



# YAKIMA VALLEY

## VERTICALLY INTEGRATED PRODUCE FARM

**651.7 +/- DEEDED ACRES; 847.5 +/- LEASED ACRES**

**1,499.2 +/- TOTAL ACRES**

**WAPATO, WASHINGTON**

**YAKIMA COUNTY**

**ASKING PRICE  
\$22,500,000**

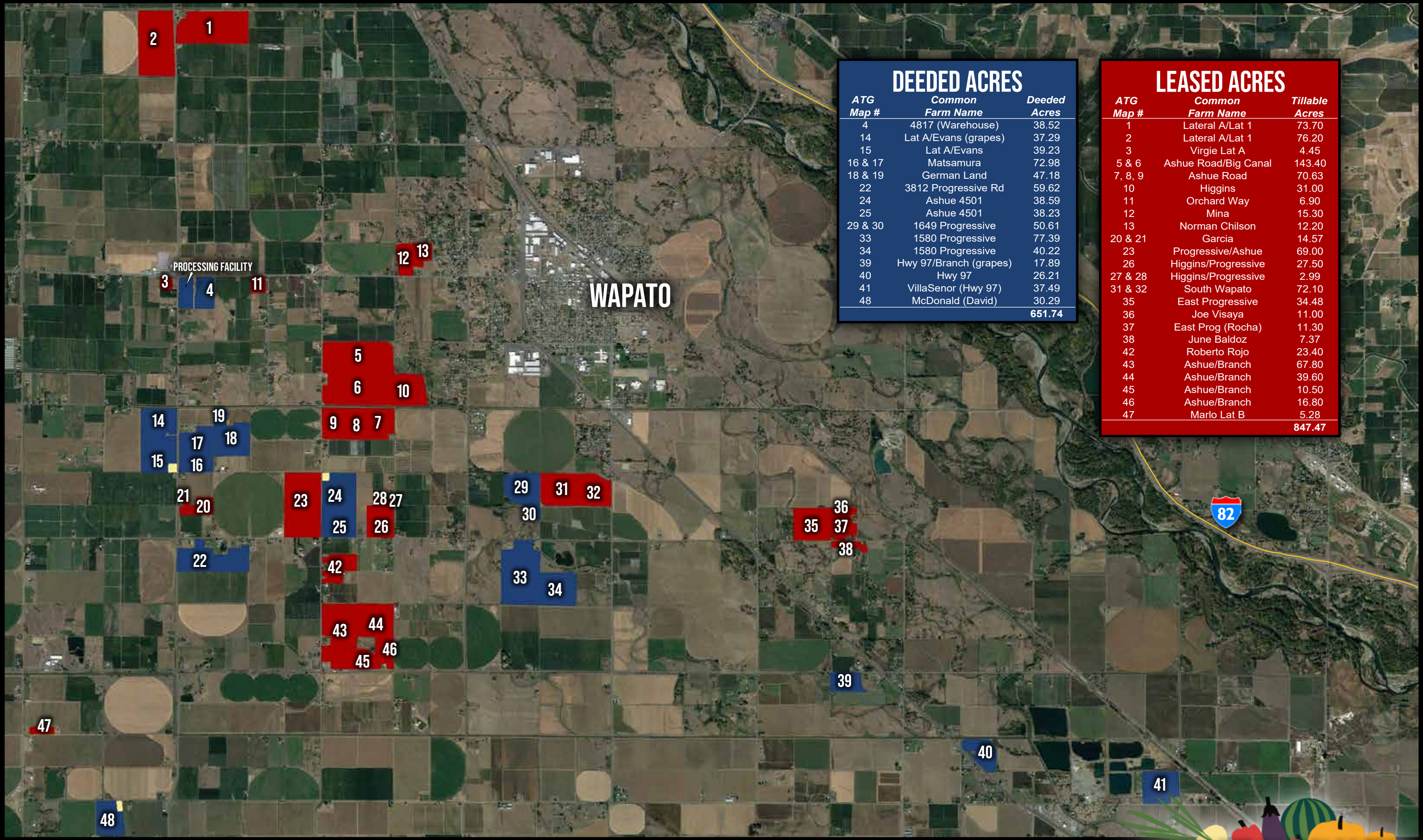


INVESTMENT GRADE AGRICULTURAL ASSETS



**Adam C. Woiblet**, President & Designated Broker  
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| DEEDED ACRES |                        |              |
|--------------|------------------------|--------------|
| ATG Map #    | Common Farm Name       | Deeded Acres |
| 4            | 4817 (Warehouse)       | 38.52        |
| 14           | Lat A/Evans (grapes)   | 37.29        |
| 15           | Lat A/Evans            | 39.23        |
| 16 & 17      | Matsamura              | 72.98        |
| 18 & 19      | German Land            | 47.18        |
| 22           | 3812 Progressive Rd    | 59.62        |
| 24           | Ashue 4501             | 38.59        |
| 25           | Ashue 4501             | 38.23        |
| 29 & 30      | 1649 Progressive       | 50.61        |
| 33           | 1580 Progressive       | 77.39        |
| 34           | 1580 Progressive       | 40.22        |
| 39           | Hwy 97/Branch (grapes) | 17.89        |
| 40           | Hwy 97                 | 26.21        |
| 41           | VillaSenor (Hwy 97)    | 37.49        |
| 48           | McDonald (David)       | 30.29        |
|              |                        | 651.74       |

| LEASED ACRES |                      |                |
|--------------|----------------------|----------------|
| ATG Map #    | Common Farm Name     | Tillable Acres |
| 1            | Lateral A/Lat 1      | 73.70          |
| 2            | Lateral A/Lat 1      | 76.20          |
| 3            | Virgie Lat A         | 4.45           |
| 5 & 6        | Ashue Road/Big Canal | 143.40         |
| 7, 8, 9      | Ashue Road           | 70.63          |
| 10           | Higgins              | 31.00          |
| 11           | Orchard Way          | 6.90           |
| 12           | Mina                 | 15.30          |
| 13           | Norman Chilson       | 12.20          |
| 20 & 21      | Garcia               | 14.57          |
| 23           | Progressive/Ashue    | 69.00          |
| 26           | Higgins/Progressive  | 27.50          |
| 27 & 28      | Higgins/Progressive  | 2.99           |
| 31 & 32      | South Wapato         | 72.10          |
| 35           | East Progressive     | 34.48          |
| 36           | Joe Visaya           | 11.00          |
| 37           | East Prog (Rocha)    | 11.30          |
| 38           | June Baldoz          | 7.37           |
| 42           | Roberto Rojo         | 23.40          |
| 43           | Ashue/Branch         | 67.80          |
| 44           | Ashue/Branch         | 39.60          |
| 45           | Ashue/Branch         | 10.50          |
| 46           | Ashue/Branch         | 16.80          |
| 47           | Marlo Lat B          | 5.28           |
|              |                      | 847.47         |





# OVERVIEW

Located in the heart of Washington's Yakima Valley, this diverse, vertically integrated produce farm consists of a wide variety of row crops, a full-service processing facility and robust in-house and third-party marketing agreements that ultimately lead the company's produce to retail store shelves across the country. This collective offering consists of a combination of deeded and leased farm ground parcels that are all within a 10-mile radius of the processing facility located in Wapato, WA.

