

FIRST AMENDMENT TO PURCHASE AGREEMENT

THIS FIRST AMENDMENT TO PURCHASE AGREEMENT (the "First Amendment") is entered into this ____ day of _____, 2020, between the Economic Development Authority for the City of Shakopee, Minnesota, a public body corporate and politic under the laws of the State of Minnesota (the "Seller"), and MWF Properties, LLC, a Minnesota limited liability company and its assigns (the "Buyer"), and amends the Purchase Agreement, dated _____, 2019 (the "Original Agreement"), between the Seller and the Buyer. All capitalized terms used herein and not otherwise defined have the meaning set forth in the Original Agreement.

WHEREAS, the Seller and the Buyer entered into the Original Agreement pursuant to which the Seller agreed to sell and the Buyer agreed to purchase approximately 3.658 acres of land located at Vierling Drive West and Taylor Street in Shakopee, Minnesota, which is described in EXHIBIT A attached hereto; and

WHEREAS, Section 11 of the Original Agreement provides the Buyer the option to extend the Contingency Date by up to two, ninety (90) day periods; and

WHEREAS, in accordance with Section 11 of the Original Agreement, upon the implementation of the option to extend the Contingency Date, the Buyer is required to deposit an additional \$10,000 into the interest-bearing trust account with First American Title Insurance Company to be applied to the Purchase Price at Closing; and

WHEREAS, the Buyer intends to exercise its option to extend the Contingency Date by ninety (90) days to March 1, 2021 and has taken all actions precedent to the implementation of the extension as set forth in the Original Agreement.

NOW, THEREFORE, IT IS HEREBY AGREED by and between the Seller and the Buyer as follows:

1. In accordance with Section 11 of the Purchase Agreement, the Contingency Date is hereby extended to March 1, 2021, or such other date as mutually agreed upon by the Seller and the Buyer.
2. All references to the "Agreement" in the Original Agreement shall be deemed to include the Original Agreement, as amended by this First Amendment.
3. The Original Agreement remains in full force and effect.

(The remainder of this page is intentionally left blank.)

IN WITNESS WHEREOF, the Seller and the Buyer have executed this First Amendment to Purchase Agreement as of the date and year first written above.

**ECONOMIC DEVELOPMENT AUTHORITY
FOR THE CITY OF SHAKOPEE, MINNESOTA**

By: _____
Jay Whiting
Its: President

By: _____
William Reynolds
Its: Executive Director

MWF PROPERTIES, LLC

By: _____
Its: _____

By: _____
Its: _____

EXHIBIT A

LEGAL DESCRIPTION OF THE PROPERTY

Lot 1, Block 2, WEST SHAKOPEE GATEWAY 1ST ADDITION, according to the recorded plat thereof,
Scott County, Minnesota

SH235-1 (JAE)
671394v2