

HOGAN LAW OFFICE

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TIMOTHY C. HOGAN
LAWRENCE I. JAMES, JR.

September 27, 2013

VIA EMAIL AND USPS

City of Windsor Heights
Attn: Mayor Jerry Sullivan
1133 66th Street
Windsor Heights, IA 50264
jsullivan@windsorheights.org

NAI Optimum
Attn: Chris Stafford
1701 48th Street, Suite 111
West Des Moines, IA 50266
cstafford@ruhlcommercial.com

RE: Agreement to Amend Purchase Agreement

Gentlemen:

Reference is made to that certain Purchase and Sale Agreement with an Effective Date of May 20, 2013 (as amended, the "PSA") between City of Windsor Heights, Iowa ("Seller") and Hurd Land Company, LLC ("Purchaser") for the property more particularly described in the PSA.

This letter agreement will serve to memorialize the agreement of Seller and Purchaser as follows:

1. Purchaser is satisfied with its Due Diligence Review under Paragraph 9 of the PSA.
2. Paragraph 4 of the PSA is hereby deleted in its entirety and replaced with the following:

The "Closing," "Closing Date," or "Date of Closing" shall be on or before December 20, 2013.

3. This letter agreement is subject to the review and approval of the City Council of the City of Windsor Heights, Iowa, which shall next meet October 7, 2013.

Except as amended in this letter agreement, all of the terms, covenants, conditions, agreements and provisions set forth in the PSA shall be and they hereby are reaffirmed, ratified, confirmed and approved in their entirety and shall remain in full force and effect. In the event of any conflict or inconsistency between the terms and conditions of this letter agreement and the terms and conditions of the PSA, the terms and conditions of this letter agreement shall in all instances govern and control.

This letter agreement may be executed in one or more counterparts, each of which shall be deemed an original, and all of such counterparts together shall constitute one and the same instrument. In addition, a signed counterpart of this letter agreement transmitted by facsimile or electronically by e-mail transmission shall have the same force and effect as an original counterpart thereof signed by, or on behalf of, such party. If Seller is in agreement with the forgoing extension, please have a copy of this letter agreement signed and returned to us, and we will have a copy signed by Purchaser and returned to you.

Sincerely,

Larry James Jr.

Cc : Richard W. Hurd ; Jeff Fiegenschuh ; Larry Cedarstrom

AGREED and ACCEPTED as of
the 27th day of September, 2013.

HURD LAND COMPANY, LLC

By : _____
Richard W. Hurd, President

CITY OF WINDSOR HEIGHTS, IOWA

By : _____
Mayor Pro Tem, Diana Willits