Per the Yakima County Assessor, there are 651.7 +/- deeded acres and 847.5 +/- leased acres included in the sale. In addition to the farmland, the sale of this asset also includes a 21,850 sqft processing facility, warehouses, hydro-cooler, cooling rooms, greenhouses, multiple equipment sheds and two houses suitable for labor housing. This property, in its entirety, lies within the boundaries of the Yakama Nation Reservation. All acres located on tribal ground are owned fee simple and able to be transferred via traditional deed to a new owner.

Elevations of the separate properties run from approximately 780 feet to 900 feet and annual rainfall for this area averages 7-8 inches per year, per the USDA Natural Resources Conservation Service. Soils on the property are primarily made up of Naches and Ashue loam with minimal 0-2% slopes throughout.

Irrigation for the crops is via surface water served by the Wapato Irrigation Project. Per the Yakima County Planning Department, zoning of the deeded acres is Agricultural with a 40-acre minimum parcel size.

This asset has a long and storied history and was built from the ground up by the family that currently owns and operates it. The Imperial Family immigrated from the Philippines in 1983 and the five siblings began the farming operation with one tractor and forty acres. They chose the Yakima Valley as the place to build their future because of its ideal climate and soils, that combine to produce some of the best conditions in the Pacific Northwest to grow a wide variety of produce crops typically only found in more southern states such as California. This family prides itself on harvesting the bulk of its crops by hand, rather than machine, to avoid damage in the field and strives to sort, cool and package those crops within 24 hours of harvest to ensure delivery of the freshest and highest quality products to its loyal customers.



# OVERVIEW DETAILS

## LOCATION

- This irrigated farm asset lies approximately twelve miles from downtown Yakima, WA in Yakima County. The physical location of the processing facility, which is the heart of the operation, is 4817 Lateral A Road, Wapato, WA 98951.

## ACCESS

- The property is accessed via paved and gravel, county-maintained roads, and graveled field roads and easements as necessary.

## TOTAL ACRES & TAXES

- Per the Yakima County Assessor, there are 651.74 +/- deeded acres included in the sale of this asset. The main structures, including the packing and storage facilities are all contained within deeded properties. The sale of this asset is subject to pending boundary line adjustments being completed by the landowner to separate residential structures from farmland.
- There are approximately 1,410.24 +/- total tillable acres included in the sale of the operation, broken down as follows:
  - 562.77 +/- deeded, tillable acres.
  - 847.47 +/- leased, tillable acres.

## LEASED ACRES

- Leases for farm ground are included in the sale and are assumable by a new owner.
- The leases, to be included in the sale, have varying dates of beginning and end.
- All leases are cash rent leases.
- The tenant pays water costs and all irrigation equipment capital expenditures and repair and maintenance associated with each leased property.
- Tenant pays all costs associated with operations and farming of the properties.

## ZONING

- Per the Yakima County Planning Department, zoning of the deeded acres is Agricultural with 40-acre minimum parcel size, however an existing residential structure and lot may be subdivided from a parent parcel.

## WATER & IRRIGATION

- Irrigation water for the entire farm is provided by the Wapato Irrigation Project. This water district is supplied by surface water from the Yakima River and has provided abundant water for the crops over the many years the owners have operated this asset.
- Water rights and allocations include both A and B senior water rights.
- The facilities are supplied by domestic wells.

## ON-GOING OPERATION INCLUDED

- Included in the sale is a turn-key, vertically integrated operation that includes all farmland (deeded and leased), sorting and packing facilities, full marketing plan and sales channels and full complement of labor. The current management team will consider a post-sale transition plan to assist a new owner in continuity of operations.

## EQUIPMENT INCLUDED

- Farming equipment.
- Sorting, packing and storage equipment.
- Extensive inventory of packing supplies.
- Irrigation infrastructure and equipment.

## STRUCTURES

- Packing facilities including hydro-cooler, warehouses, loading docks and cooled storage.
- Green house complex, currently used for starting seedlings to be hand planted in the fields.
- Miscellaneous storage buildings located throughout the farm.





# REGION

The Wapato farming area in the Yakima Valley is approximately 100 miles southeast of Mount Rainier in Washington State. The name Yakima originated from the Confederated Tribes and Bands of the Yakama Nation, whose reservation is south of Yakima and where this asset lies. The Yakama people were the first known inhabitants of the Yakima Valley. In 1805, the Lewis and Clark Expedition came to the area and discovered abundant wildlife and fertile soil prompting homesteaders to settle here, leading to the first planting of apple trees in the valley.

Spanning from Naches to the Tri-Cities, the Yakima Valley is the largest apple-growing region in Washington State. This region produces high-quality apples of every variety and is known for its early beginning and late ending growing season. Yakima County is geographically divided by Ahtanum Ridge and Rattlesnake Ridge and thus has two separate growing regions within its boundaries.

The Yakima Valley is home to all of the top ten cash crops grown in Washington State. Along with a diverse selection of apples, a wide variety of crops are grown here making Yakima County Washington State's leading producer of high-value fruits, vegetables, and grains. The region is the leading producer of squash and peppers in Washington and, as of the 2010 Census, is noted as producing 77% of the United States' specialized hop supply.

The elevation of this property runs from approximately 780 to 900 feet and has a decreased risk of spring and fall frosts due to its warm microclimate. Winter temperatures are typically warmer in the Yakima Valley than other local growing regions, therefore limiting the danger of a hard freeze.



# WASHINGTON STATE AGRICULTURE

Washington State has three key components that drive its agricultural economy:

- Wide range of excellent climates suitable for permanent and row crops.
- Abundance of productive soils.
- Ample supplies of surface and ground water for the irrigation of crops.

These factors combined with intelligent, progressive, leading-edge farmers and farming methods account for the approximately \$50 billion in annual agricultural economic activity in the state. Washington State produces roughly 300 different crops, second only to California in agricultural diversity and the Yakima Valley is a region that compares closely in climate to California. Two of the most well-known crops that are major components of the agricultural industry throughout Washington State include apples and wine grapes.



# YAKIMA COUNTY FEATURES

- Farm ground predominantly irrigated with well-drained, loamy and silty volcanic soil, with long, hot sunny days and cooler nights.
- More than 350,000 acres growing over 40 commercial crops.
- Averages 300 days of sunshine.
- Largest variety of fresh produce grown in the Pacific Northwest.
- #1 producer in the U.S. of apples, sweet cherries, hops, juice grapes, pears, mint oil, and asparagus.
- #1 producer in WA of melons including watermelon, cantaloupe and muskmelon.
- Major producer of dry bulb onions.
- Home to 120 wineries within a 70-mile radius.
- 18,000 acres of producing vineyards.
- More than 90 certified organic farms in Yakima County.
- Grows 75% of our nation's hops.





