

Exhibit 2

MEMORANDUM OF AGREEMENT

THIS MEMORANDUM OF AGREEMENT (this “Memorandum”) is by and between the CITY OF DULUTH, a municipal corporation and political subdivision under the laws of the State of Minnesota (the “City”) and HERMANTOWN COMMUNITY CHURCH OF THE ASSEMBLIES OF GOD, a non-profit corporation under the laws of the State of Minnesota (the “Church”).

1. This Memorandum of Agreement is executed and recorded for the purpose of giving notice of an agreement between the City and the Church dated _____, 2026 (the “Agreement”) relating to the Church’s use of a maximum of 47 reserved parking spaces within the City-owned parking ramp (the “Ramp”) located on land in St. Louis County, Minnesota and legally described on the attached Exhibit A. The Agreement runs with the land and benefits the land located in St. Louis County, Minnesota and legally described on the attached Exhibit B (the “Church Property”).

2. The term of the Agreement continues until the earliest of the following events, at which time the Agreement shall automatically terminate:

(i) the Ramp is permanently closed for parking or is demolished by the City or by a successor in interest of the City;

(ii) the Church, or a successor in interest to the Church, ceases to use the Church Property principally for the operation of a recognized religious organizational purpose;

(iii) the Agreement is terminated for any reason.

3. The Ramp can only be used by the Church pursuant to the Agreement as expressly permitted in the Agreement. This Memorandum is in no way intended to supersede or vary the terms or conditions of the Agreement. Nothing contained in this Memorandum shall be construed to amend, modify, change, alter, amplify, interpret, or supersede any of the terms or provisions set forth in the Agreement.

[Remainder of this page is intentionally left blank.]

IN WITNESS WHEREOF, the parties have hereunto set their hands and seals the day and year shown above.

CITY OF DULUTH

By: _____
Mayor

By: _____
City Clerk

STATE OF MINNESOTA }
 } ss.
COUNTY OF ST. LOUIS }

The foregoing was acknowledged before me this _____ day of _____, 202____, by Roger J. Reinert, the Mayor of the City of Duluth, a municipal corporation and political subdivision created and existing under the laws of the State of Minnesota.

Notary Public

STATE OF MINNESOTA }
 } ss.
COUNTY OF ST. LOUIS }

The foregoing was acknowledged before me this ____ day of _____, 202____, by _____, the City Clerk of the City of Duluth, a municipal corporation and political subdivision created and existing under the laws of the State of Minnesota.

Notary Public

HERMANTOWN COMMUNITY CHURCH OF
THE ASSEMBLIES OF GOD

By: _____

Its: _____

STATE OF MINNESOTA }
 } ss.
COUNTY OF ST. LOUIS }

The foregoing was acknowledged before me this _____ day of _____,
202_____, by _____, the _____ of the HERMANTOWN
COMMUNITY CHURCH OF THE ASSEMBLIES OF GOD, a nonprofit corporation created and
existing under the laws of the State of Minnesota.

Notary Public

This memorandum was drafted by:
City of Duluth
City Attorney's Office
411 W. First St.
Duluth, MN 55802

EXHIBIT A TO MEMORANDUM

LEGAL DESCRIPTION FOR THE RAMP PROPERTY

Parcel I

Lots 4 and 5, Block 28, PORTLAND DIVISION, including East half Lot 51 and West half of Lot 53, EAST FIRST STREET, DULUTH PROPER, FIRST DIVISION, except Northerly Fifty feet (50'), St. Louis County, Minnesota.

Parcel II

Lot One (1) in Block Twenty-eight (28), PORTLAND DIVISION OF DULUTH, St. Louis County, Minnesota.

Parcel III

Lot 2 Block 28 PORTLAND DIVISION OF DULUTH and Lot 49, EXCEPT the N'ly 50 feet thereof, EAST FIRST STREET, DULUTH PROPER FIRST DIVISION, St. Louis County, Minnesota.

