

**THIRD AMENDMENT
TO
PURCHASE AGREEMENT
(Assignment Approval)**

This is the Third Amendment to the attached Purchase Agreement by and between the **City of Ramsey and Lifestyle Properties, Inc.** dated May 10, 2016, as amended by Amendment to Purchase Agreement dated November 16, 2016, and the Second Amendment to Purchase Agreement dated January 13, 2017.

Recitals

1. The Buyer desires to assign its entire interest in the Purchase Agreement, as amended, and all rights and obligations contained therein, to **Morning Sun Homes, Inc.** (“Assignee”).
2. Assignee desires to assume the Purchase Agreement, as amended, from Buyer, including all of Buyer’s rights and obligations contained therein.
3. Seller is amenable to the assignment from Buyer to Assignee, subject to the terms set forth below.

Agreement

1. **ASSIGNMENT APPROVAL.** Seller hereby approves the assignment of the Purchase Agreement, as amended, from Buyer to Assignee, subject to the following:
 - a. All of Buyer’s rights and obligations shall transfer to Assignee in their entirety. Assignee shall be fully responsible for fulfilling the terms and conditions of the Purchase Agreement, as amended, in the same manner as would Buyer had the Purchase Agreement not been assigned, unless otherwise agreed to in writing by Seller.
 - b. Any and all Earnest Money deposits made by Buyer to the Escrow Agent shall transfer to Assignee, to the extent said deposits have not already become non-refundable under the terms of the Purchase Agreement, as amended. Buyer hereby relinquishes all right, title and interest to the Earnest Money. To the extent required by the Escrow Agent, Buyer and Assignee shall execute documentation evincing the transfer to the Escrow Agent’s satisfaction.

2. **NOTICES.** In section 12 of the Purchase Agreement, Buyer's address for the purpose of receiving notices shall be replaced with the following for Assignee:

Mark A. Meuleners
Morning Sun Homes, Inc.
8862 Zealand Ave. N. Bay B
Brooklyn Park, MN 55455

3. **REMAINING TERMS.** All other provisions of the Purchase Agreement, as amended, remain unchanged except to the extent inconsistent with the terms of this Third Amendment. The terms used in this Third Amendment have the same meaning as in the Purchase Agreement, as amended.

The City of Ramsey, Minnesota

By: _____
Sarah Strommen, Mayor

Dated: _____, 2017

By: _____

Dated: _____, 2017

Lifestyle Properties, Inc.

By: _____
Bill Gleason, CEO

Dated: _____, 2017

Morning Sun Homes, Inc.

By: _____
Mark A. Meuleners, CEO

Dated: _____, 2017