CLIMATE & SOILS

ELEVATION: 780 to 900 Feet  
SOIL: Mainly consists of Naches Loam and Ashue Loam  
SLOPE: 0%-2% across the property  
RAINFALL: 7-8 inches per year  
HEAT UNITS: 3046 annual degree-days  
WIND: Predominantly from the southwest and west

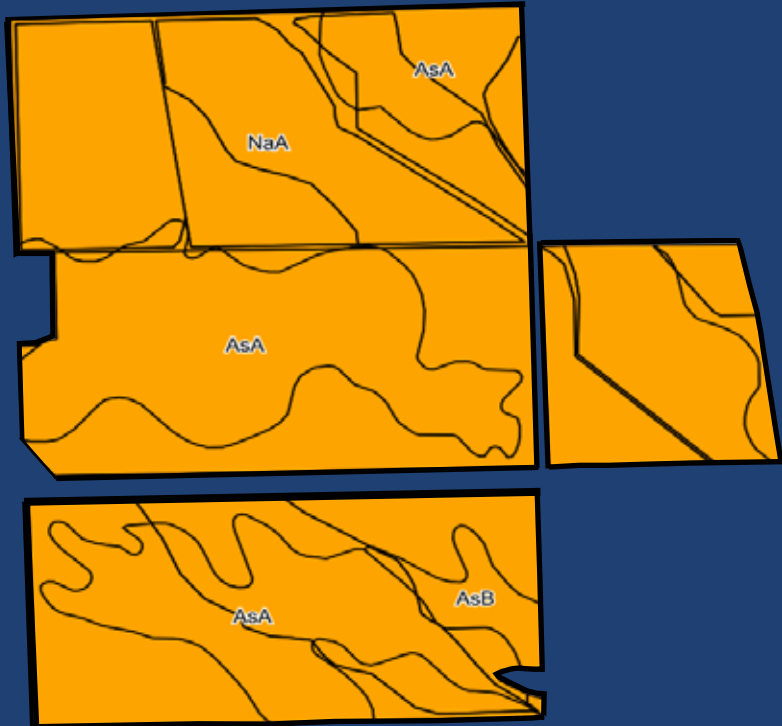


The Yakima Valley has an advantage when it comes to producing high-quality produce and fruit. Stretching over 350,000 acres of patchwork fields, the fertile land of the valley is a bountiful combination of small farms yielding incredible fruit and produce crops. Asparagus, eggplant, winter pears, mint, berries, and pumpkins are just a few of the various produce crops grown in the region.

Yakima Valley, on average, enjoys 300 days of sunshine each year. There is a 141-day-long growing season that is characterized by hot days and cool nights. The summer growing season’s high temperatures typically range between 75 to 100 degrees. August is the hottest month, posting an average high temperature of 88 degrees, which ranks it as one of the hottest places in Washington State.

To the west, the Cascade Range shields the Yakima Valley and much of Eastern Washington from the Pacific Ocean’s influences. The Umptanum Ridge, Yakima Ridge, and the Rattlesnake Hills ridgeline assist in protecting the region’s permanent crops from Canada’s freezing polar air, which can severely damage or kill crops.

Soils on the property consist primarily of Naches Loam and Ashue Loam. The ancient Missoula Floods created these soils through a series of dramatic flood cataclysms in prehistoric times. Due to these floods, moderate to deep silt-loam is layered over gravel or directly onto basalt bedrock creating a foundation of well-drained soils ideal for viticulture and other permanent crop production, such as orchards. This rich combination of elevation, soils, and precipitation makes an ideal growing region for apples, squash, peppers, grapes, and hops.



| Code             | Soil Description                   | Acres  | Percent of field | Non-Irr Class Legend | Non-Irr Class *c | Irr Class *c | Alfalfa hay Irrigated | Apples Irrigated | Asparagus Irrigated | Corn Irrigated | Distillate mint Irrigated | Hops Irrigated | Sugar beets Irrigated | Sweet corn Irrigated | Winter wheat Irrigated |
|------------------|------------------------------------|--------|------------------|----------------------|------------------|--------------|-----------------------|------------------|---------------------|----------------|---------------------------|----------------|-----------------------|----------------------|------------------------|
| NaA              | Naches loam, 0 to 2 percent slopes | 153.45 | 60.0%            |                      | Vlc              | Ilc          | 7                     | 693              | 225                 | 108            | 99                        | 1800           |                       |                      | 99                     |
| AsA              | Ashue loam, 0 to 2 percent slopes  | 96.34  | 37.7%            |                      | Vle              | IIIs         | 5                     | 662              | 150                 | 95             | 90                        |                | 23                    | 6                    |                        |
| AsB              | Ashue loam, 2 to 5 percent slopes  | 5.95   | 2.3%             |                      | Vle              | IIIs         | 5                     | 662              | 150                 | 95             | 81                        |                | 23                    | 5                    |                        |
| Weighted Average |                                    |        |                  |                      |                  |              |                       | 6.2              | 680.6               | 195            | 102.8                     | 95.2           | 1080                  | 9.2                  | 59.4                   |

Soils Map reflects Fields 5-10. Access to the complete soils reports for all fields shall be granted to interested parties after execution of a Non-Disclosure Agreement.

