

**FIRST AMENDMENT TO
LICENSE AGREEMENT
BETWEEN CITY OF DULUTH
AND STATE OF MINNESOTA**

WHEREAS, this FIRST AMENDMENT TO LICENSE AGREEMENT (this “First Amendment”) is entered into by and between the STATE OF MINNESOTA, by and through its Commissioner of Transportation (the “State”), and the CITY OF DULUTH, a municipal corporation created and existing under the laws of Minnesota (“City”).

WHEREAS, the parties entered into a License Agreement dated September 9, 2020 (the “License Agreement”), which provided for the use of city-owned property to construct, install and maintain the Project (as defined in the License Agreement).

WHEREAS, capitalized terms used in this First Amendment that are not defined in this First Amendment shall have the meaning assigned to them in the License Agreement.

WHEREAS, City and State wish to amend the License Agreement as set forth in this First Amendment.

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

I. Section 2 of the License Agreement is amended and completely replaced with the following Section 2:

2. TERM OF THE AGREEMENT. Notwithstanding the date of execution of this Agreement, the term of this Agreement shall commence on July 1, 2020, and shall continue through December 31, 2024, unless earlier terminated (the “Term”).

II. 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 First Amendment shall govern.

[Remainder of this page is intentionally left blank.]

IN WITNESS WHEREOF, City and State have executed this First Amendment as indicated below.

CITY OF DULUTH, MINNESOTA

THE STATE OF MINNESOTA, acting
through its Commissioner of Transportation

By: _____
Mayor

By: _____

ATTEST:

Its: _____

Printed Name: _____

City Clerk

Dated: _____

Dated: _____

COUNTERSIGNED:

City Auditor

APPROVED AS TO FORM:

City Attorney