

**SECOND AMENDMENT TO AGREEMENT**

This is the Second Amendment to that certain agreement by and between the CITY OF SALEM, an Oregon municipal corporation (“Buyer”) and DOGWOOD HEIGHTS LLC (“Seller”) dated April 12, 2018 (“Agreement”).

**RECITALS:**

**Whereas**, Buyer and Seller entered into an Agreement for the transfer of certain real property located in Salem, Marion County, Oregon, as described in the Agreement; and

**Whereas**, Section 8 of the Agreement (as amended) provides that closing shall occur no later than April 1, 2019; and

**Whereas**, Buyer and Seller desire to amend the Agreement to extend the closing date.

**Now therefore**, the Parties agree that Section 8 of the Agreement is hereby amended as described below:

**8. Closing.** So long as all conditions precedent to closing set forth herein have then been satisfied or waived in accordance herewith, the closing of the purchase and sale of the Property (“**Closing**”) under this Agreement shall take place no later than ~~April 1, 2019~~ October 1, 2019.

The date on which Closing occurs is the “**Closing Date.**”

**IN WITNESS WHEREOF** the Parties have executed this instrument in their respective names by their duly authorized representatives as of the date above written.

DOGWOOD HEIGHTS LLC

CITY OF SALEM

By: \_\_\_\_\_

By: \_\_\_\_\_

Title: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

Date: \_\_\_\_\_