WATER & IRRIGATION INFRASTRUCTURE

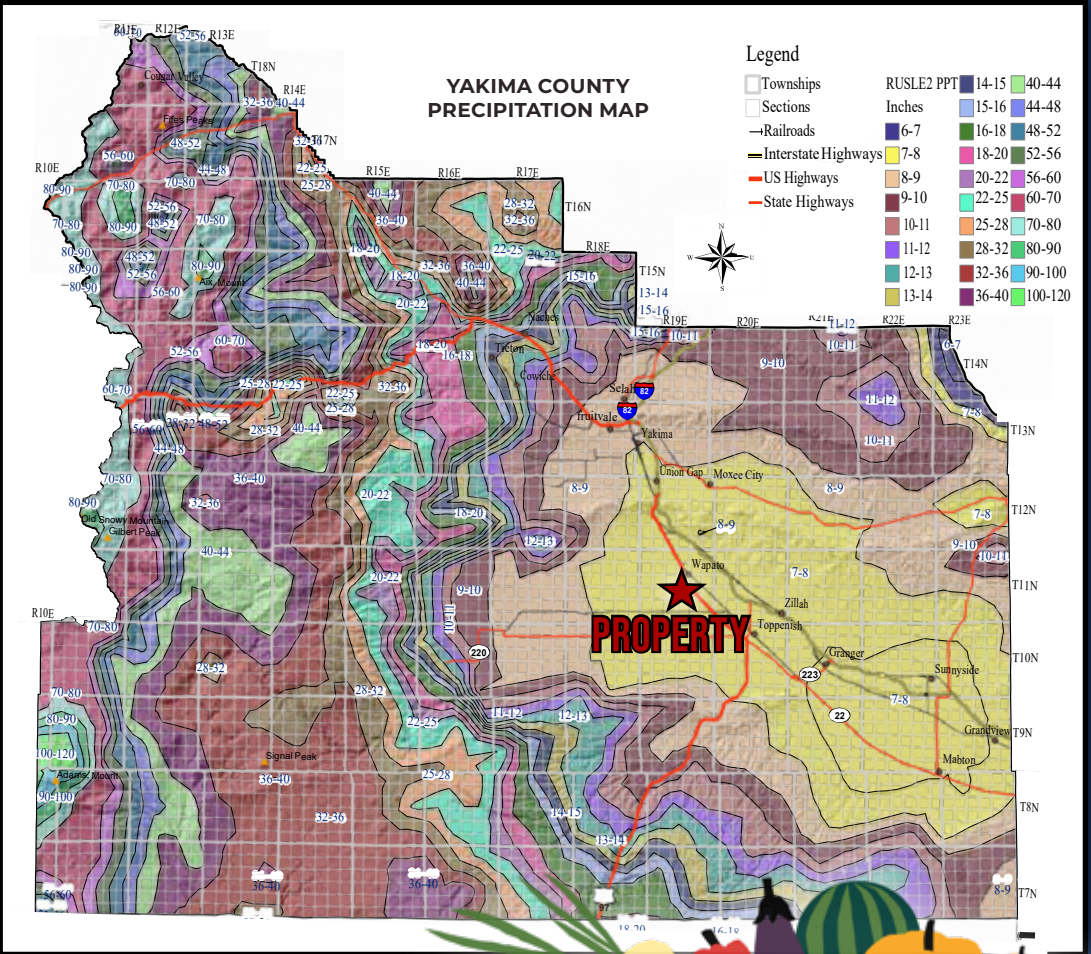
The Yakima Valley relies heavily on surface water districts to supply adequate water to the row crop farms, orchards and other permanent crops. The Cascade Range is to the west and creates a natural border that forms a rain shadow over the area, which prevents much of the heavy West Coast precipitation from making its way to the valley. The Yakima River, a tributary of the Columbia River, runs 214 miles from its headwaters to its mouth with an average drop of 9.85 feet per mile. It is the longest river, with both its start and end located entirely within Washington State and is a primary source of the surface water used in the local irrigation districts in the Yakima Valley.

- Annual rainfall for this area averages 7 to 8 inches per year, per the USDA Natural Resources Conservation Service.
- The Wapato Irrigation Project provides irrigation water allocations and a system of canals for delivery of water to each farm parcel.
- The Wapato Irrigation Project is administered and operated by the Yakama Nation Tribe.
- Each farm parcel has irrigation water delivered to a central supply point where a pumping station pressurizes the water through a sand filtration system before being pumped to the crops via drip line.
- The Wapato Irrigation Project (WIP) has provided long term, ample water supplies for the large-scale farming operations within its boundaries.
- Irrigation equipment and infrastructure includes:
  - Several centralized pump and sand filtration stations sourcing water from canals.

- Miles of drip line that can be used more than one season.
- Mainline systems on portions of the farm that lead to drip line distribution points.
- Some of the included farms use wheel line irrigation systems.

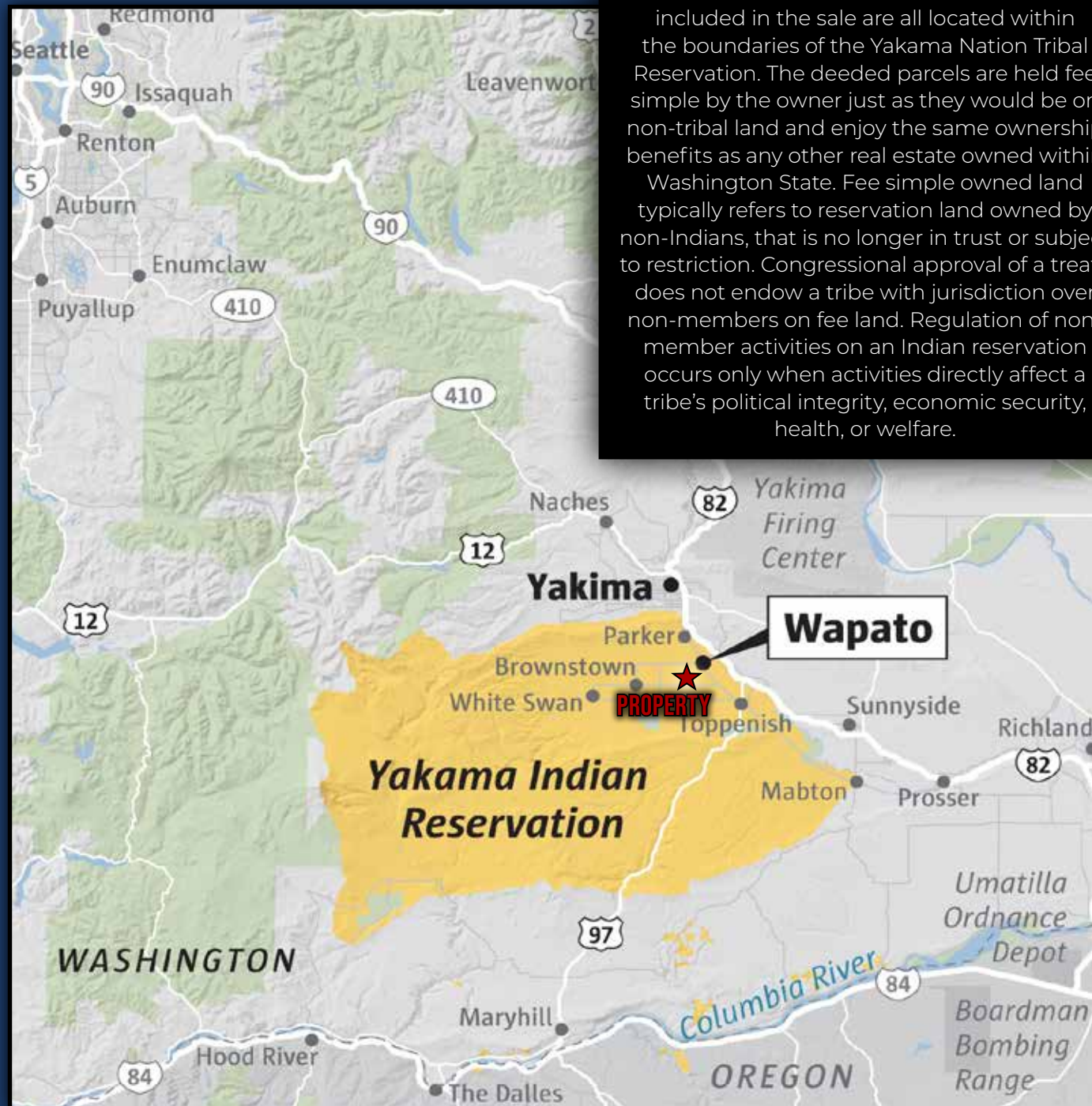
- The water rights included in the sale consist of both A and B WIP senior water rights.
- Annual charges paid to the WIP for irrigation water allocations were approximately \$134,369.64 in 2021.

