
**AMENDMENT NO. 2
TO REAL PROPERTY PURCHASE AND SALE AGREEMENT
AND JOINT ESCROW INSTRUCTIONS**

The City of Lemoore, a public body, corporate and politic ("City"), and Richard Gress and Carolyn Gress, husband and wife, (collectively, "Developer") enter this Amendment No. 2, effective as of December ____, 2006 (the "Effective Date").

RECITALS:

- A. Pursuant to a Real Property Purchase and Sale Agreement and Joint Escrow Instructions between City and Developer, dated July 21, 2004 (the "Agreement"), Developer purchased from City and now owns certain real property within the County of Kings, City of Lemoore, more particularly described as APN No. 024-052-078 and APN No. 024-052-079 (the "Property").
- B. To avoid speculation in connection with the sale of the Property, by the City to the Developer, the parties agreed that, unless approved in writing by the City upon a showing of good cause, the Developer shall not sell or contract to sell the Property until the Project is fully built and complete and a certificate of occupancy therefore has been issued by the City of Lemoore building official.
- C. Any breach of Developers' obligations and duties shall constitute an event of default under the Agreement and, at City's option, shall result in a reversion of the Property to the City.
- D. By letter of October 25, 2006, Developer states the project is no longer financially feasible and requests approval to sell the above referenced Property to the Lemoore Redevelopment Agency for an amount not to exceed \$75,000 less the cost of escrow fees incurred during the original Property transaction and this new transaction, so that the City is made whole.
- E. The Lemoore Redevelopment Agency has funding available for Property acquisition and will in turn market the Property for sale.
- F. The City has determined that the sale of said Property to the Lemoore Redevelopment Agency is in the best interest of the City and the public.

Therefore, City and Developer agree as follows:

AMENDMENT:

1. The Developer hereby has written approval by the City of Lemoore to sell said Property solely to the Lemoore Redevelopment Agency.

DEVELOPER:

CITY: City of Lemoore

By _____
Richard Gress

By _____
Jeff Briltz, City Manager

By _____
Carolyn Gress

All signatures must be notarized