



LOUISVILLE FORWARD
LOUISVILLE, KENTUCKY

GREG FISCHER
MAYOR

MARY ELLEN WIEDERWOHL
CHIEF

April 18, 2017

RE: Amended Letter of Intent

Mark Carter
Chief Executive Officer
Passport Health Plan
5100 Commerce Crossings Drive
Louisville, KY 40299

Dear Mr. Carter:

Please accept this Amended Letter of Intent from Louisville Metro ("City") supplementing the prior Letter of Intent dated March 24, 2017. As we have discussed, the City is excited about the project and believes that it will dramatically enhance this area of our downtown Louisville.

WHEREAS, the parties desire to amend the Letter of Intent dated March 24, 2017;

WHEREAS, the parties desire that the Amended Letter of Intent fully incorporate and reiterate all provisions of the Letter of Intent;

THEREFORE, the Parties agree as follows:

10. The City will amend its current Agreement For Purchase And Sale of Real Estate, entered on February 14, 2014 with the YMCA of Greater Louisville ("Remnant Agreement"), to amend enumerated paragraph three (3) on page two of Remnant Agreement—the "Closing" provision—so that the closing date of the sale and purchase of the Remnant Parcel shall occur no later than one hundred fifty (150) days (instead of thirty (30) days) after the approval of the Subdivision Plat, as set forth in Section 4A of said Remnant Agreement. The City will assign its rights, as set forth under the Amended Remnant Agreement, to acquire the parcel of property created by the re-alignment of 18th Street and West Broadway ("Remnant Parcel") to Passport. At or prior to the Closing for the acquisition of the Remnant Parcel, the City further agrees to deliver or cause to be delivered to Passport \$50,000.00 in cash. It is expressly understood that, should Passport fail to close upon Remnant or subdivide the Remnant within 2 years after closing the Remnant, it will convey any interest in the Remnant back to the City for \$1.00.

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METRO DEVELOPMENT CENTER 444 SOUTH 5TH STREET SUITE 600 LOUISVILLE, KENTUCKY 40202

This Amendment is being executed for the sole purpose of adding Paragraph 10 to the original Letter of Intent. All provisions of the original Letter of intent dated March 24, 2017 are hereby fully adopted and re-incorporated into this Amendment.

HAVE SEEN AND AGREED TO:

LOUISVILLE METRO

BY: Ellen M. Neese

DATE: 4/18/17

UNIVERSITY HEALTHCARE, INC.

BY: MBQ

DATE: 4/18/17

APPROVED AS TO FORM AND LEGALITY

JEFFERSON COUNTY ATTORNEY
MICHAEL J. O'CONNELL

BY: Matt Golden by gpm w/ permission

DATE: 4/18/17