Access to the data room containing full WIP irrigation information will be granted upon execution of a Non-Disclosure Agreement.





# YAKAMA NATION RESERVATION



The deeded and leased acres and all structures included in the sale are all located within the boundaries of the Yakama Nation Tribal Reservation. The deeded parcels are held fee simple by the owner just as they would be on non-tribal land and enjoy the same ownership benefits as any other real estate owned within Washington State. Fee simple owned land typically refers to reservation land owned by non-Indians, that is no longer in trust or subject to restriction. Congressional approval of a treaty does not endow a tribe with jurisdiction over non-members on fee land. Regulation of non-member activities on an Indian reservation occurs only when activities directly affect a tribe's political integrity, economic security, health, or welfare.



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# OPERATIONS & MARKETING

This business has been directly operated and managed for many years by the family that owns it. They are selling to fulfill estate planning goals, however there are members of the family that have been key to the business and that will consider remaining involved, post-divestment, if desired by a new owner willing to negotiate terms of this scenario.

The operation, as a whole, has historical gross revenue in the \$14 million dollar range with a 20% - 25%, of gross revenue, EBITDA annually. This produce company has been operated as a vertically integrated farm, packing and marketing venture for over 40 years and was built from the ground up by the family that currently owns it.

Marketing of the produce is coordinated by the general manager of the operation who is also one of the family members that owns the asset. The vast majority of the produce grown by the operation is currently sold to major retail chains operating throughout the U.S. including Walmart, Winco, Kroger, Albertsons and Safeway to name a few. There are significant relationships that have been fostered by management, over the years, with both retail store buyers and also select wholesale distributors that will allow continued success in the disposition of the company's produce. In addition to the bulk sales channels to public marketplaces, there has also been an on-site farmer's market at the packing facility that allows direct to consumer sales. This market has become a staple of the region and enjoys significant foot traffic during the fresh packing season.

There are major produce marketing companies currently working with this family that have expressed serious interest in partnering with a new owner to coordinate sales and marketing of its products. One such company employs a multinational cold-chain logistics service to market produce to retailers, restaurants, and food service companies that are in need of high-quality fruits and vegetables. Technology, expertise and impactful logistics solutions help this firm to reduce its costs and the overall complexity of the supply chain. This potential, future relationship can be further discussed upon execution of an NDA.

The business has a long history of loyal, seasonal laborers that come back each year for field work and to work in the packing facility. The seasonal labor pool used both, in-field and within the facility, consists of approximately 250 personnel from March 1-November 31. During the peak harvest months an additional 150-200 are hired.

*Access to the data room containing full historical financial information will be granted upon execution of a Non-Disclosure Agreement.*



# SORTING & PACKING FACILITY & EQUIPMENT

## SUMMARY OF EQUIPMENT

- Sorting and Packing Lines for:
  - Watermelon.
  - Asparagus.
  - Zucchini/Cucumbers.
  - Peppers.
  - Squash/Pumpkins.
  - Tomatoes.
- Refrigeration/Cold Storage.
  - Large Hydro-Cooler.
  - Cooled warehouse space.
  - Large ice machine.
  - Shaded storage areas.
- Green House Complex for Seedlings.
- Offices, Employee Breakrooms, Retail Area for Seasonal Farmer's Market.
- Two loading docks.
- Loaders and Forklifts.



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# 2021 CROP CHART

| LEASED ACRES |                |                 |
|--------------|----------------|-----------------|
| ATG Map #    | Tillable Acres | 2021 Crop Acres |
| 1            | 73.70          | Watermelon      |
| 2            | 76.20          | Watermelon      |
| 3            | 4.45           | Asparagus       |
| 5            | 73.40          | Peppers         |
| 6            | 70.00          | Corn            |
| 7            | 7.43           | Pumpkins        |
| 8            | 42.40          | Corn            |
| 9            | 20.80          | Pumpkins        |
| 10           | 31.00          | Corn            |
| 11           | 6.90           | Asparagus       |
| 12           | 15.30          | Hard squash     |
| 13           | 12.20          | Hard squash     |
| 20           | 13.30          | Hard squash     |
| 21           | 1.27           | Hard squash     |
| 23           | 69.00          | Watermelon      |
| 26           | 27.50          | Corn            |
| 27           | 1.99           | Hard squash     |
| 28           | 1.00           | Corn            |
| 31           | 37.50          | Tomatoes        |
| 32           | 34.60          | Eggplant        |
| 35           | 34.48          | Peppers         |
| 36           | 11.00          | Hot peppers     |
| 37           | 11.30          | Hot peppers     |
| 38           | 7.37           | Hot peppers     |
| 42           | 23.40          | Hard squash     |
| 43           | 67.80          | Asparagus       |
| 44           | 39.60          | Watermelon      |
| 45           | 10.50          | Watermelon      |
| 46           | 16.80          | Watermelon      |
| 47           | 5.28           | Asparagus       |
| 847.47       |                |                 |

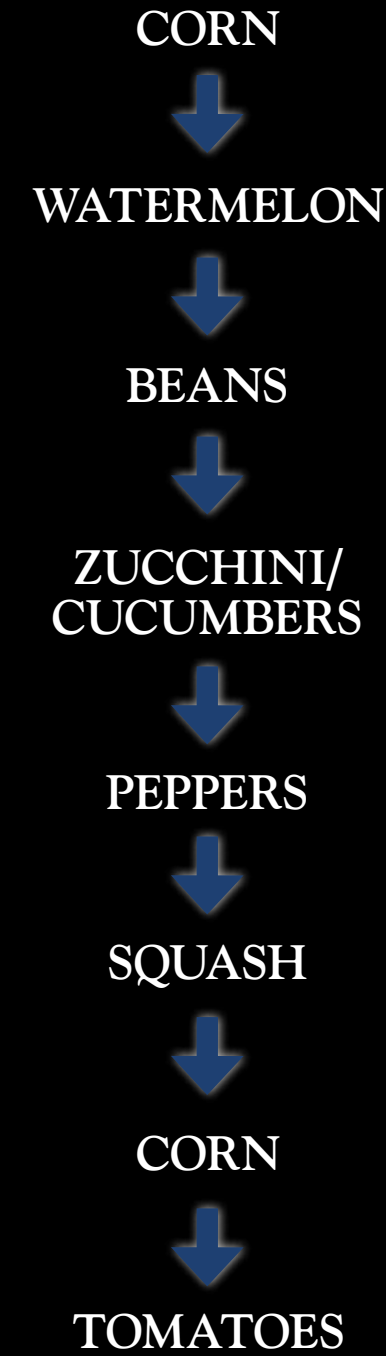
| DEEDED ACRES |                |                  |
|--------------|----------------|------------------|
| ATG Map #    | Tillable Acres | 2021 Crop Acres  |
| 4            | 18.70          | Misc. vegetables |
| 14           | 54.50          | Concord grapes   |
| 15           | 16.10          | Beans            |
| 16           | 20.50          | Beans            |
| 17           | 26.00          | Hard squash      |
| 18           | 35.70          | Beans            |
| 19           | 6.41           | Hard squash      |
| 22           | 55.20          | Watermelon       |
| 24           | 22.50          | Asparagus        |
| 25           | 47.90          | Corn             |
| 29           | 34.20          | Tomatoes         |
| 30           | 4.37           | Peppers          |
| 33           | 72.60          | Zucchini         |
| 34           | 40.22          | Cucumber         |
| 39           | 17.89          | Niagara grapes   |
| 40           | 23.70          | Asparagus        |
| 41           | 37.49          | Asparagus        |
| 48           | 28.79          | Hard squash      |
| 562.77       |                |                  |

