



PRESTON GATES & ELLIS LLP
ATTORNEYS

September 28, 1999

PRIVILEGED AND CONFIDENTIAL ATTORNEY/CLIENT COMMUNICATION

Witherspoon, Kelly, Davenport & Toole, P.S.

Perkins Coie, LLP

Re: Reimbursement Agreement--Confidentiality Provisions

To Whom it May Concern:

I, the undersigned, as legal counsel for the Board of Directors of the Spokane Downtown Foundation (the "Foundation") and a member of the law firm of Preston Gates & Ellis LLP, have read the Reimbursement Agreement executed by representatives of the Foundation and River Park Square LLC and its affiliates (the "Developer"), most specifically Section 7, dealing with the confidentiality of the Agreement, and understand the same. Other than discussing this subject with others as it may be necessary under the provisions of this Section, our firm and the Foundation will not discuss the existence of this Agreement or the contents therein with any individual or party without the express written consent of all those to whom this letter is addressed, or an order of a court of competent jurisdiction. We also understand that the Developer will assume responsibility for defending against any public records request directed to Spokane Parking Public Development Authority or the Foundation and the Developer also agrees to pay any fine or assessment levied by a court of competent jurisdiction related to the request.

Very truly yours,

PRESTON GATES & ELLIS LLP

By Michael C. Gray
Partner

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EXHIBIT 850
WITNESS ORMSBY
DAVID STOREY
STOREY & MILLER

A LIMITED LIABILITY PARTNERSHIP INCLUDING OTHER LIMITED LIABILITY PARTNERSHIPS

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