

WB-40 AMENDMENT TO OFFER TO PURCHASE

**CAUTION: Use a WB-40 Amendment if both Parties will be agreeing to modify the terms of the Offer.
Use a WB-41 Notice if a Party is giving a Notice which does not require the other Party's agreement.**

1 Buyer and Seller agree to amend the Offer dated September 10, 2019, and accepted September 20, 2019, for
2 the purchase and sale of real estate at Lots 30, 31, 32 and 33 in the Southpoint Commerce Park Plat
3 No. 3 and the vacant land described as lot 9-5714 located in Appleton, Wisconsin as follows:

4 Closing date is changed from _____, _____, to _____, _____.

5 Purchase price is changed from \$ _____ to \$ _____.

6 Other: The land currently under contract in this Offer to Purchase shall be referred to as
7 the "Land". Buyer shall purchase the land from Seller, which is approximately 12.5 acres,
8 which will be more fully defined in a CSM to be recorded at closing (the "Initial Land").

9 The remaining land, approximately 37.5 acres, which shall be more fully defined in a CSM
10 to be recorded at closing is defined as the "Additional Land". The Additional Land shall
11 be under contract for 6 months, commencing on the closing date that the Initial Land is
12 sold by Seller to Buyer ("Lockup Period").

13 Seller agrees to cooperate with Buyer in the application process, but cost(s) to
14 subdivide the Land will be the sole responsibility of Buyer and the Buyer agrees that the
15 the final signed CSM shall be recorded at closing.

16 Upon the expiration of the 6 months that the Additional Land is under contract for, the
17 Additional Land shall become subject to a right of first offer for a consecutive 6 month
18 period ("ROFO Period").

19 Upon the City of Appleton receiving a bona fide offer from a 3rd party for any portion or
20 all of the Additional Land during this ROFO period, the Seller shall provide Buyer with
21 written notice within 2 business days of receipt of this offer.

22 Upon Buyer receiving written notice, Buyer shall have 5 business days to respond to
23 Seller notifying whether they intend to purchase the Additional Land subject to the 3rd
24 party offer. If Buyer and/or its assigns elect to purchase the Additional Land, Buyer
25 shall have a 45 day inspection period, and shall close on the Additional Land no later
26 than 30 days after the Inspection Period is waived or satisfied by Buyer.

27 Buyer has the right to market the Land during the Lockup Period and the ROFO Period.

28 The attached _____ is/are made part of this Amendment.

29 ALL OTHER TERMS OF THE OFFER TO PURCHASE AND ANY PRIOR AMENDMENTS REMAIN THE SAME.

30 This Amendment is binding upon Seller and Buyer only if a copy of the accepted Amendment is delivered to the Party
31 offering the Amendment on or before February 5, 2020 (Time is of the Essence). Delivery
32 of the accepted Amendment may be made in any manner specified in the Offer to Purchase, unless otherwise provided
33 in this Amendment.

34 **NOTE: The Party offering this Amendment may withdraw the offered Amendment prior to acceptance and**
35 **delivery as provided at lines 30-33.**

36 This Amendment was drafted by Attorney Josh Lurie, F Street Group on 01/22/2020
37 Licensee and Firm ▲ Date ▲

38 This Amendment was presented by Attorney Josh Lurie, F Street Group on 01/23/2020
39 Licensee and Firm ▲ Date ▲

40 (x) [Signature] 01/23/2020
41 Buyer's Signature ▲ Date ▲

42 Print name ▶ Josh Lurie, General Counsel

(x) _____
Seller's Signature ▲ Date ▲

Print name ▶ Karen E. Harkness

43 (x) _____
44 Buyer's Signature ▲ Date ▲

45 Print name ▶ _____

(x) _____
Seller's Signature ▲ Date ▲

Print name ▶ _____

46 This Amendment was rejected _____
47 Party Initials ▲ Date ▲ Party Initials ▲ Date ▲