## BREAKDOWN OF TILLABLE ACRES

- 562.77 +/- Deeded Acres
- 847.47 +/- Leased Acres

The farm's owner/operator relies on an intensive crop rotation to help improve soil health, optimize nutrients in the soil, and combat pest and weed pressure. Crop rotation can also improve yield and profitability over time. There is no limit to the number of crops that can be used in a rotation; however, it requires a great deal of planning and there are a number of variables that can change dramatically from year to year (i.e. weather, market, labor supply). Here is a chart of the 2021 crops and typical rotation that will be used in the future.

# CROP ROTATION







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NORTH PORTION



■ PENDING BOUNDARY LINE ADJUSTMENT  
■ DEEDED ACRES  
■ LEASED ACRES



NORTH PORTION



■ PENDING BOUNDARY LINE ADJUSTMENT  
■ DEEDED ACRES  
■ LEASED ACRES



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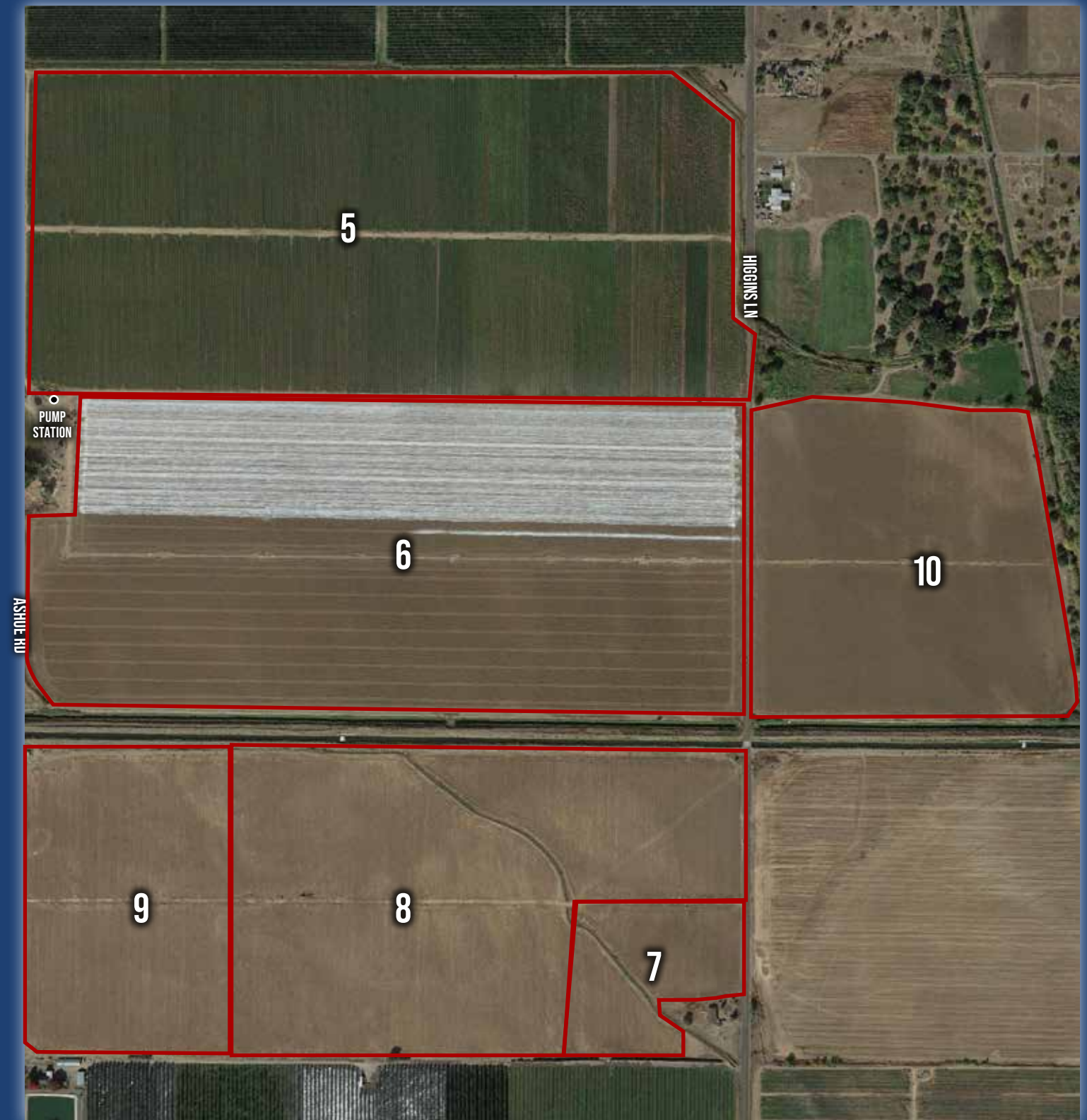
## WEST PORTION



