

**THIRD AMENDMENT TO CAPITAL IMPROVEMENTS AGREEMENT
(Rose District Improvements)**

THIS THIRD AMENDMENT TO CAPITAL IMPROVEMENTS AGREEMENT (this "Amendment") is entered into as of _____, 2016, by and between the BOARD OF COUNTY COMMISSIONERS OF TULSA COUNTY, OKLAHOMA (the "Board") and the CITY OF BROKEN ARROW, OKLAHOMA, a municipal corporation (the "Contracting Party").

WITNESSETH:

WHEREAS, the Board and the Contracting Party have heretofore entered into that certain Capital Improvements Agreement, dated January 25, 2016, as amended by Amendment to Capital Improvements Agreement, dated June 6, 2016, and as amended by Second Amendment to Capital Improvements Agreement, dated as of July 18, 2016 (collectively, the "Agreement"); and

WHEREAS, the Board and the Contracting Party now desire to amend the Agreement.

NOW, THEREFORE, for and in consideration of the premises, the Board and the Contracting Party hereby agree as follows:

1. The words and terms not expressly defined herein and used herein with initial capitalization where rules of grammar do not otherwise require capitalization shall have the meanings set forth in the Agreement.

2. Recital F. on page 1 of the Agreement is hereby amended by deleting from the third line thereof "a portion of."

3. Section 1.29 of the Agreement is hereby amended and restated in its entirety as follows:

"1.29. "Maximum Amount of Advances" means \$2,737,500.00."

4. Section 18 of the Agreement is hereby amended by deleting from the eighth line thereof "(4.40%)" and inserting thereat "(6.02%)."

5. The Board and the Contracting Party acknowledge and agree that the Agreement, as amended hereby, is in full force and effect and is hereby ratified and confirmed.

6. This Third Amendment may be executed in as many counterparts as may be required and all counterparts shall collectively constitute a single instrument. An

executed copy of this Second Amendment delivered by facsimile shall have the effect of an original executed instrument.

EXECUTED as of the date first set out above.

ATTEST:

City Clerk

"Contracting Party"

CITY OF BROKEN ARROW, OKLAHOMA

APPROVED AS TO FORM:


Assistant City Attorney

By _____
Name _____
Title _____

"Board"

**BOARD OF COUNTY COMMISSIONERS OF
TULSA COUNTY**

By _____
Name _____ Karen Keith
Title _____ Chairman