

Ramsey, Minnesota
Sunwood Drive
L/C: 022-0575

FIRST AMENDMENT TO REAL ESTATE CONTRACT

This FIRST AMENDMENT TO REAL ESTATE CONTRACT ("**Amendment**") is dated _____ between **THE HOUSING AND REDEVELOPMENT AUTHORITY IN AND FOR THE CITY OF RAMSEY, MINNESOTA**, a public body corporate and politic under the laws of the State of Minnesota ("**Seller**") and **McDONALD'S USA, LLC**, a Delaware limited liability company ("**Purchaser**"). The following statements are a material part of this Amendment:

A. Seller and Purchaser entered into a Real Estate Contract dated December 19, 2012 ("**Contract**") for the property described in Exhibit A attached to the Contract and incorporated into this Agreement by this reference.

B. Purchaser has expended considerable time, money and effort to satisfy the conditions precedent in the Contract.

C. The expiration of the Contingency Period is about to occur, and the parties desire to extend such date.

THEREFORE, in consideration of the mutual covenants contained in the Contract and other good and valuable consideration, the receipt of which is hereby acknowledged between the parties, Seller and Purchaser agree as follows:

1. The expiration of the Contingency Period set forth in Article 6A of the Contract is extended to expire on January 7, 2014.
2. Except as modified by this Amendment, the Contract is ratified and confirmed by the parties.
3. This Amendment may be signed in one or more counterparts, all of which taken together shall constitute one and the same document.

End of Text. Signatures on next page.

To indicate their agreement to the above, the parties or their authorized representatives or officers have signed this document.

SELLER:
THE HOUSING AND REDEVELOPMENT
AUTHORITY IN AND FOR THE CITY OF
RAMSEY, MINNESOTA, a public body corporate
and politic under the laws of the State of Minnesota

PURCHASER:
McDONALD'S USA, LLC
a Delaware limited liability company

By: _____
Its: _____
Name: _____

By: _____
Its: _____

By: _____
Its: _____
Name: _____

(ACKNOWLEDGMENTS OF ALL SIGNATURES)

