

AMENDMENT TO REAL ESTATE AGREEMENT

This amendment (the "Amendment") is to the Real Estate Purchase and Sale Agreement (the "Agreement") dated **October 5, 2020**, between **HD Fowler and/or Assigns** ("Buyer") and **City of Salem** ("Seller").

Seller accepts this Amendment by Buyer to the Agreement on the terms and conditions set forth in the Agreements, except for the following changes:

Section 2.1 – Conditions to Purchase:

- a. Revise timeframe to approve results of "General Conditions" to 90 days after mutual acceptance (November 16, 2020) or 5 days following the recording of the revised Subdivision Plat, whichever is greater, but not to exceed June 15, 2021.
- b. Seller to provide a pre-determination letter from the City of Salem providing verification of HD Fowler's distribution business as an allowable business use pursuant to the current CC&Rs, OR provide an Amendment to the CCR's to allow for general warehouse and distribution.

Section 5 - Title Objection Report: The Buyer shall have until 1/15/21 to complete.

This Amendment shall be deemed revoked by Buyer at 5:00 p.m. on January 25, 2021, unless earlier accepted by Seller. Upon Seller's acceptance of this Amendment, the Counteroffers and the Agreement shall constitute the Agreement of the parties and shall be construed and interpreted together.

THIS AMENDMENT HAS BEEN PREPARED FOR YOUR REVIEW AND FOR SUBMISSION TO YOUR ATTORNEY FOR HIS OR HER REVIEW AND APPROVAL. NO REPRESENTATIONS OR WARRANTIES ARE MADE BY KIDDER MATHEWS, OR ITS AGENTS, INDEPENDENT CONTRACTORS OR EMPLOYEES AS TO THE LEGAL SUFFICIENCY, LEGAL EFFECT OR TAX CONSEQUENCES OF THIS COUNTEROFFER, THE TRANSACTION DESCRIBED HEREIN, OR THE AGREEMENT TO WHICH THIS AMENDMENT RESPONDS. KIDDER MATHEWS, RECOMMENDS THAT YOU CONSULT WITH YOUR ATTORNEY AND TAX ADVISOR BEFORE YOU SIGN THIS AMENDMENT.

BUYER: HD Fowler and/or Assigns

By:

Printed
Name:

Title:

Date
Signed:

DocuSigned by:



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James F. Fowler

President

1/21/2021

SELLER: City of Salem

By:

Printed
Name:

Title:

Date
Signed:



Steven D. Powers

City Manager

January 20, 2021