

**LEMOORE REDEVELOPMENT AGENCY
AMENDMENT NO. 1
TO DISPOSITION AND DEVELOPMENT AGREEMENT
(COKER ELLSWORTH BUSINESS PARK PROJECT)**

This Amendment No. 1 (“Amendment”) is entered into as of _____, 2007 (the “Effective Date”), by and between the LEMOORE REDEVELOPMENT AGENCY (the “Agency”) and COKER ELLSWORTH, INC., A California Corporation (the “Redeveloper”).

Recitals

A. The Agency and the Redeveloper entered into a Disposition and Development Agreement (Coker Ellsworth Business Park Project), dated October 4, 2005 (the “Redevelopment Agreement”).

B. The Agency and the Redeveloper want to amend the Redevelopment Agreement to modify date of first building completion.

THEREFORE, the Agency and the Redeveloper agree as follows:

Section 3. The date in subsection a. of the Redevelopment Agreement for completion of the first building including all structures, improvements, appurtenances and landscaping related to that building is amended to no later than December 31, 2007.

* * * * *

Each party represents that this Agreement has been executed as of the Effective Date by such party or its duly authorized representative(s), as appropriate.

LEMOORE REDEVELOPMENT
AGENCY

REDEVELOPER:
COKER ELLSWORTH, INC.

By: _____
Executive Director

By: _____
Coker Ellsworth, President

ATTEST:

By: _____
Secretary

APPROVED AS TO FORM:

By: _____
Agency Legal Council