

**SECOND AMENDMENT TO
REAL ESTATE LICENSE AGREEMENT
BETWEEN
CITY OF DULUTH
AND
UNITED STATES STEEL CORPORATION**

This SECOND AMENDMENT TO REAL ESTATE LICENSE AGREEMENT (this “Second Amendment”) is entered into by and between the CITY OF DULUTH, a municipal corporation and political subdivision under the laws of the State of Minnesota (“Licensor”) and UNITED STATES STEEL CORPORATION, a Delaware Corporation (“Licensee”). Licensor and Licensee are referred to in this Second Amendment collectively as the “Parties.”

WHEREAS, the Parties entered into a Real Estate License Agreement dated September 1, 2020 (City Contract No. 23969) (the “License Agreement”), and a First Amendment to Real Estate License Agreement dated September 22, 2022 (City Contract No. 23969-01) (the “First Amendment”) relating to Licensee’s use of certain real property owned by Licensor and located in St. Louis County, Minnesota. The License Agreement, as amended by the First Amendment, is referred to in this Second Amendment as the “Agreement.”

WHEREAS, the Parties desire to further amend the Agreement as set forth in this Second Amendment to: (i) modify the real property subject to the Agreement, and (ii) extend the term of the Agreement.

NOW, THEREFORE, the Parties agree to amend the Agreement as follows:

1. Exhibit A of the Agreement is amended and completely replaced with the attached Exhibit A.

2. Section 2 of the Agreement is deleted and completely replaced with the following Section 2:

2. **Term and Termination.** *Licensee’s right to use the Premises shall begin at 12:01 AM on September 1, 2020, and shall terminate at 11:59 PM on October 31, 2024. Licensor may terminate this Agreement at any time upon Licensee’s uncured default under the Letter of Intent for Development Agreement (the “**Letter**”) as signed and accepted by the parties.*

3. Except as specifically amended pursuant to this Second Amendment, the Agreement remains in full force and effect. In the event of a conflict between the provisions of this Second Amendment and the provisions of the Agreement, the provisions of this Second Amendment shall govern. Capitalized terms used but not defined in this Second Amendment shall have the same meanings ascribed to them as in the Agreement.

[Remainder of this page is intentionally left blank.]

IN WITNESS WHEREOF, the Parties have hereunto set their hands the day and date first shown below.

LICENSOR
City of Duluth

By: _____
Mayor

ATTEST:

City Clerk

Dated: _____

COUNTERSIGNED:

City Auditor

APPROVED AS TO FORM:

City Attorney

LICENSEE
United States Steel Corporation

DocuSigned by:
Mark R. Rupnow
By: _____
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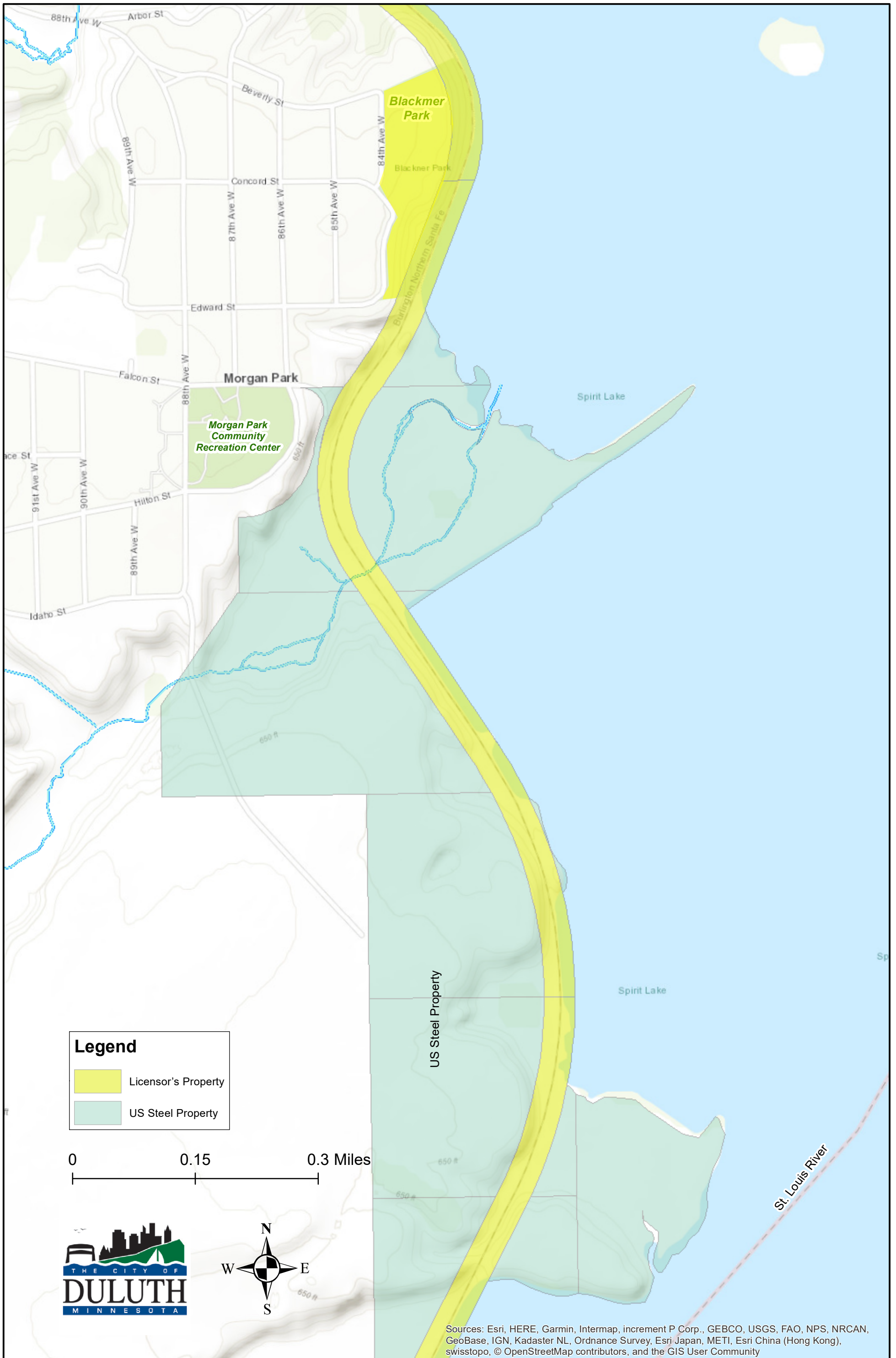
Printed Name: Mark R. Rupnow

Title: Sr. Director Env. Remediation

8/9/2023
Dated: _____

Access Agreement

Exhibit A



Sources: Esri, HERE, Garmin, Intermap, increment P Corp., GEBCO, USGS, FAO, NPS, NRCAN, GeoBase, IGN, Kadaster NL, Ordnance Survey, Esri Japan, METI, Esri China (Hong Kong), swisstopo, © OpenStreetMap contributors, and the GIS User Community