SECOND AMENDMENT TO AGREEMENT BETWEEN THE CITY OF RAPID CITY AND DTH, LLC REGARDING THE PROJECT RESPONSIBILITIES AND PROJECT CASH FLOW FOR THE CONSTRUCTION OF A WATER RESERVOIR AND WATER BOOSTER STATION FOR TAX INCREMENT DISTRICT 54 RAINBOW RIDGE

WHEREAS, the parties have previously entered into an “AGREEMENT BETWEEN THE CITY OF RAPID CITY AND DTH, LLC REGARDING THE PROJECT RESPONSIBILITIES AND PROJECT CASH FLOW FOR THE CONSTRUCTION OF A WATER RESERVOIR AND WATER BOOSTER STATION FOR TAX INCREMENT DISTRICT 54 RAINBOW RIDGE” dated October 20, 2008, attached hereto as Exhibit “A”, and an Amendment thereto dated April 5, 2010, attached hereto as Exhibit “B”; and

WHEREAS, said agreement set forth the timeframes by which the water transmission main and associated grading activities were to be under construction; and

WHEREAS, the Developer has requested that the above timeframes be amended to reflect the current conditions; and

WHEREAS, the City of Rapid City Common Council finds that it is in the City’s best interests to amend the agreement in accord with the request.

NOW THEREFORE, be it agreed by the parties that Section 17 of the Amended Agreement between the parties dated is hereby amended as follows:

17. The water transmission main and associated grading activities must be under construction by October 15, 2010 and must be substantially completed by March 6, 2011.

BE IT FURTHER AGREED by the parties that all other provisions of the Agreement and Amended Agreement dated October 20, 2008 and April 5, 2010, respectfully, remain in full force and effect.

Dated this 4th day of September, 2010.

CITY OF RAPID CITY

Mayor

ATTEST:

Finance Officer
DTH, LLC.

By: [Signature]

Its: [Signature]

State of South Dakota
)
ss.
County of Pennington
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On this 9th day of Sept, 2010, before me, the undersigned officer, personally appeared Alan Hanks and Pauline Sumption, who acknowledged themselves to be the Mayor and Finance Officer, respectively, of the City of Rapid City and that they, as such Mayor and Finance Officer, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing as such Mayor and Finance Officer of the City of Rapid City.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

[Signature]
Notary Public, South Dakota

My Commission Expires: 6-4-15

State of South Dakota
)
ss.
County of Pennington
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On this the 3rd day of September, 2010, before me, the undersigned officer, personally appeared [Name], known to me or satisfactorily proven to be the person whose name is subscribed to the within instrument and acknowledged himself to be the Manager of DTH, LLC, and acknowledged that they, being duly authorized to do so, executed the foregoing instrument on for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.