Parcel IV

Lot 3 Block 28 PORTLAND DIVISION OF DULUTH and All of that part of Lot 51 EAST FIRST STREET, DULUTH PROPER, FIRST DIVISION, that lies between the W'ly line of said Lot 51 and a parallel line thereto and 25 feet distant therefrom, EXCEPT the W'ly 15 feet of the N'ly 50 feet thereof, St. Louis County, Minnesota.

Parcel V

N'ly 50 feet of Lot 49 EAST FIRST STREET, DULUTH PROPER FIRST DIVISION and W'ly 15 feet of the N'ly 50 feet of Lot 51 EAST FIRST STREET, DULUTH PROPER FIRST DIVISION, St. Louis County, Minnesota.

Parcel 1

That part of Lots Four (4) and Five (5), Block Twenty-eight (28), Portland Division of Duluth, and the East Half of Lot Fifty-one (51) and the West Half of Lot Fifty-three (53), East First Street, DULUTH PROPER FIRST DIVISION, lying North of a line drawn parallel with and Ninety (90) feet North of North line of First Street, according to the recorded plat thereof on file and of record in the Office of the St Louis County Recorder, including that portion of the alley abutting thereof, vacated by the City of Duluth by its Resolution dated October 1, 1888, recorded October 12, 1888 in Book C of Miscellaneous, page 590.

Parcel 2

Lot Six (6), Block Twenty-Eight (28) PORTLAND DIVISION OF DULUTH, and East Half of Lot Fifty-Three (53), East First Street, DULUTH PROPER, FIRST DIVISION, according to the recorded plats thereof, St. Louis County MN, including that portion of the alley abutting thereof,

vacated by the City of Duluth by its Resolution dated October 1, 1888, recorded October 12, 1888 in Book C of Miscellaneous, page 590.

Parcel 3

LOT 8, BLOCK 28 PORTLAND DIVISION OF DULUTH, St. Louis County, Minnesota.

AND

Lot 55 EAST FIRST STREET, DULUTH PROPER FIRST DIVISION

Lot 7 Block 28 PORTLAND DIVISION OF DULUTH, St. Louis County, Minnesota.

Parcel 4

Lot nine (9), Block twenty-eight (28), PORTLAND DIVISION OF DULUTH, according to the plat thereof, on file and of record in the office of the County Recorder in and for St. Louis County, Minnesota, including that portion of the alley abutting thereof, vacated by the City of Duluth by its Resolution dated October 1, 1888, recorded October 12, 1888 in Book C of Miscellaneous, page 590.

Parcel 5

Lots 10 and 11, Block 28, PORTLAND DIVISION OF DULUTH, including that portion of the alley abutting thereof, vacated by the City of Duluth by its Resolution dated October 1, 1888, recorded October 12, 1888 in Book C of Miscellaneous, page 590, St. Louis County, Minnesota.

Parcel 6

Lot Twelve (12) and the Southerly 90 feet of Westerly 2 1/2 feet of Lot Thirteen (13), Block Twenty-eight (28), PORTLAND DIVISION OF DULUTH, according to the plat thereof on file and of record in the office of the County Recorder of St. Louis County, Minnesota, including that portion of the alley abutting thereof, vacated by the City of Duluth by its Resolution dated October 1, 1888, recorded October 12, 1888 in Book C of Miscellaneous, page 590.

Parcel 7

Lot Thirteen (13) EXCEPT the Southerly 90 feet of the Westerly 2 1/2 feet thereof, and all of Lots Fourteen (14), Fifteen (15), Block Twenty-eight (28), PORTLAND DIVISION OF DULUTH, according to the recorded plat thereof.

Parcel 8

Intentionally omitted

Parcel 9

Lot Sixteen (16), Block Twenty-eight (28), PORTLAND DIVISION OF DULUTH, according to the recorded plat thereof.

EXHIBIT B TO MEMORANDUM

LEGAL DESCRIPTION OF THE CHURCH PROPERTY

Lots 50, 52 and 54, EAST SECOND STREET, DULUTH PROPER FIRST DIVISION