

October 9, 2012

John Mathews  
Region Vice President  
First Transit, Inc.  
3400 Spring Street NE  
Minneapolis, MN 55449

Re: *City of Ramsey/First Transit, Inc./Ramsey Star Express*

Dear Mr. Mathews:

I am the City of Ramsey (the "City") City Administrator. I write you regarding the above and specifically the agreement for Northstar Commuter Bus Service Demonstration Project dated September 29, 2006 (the "Agreement"). As you know the Agreement was originally between the Northstar Corridor Development Authority ("NCDA") and Laidlaw Transit Services, Inc. Subsequently by an Assignment and Assumption of Agreement dated November 14, 2009, NCDA assigned all of its interests, rights, responsibilities, and duties in the Agreement to the City. First Transit, Inc. (fka Laidlaw Transit Services Inc.) did consent to this Assignment.

This letter is to advise you that effective December 1, 2012, the City does hereby terminate the Agreement. Therefore the last bus service pursuant to the contract will be on or before December 1, 2012. The City will provide you 48 hour notice of the date of final bus service. The final date is dependent upon the actual opening date of the Northstar Rail Service. This termination is made pursuant to Paragraph 4.2) of the Agreement which provides as follows:

2) Without Cause

The NCDA may terminate this Agreement without cause and for any reason whatsoever upon giving at least fourteen (14) days written notice thereof to the Contractor.

As you are no doubt aware, this termination of service is not made as a result of any violation of the terms of the Agreement, but rather as a result of the City being served by the Northstar Rail Service and the opening of a rail station adjacent to the Ramsey City Hall. The City thanks you very much for the successful transit service provided to its residents by the Ramsey Star Express bus service during the term of the Agreement.

Mr. Mathews  
September 27, 2012  
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Please feel free to contact me if you have questions regarding the above.

Very truly yours,

Kurtis Ulrich  
Ramsey City Administrator

WKG/gb