

# Exhibit 1

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

WHEREAS, this FIRST AMENDMENT TO REAL ESTATE LICENSE AGREEMENT (this “First 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 the UNITED STATES STEEL CORPORATION, a Delaware Corporation (“Licensee”). Licensor and Licensee are referred to in this Agreement collectively as the “Parties.”

WHEREAS, the Parties entered into a Real Estate License Agreement dated September 1, 2020 (City Contract No. 23969) relating to Licensee’s use of certain real property owned by City and located in St. Louis County, Minnesota (the “License Agreement”). The License Agreement granted certain rights to Licensee for the purpose of “performing certain earthmoving, environmental remediation, construction, and related activities and to temporarily close the Premises to public use and rail traffic.”

WHEREAS, the Parties desire to amend the Development Agreement with this First Amendment to amend and replace the real property subject to the License Agreement.

NOW, THEREFORE, City and DEDA agree to amend the License Agreement as follows:

1. Exhibit A of the License Agreement is amended and completely replaced with the attached Exhibit A.
2. Except as specifically amended pursuant to this First Amendment, the License Agreement remains in full force and effect. In the event of a conflict between the provisions of this First Amendment and the provisions of the License Agreement, the provisions of this License Agreement shall govern. Capitalized terms used but not defined in this First Amendment shall have the same meanings ascribed to them as in the License 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

**LICENSEE**  
United States Steel Corporation

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

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

Printed Name: \_\_\_\_\_

ATTEST:

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

\_\_\_\_\_  
City Clerk

Dated: \_\_\_\_\_

Dated: \_\_\_\_\_

COUNTERSIGNED:

\_\_\_\_\_  
City Auditor

APPROVED AS TO FORM:

\_\_\_\_\_  
City Attorney

# Exhibit A