- PENDING BOUNDARY LINE ADJUSTMENT
- DEEDED ACRES
- LEASED ACRES
- 2 MFE HOUSES



## CENTRAL PORTION



- PENDING BOUNDARY LINE ADJUSTMENT
- DEEDED ACRES
- LEASED ACRES



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CENTRAL PORTION



- PENDING BOUNDARY LINE ADJUSTMENT
- DEEDED ACRES
- LEASED ACRES

CENTRAL PORTION



- PENDING BOUNDARY LINE ADJUSTMENT
- DEEDED ACRES
- LEASED ACRES

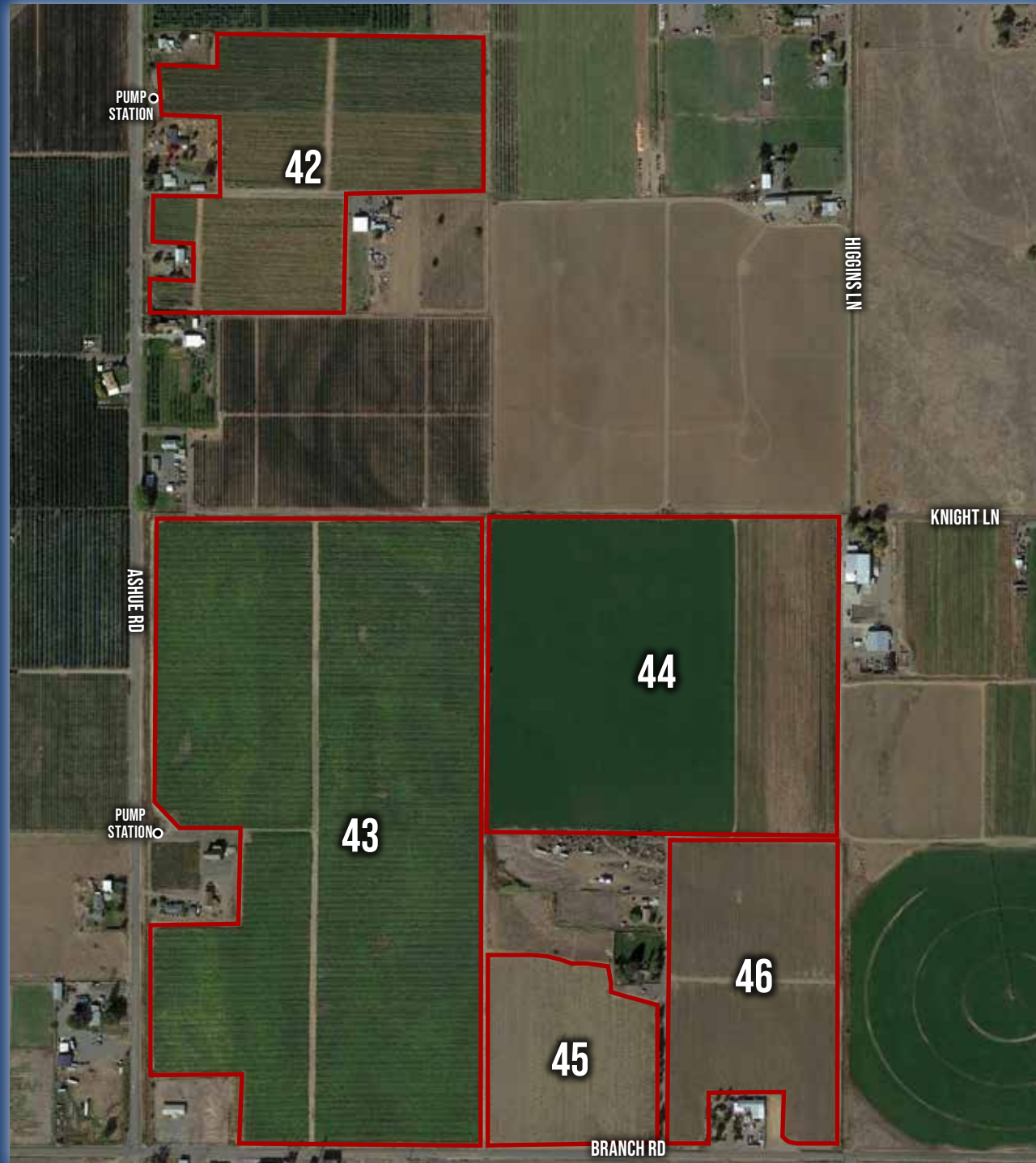


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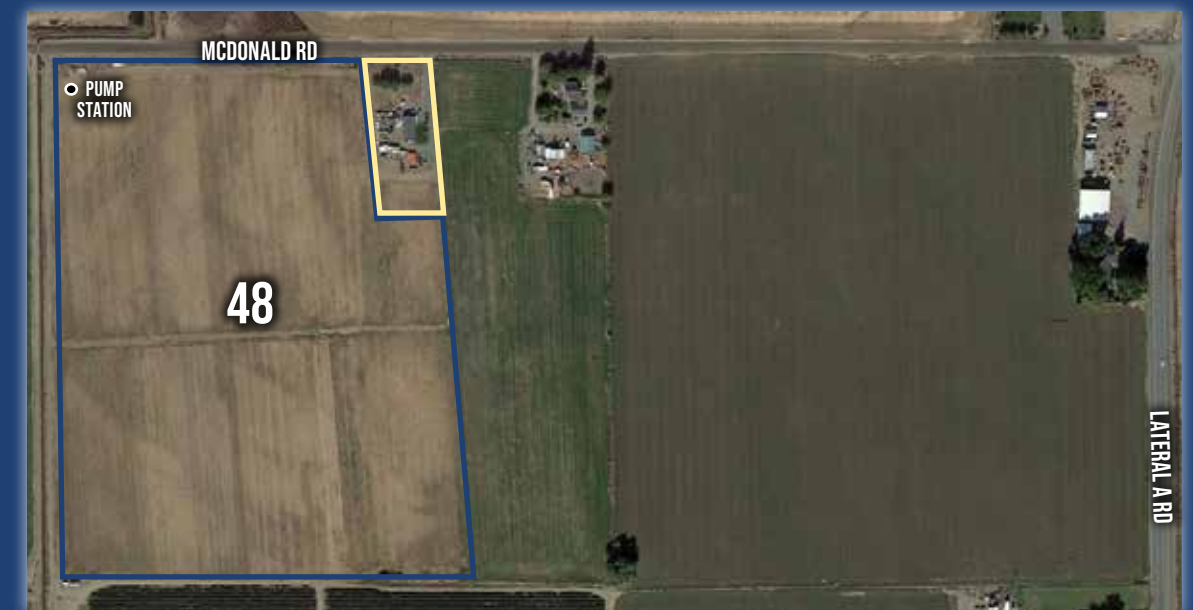


