 2013.
2. The Seller and the Conservancy hereby ratify and confirm all other terms of the Agreement, which shall remain in full force and effect.

IN WITNESS WHEREOF, the Seller and the Conservancy have executed this First Amendment as of the date first written above.

**THE NATURE CONSERVANCY,**  
a District of Columbia nonprofit corporation

By:   
Name: MICHAEL S. STEVEN  
Title: WASHINGTON STATE DIRECTOR  
Date: JANUARY 15, 2013

**ISLAND COUNTY,**  
a political subdivision of the State of Washington

By:   
Name: HELEN PRICE JOHNSON  
Title: Chair, Island County, Washington  
Date: JAN 7, 2013