

EXHIBIT 1

SECOND AMENDMENT TO REAL ESTATE LICENSE AGREEMENT

The Real Estate License Agreement dated July 10, 2024 by and between United States Steel Corporation, a Delaware corporation (“Licensor”) and the City of Duluth, Minnesota, a municipal corporation created and existing under the laws of the State of Minnesota, as amended by the First Amendment to Real Estate License Agreement dated January 20, 2025 (the “License”), is further amended as set forth in this Second Amendment to Real Estate License Agreement (this “Second Amendment”). Capitalized terms used in this Second Amendment, but not defined herein, shall have the same meaning ascribed to them as in the License.

WHEREAS, the Parties wish to amend the License to extend the term of the Agreement.

NOW, THEREFORE, in consideration of the mutual benefits contained herein, the Parties agree to amend the License as follows:

A. Article II of the License is amended and completely replaced with the following Article II:

2. **Term and Termination.** *Licensee’s right to use the Licensor’s Property shall begin at 12:01 AM on July 10, 2024 and shall terminate on the earlier of: (a) 11:59 PM on August 1, 2026, or (b) the date upon which title to the Licensor’s Property is transferred from Licensor to Licensee, unless sooner terminated in accordance with the terms hereof (the “Term”). Notwithstanding the foregoing, Licensor reserves the right to immediately terminate this License and Licensee’s right to use the Licensor’s Property at any time and for any reason by providing written notice to Licensee.*

B. Except as specifically amended pursuant to this Second Amendment, the License remains in full force and effect. In the event of a conflict between the provisions of this Second Amendment and the provisions of the License, the provisions of this Second Amendment shall govern.

Signature Page to Second Amendment to Real Estate License Agreement:

IN WITNESS WHEREOF, the parties have executed this Second Amendment as of the date attested by the City Clerk below.

LICENSEE:

City of Duluth

LICENSOR:

United States Steel Corporation

By: _____

Its Mayor

By: _____

Name: _____

Attest: _____

Its City Clerk

Title: _____

Date Attested: _____

Countersigned:

By: _____

Its Auditor

Approved as to form:

By: _____

Its City Attorney