

## EXHIBIT II

### TERMINATION OF STORM WATER MAINTENANCE AGREEMENT

This TERMINATION OF STORM WATER MAINTENANCE AGREEMENT (the “Termination”), effective as of the date of attestation by the City Clerk, is made by and between Lotus Realty Services, Inc., a Minnesota corporation (“Lotus Realty”) and the City of Duluth, a municipal corporation under the laws of the State of Minnesota (the “City”). Lotus Realty and the City are collectively referred to as the “Parties.” Capitalized terms used in this Termination but not herein defined shall have the same meanings ascribed to them in the Maintenance Agreement (hereinafter defined).

WHEREAS, Lotus Realty is the owner of real estate (“Outlot A”) in the City of Duluth, St. Louis County, Minnesota and legally described as: Outlot A, HARBOR LIGHT;

WHEREAS, Outlot A is subject to that certain Storm Water Maintenance Agreement dated November 23, 2020, registered in the Office of the St. Louis County Registrar of Titles on December 1, 2020 as Document No. 1032870 (the “Maintenance Agreement”);

WHEREAS, Lotus Realty will be granting to the City a permanent easement for utility, stormwater and drainage purposes (the “Easement”) over, under and across a portion of Outlot A (the “Easement Area”); and upon execution of the Easement by the City, the City will assume ownership, operation and maintenance of the Improvements constructed within the portion of the Easement Area and Lotus Realty will be relieved of its obligations under the Maintenance Agreement; and

WHEREAS, the Parties desire to terminate the Maintenance Agreement.

NOW, THEREFORE, in consideration of the foregoing recitals and other good and valuable consideration, the Parties agree as follows:

1. The above recitals are incorporated by reference.
2. The Maintenance Agreement is hereby terminated in its entirety and shall have no further force or effect.
3. This Termination constitutes the entire agreement between the Parties regarding the

Improvements and supersedes all prior written and oral agreements and negotiations between the Parties relating to said Improvements. This Termination shall be binding upon and for the benefit of the parties, their successors and assigns.

4. Unless otherwise stated herein, this Termination does not affect requirements and obligations regarding Outlot A in that certain Development Agreement dated April 5, 2019 between the City and Duluth Gospel Tabernacle, a Minnesota non-profit corporation, registered in the Office of the St. Louis County Registrar of Titles on January 23, 2020 as Document No. 1019871, as amended from time to time or the Memorandum of Understanding dated May 15, 2019 between the City, Lotus Realty and Duluth Gospel Tabernacle.

5. This Termination may be executed in counterparts, which together shall form one original.

IN WITNESS WHEREOF, the Parties have executed this Termination the day and date described above.

*[Signature pages to follow.]*