## CENTRAL PORTION



■ PENDING BOUNDARY LINE ADJUSTMENT  
■ DEEDED ACRES  
■ LEASED ACRES

## SOUTHWEST PORTION



■ PENDING BOUNDARY LINE ADJUSTMENT  
■ DEEDED ACRES  
■ LEASED ACRES



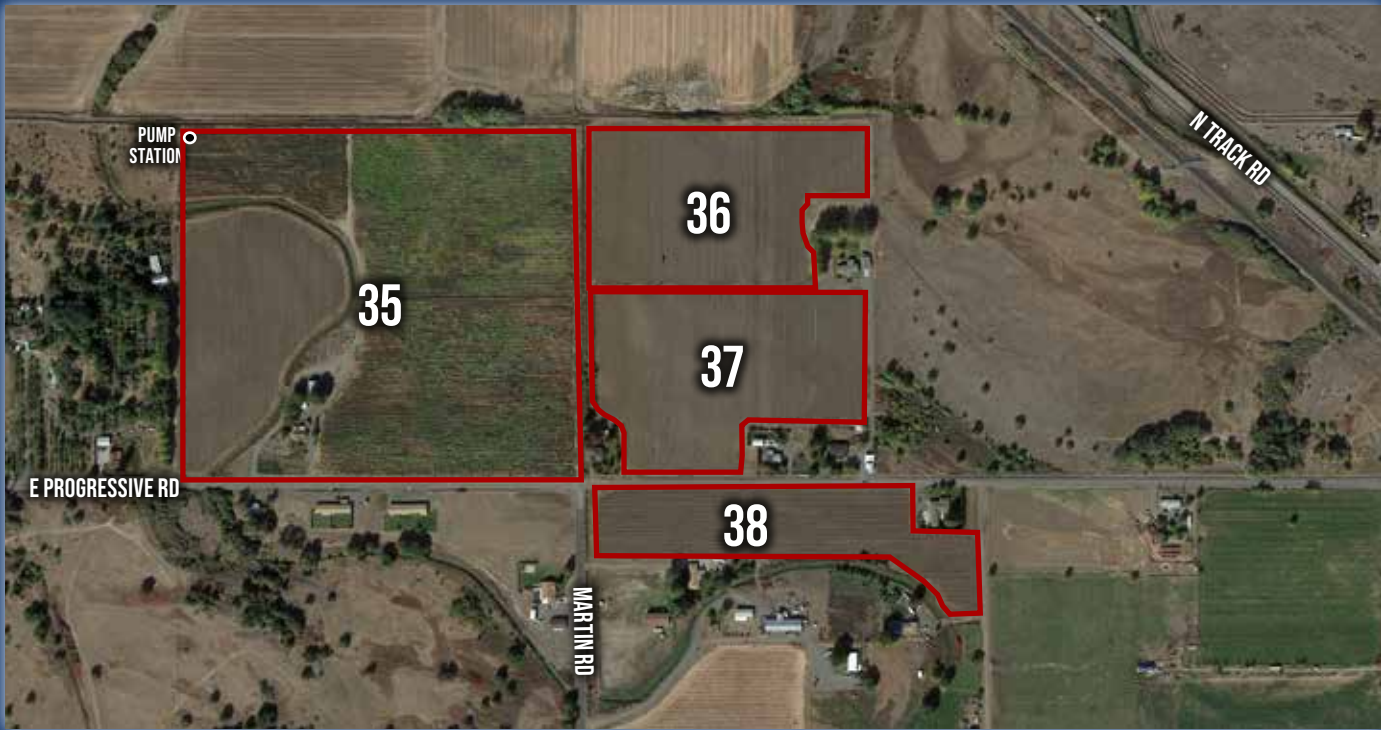
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EAST PORTION

- PENDING BOUNDARY LINE ADJUSTMENT
- DEEDED ACRES
- LEASED ACRES



SOUTHEAST PORTION

- PENDING BOUNDARY LINE ADJUSTMENT
- DEEDED ACRES
- LEASED ACRES







# YAKIMA VALLEY VERTICALLY INTEGRATED PRODUCE FARM

## TERMS OF SALE

**1. Notice.** The information provided herein represents the extent of the information available from Seller. Buyer understands this Offering Memorandum contains selected information pertaining to the Property and does not purport to contain all the data a prospective buyer may desire. Buyer agrees to conduct, at their own risk, their own independent inspections, investigations, inquiries, and due diligence concerning the Property to verify the accuracy and completeness of any and all information obtained from the Offering Memorandum. Buyer hereby acknowledges that the Seller, nor any person acting on the Seller's behalf, has made any representations or warranties, expressed or implied, as to the accuracy or completeness of this information or their contents, or the suitability of the information contained herein for any purpose. At any time, this information is subject to, among other things, corrections or errors and omissions, addition or deletion of terms, and/or change of terms. Each potential Buyer shall be liable for any property damage and/or personal injuries (including death) caused by or arising from any such inspection or investigations by them or their agents or consultants. Seller reserves the right to accept or reject any offer, terminate negotiations, withdraw the Property from market without notice, amend the terms, conditions, and negotiate with multiple prospective purchasers concurrently until a definitive, legally binding Real Estate Sale and Purchase Agreement is fully executed by Seller and Buyer. Seller also reserves the right to accept back up offers until the close of escrow and have the sale of the Property subject to Seller affecting a 1031 tax exchange for suitable property. This information has been obtained from sources believed reliable. Seller, AgriBusiness Trading Group, may supplement, revise, or add property information up to the time the property sells. Potential Buyers should continue to monitor AgTradeGroup.com to ensure Buyer is aware of the most up-to-date information.

**2. Seller Intent.** Cash at closing unless otherwise negotiated.

**3. Offer Submittal.** Offers for the Property shall be submitted to AgriBusiness Trading Group's office, at the address below.

Adam Woiblet  
AgriBusiness Trading Group  
109 W Poplar Street  
Walla Walla, WA 99362  
509.520.6117  
Adam@AgTradeGroup.com

**4. Leases.** The sale of the Property may be subject to current farm leases.

**5. Farm Program Information.** The Farm Program Information is provided by the Yakima County Farm Service Agency. The figures stated in the marketing material reflect the best knowledge of the Seller and its representatives; however, Farm Program Information such as base acres, cropland acres, etc. are subject to change if/when the Property is reconstituted by the Yakima County Farm Service Agency.

**6. Boundary Line Adjustments.** The sale of the Property is subject to pending boundary line adjustments by the Seller.

**7. Survey.** The Property is being offered as 651.74 +/- deeded acres plus assumption of leases affecting the remaining tillable acres of the operation. A survey of the Property will not be completed by the Seller prior to Close. If a potential Buyer desires to obtain a survey, it will be at the Buyer's sole expense.

**8. Current Use Status.** If the Property is in a Current Use Status, Buyer will continue the Current Use Status after Closing. If Buyer elects to discontinue the Current Use Status, Buyer will be responsible for any resulting taxes, penalties, and interest associated therewith.

**9. Governing Law.** The Real Estate Sale and Purchase Agreement to be executed by Seller and Buyer shall be governed by and constructed in accordance with the laws of the State of Washington.

**10. Disclaimer.** All information contained herein, and all related materials, are subject to the Terms and Conditions outlined in the Real Estate Sale and Purchase Agreement. Buyer acknowledges, and represents and warrants to Seller, that Buyer has assessed, or has had the opportunity to assess, the size, configuration, utility service, environmentally sensitive areas, means of access, permitted uses, status of title (including, but not limited to, all easements, rights of way, covenants, conditions and restrictions, reservation of rights, and other encumbrances and restrictions affecting the Real Property or any portion thereof), value, condition (including, but not limited to, the physical and environmental condition of the Real Property), water rights, irrigation and water systems, and all other material aspects of the Real Property and Personal Property, and Buyer is not relying on, nor has Buyer been influenced by, any statement or representation or warranty of the Real Property and Personal Property and the satisfaction or waiver of all Buyer's conditions to closing will be evidenced solely by the Closing of this transaction and without any other act or confirmation by Buyer. Seller hereby disclaims any and all warranties of habitability, merchantability, and fitness for particular purpose, expressed or implied. Buyer is acquiring the Real Property and Personal Property "AS IS-WHERE IS", in its current condition existing as of the Closing Date, without any representation, warranty, promise, covenant, agreement or guaranty of any kind or nature whatsoever by the Seller, whether expressed or implied, oral or written, past, present or future, of, as, to or concerning any aspect of the Real Property or Personal Property.

Thank you in advance for your consideration of the Yakima County Vertically Integrated Produce Farm. If you have questions, please contact:

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