

SECOND AMENDMENT TO EXCLUSIVE NEGOTIATING AGREEMENT
(Coliseum City)

This Second Amendment to the Exclusive Negotiating Agreement (the "Second Amendment") by and between the City of Oakland (the "City"), a municipal corporation, and JRDV Architects Inc., a California Corporation, HKS Architects, Inc., a Texas Corporation, and Forest City Real Estate Services, LLC, an Ohio Limited Liability Corporation (collectively, "Developer"), is hereby entered into as of this 6th day of September, 2013.

RECITALS

A. As authorized by City Council Resolution No. 83746 C.M.S., adopted on March 6, 2012, the City and Developer entered into an Exclusive Negotiating Agreement (the "ENA") as of March 12, 2012, regarding development of a sports and entertainment based mixed-use transit-oriented development on certain property described in the ENA.

B. Section 1.1 of the ENA initially established the length of the negotiations period to be for a term of twelve (12) months, expiring on March 6, 2013 (the "Negotiation Period").

C. Sections 1.1 and 8.5 of the ENA set forth certain circumstances under which the Negotiation Period may be extended at the sole and absolute discretion of the City.

D. Pursuant to Section 1.1 of the ENA, the Negotiation Period was subsequently extended to September 6, 2013, by ENA amendment.

E. City Council Resolution No. 84574 C.M.S., adopted on July 30, 2013, authorized an additional 45-day extension to the Negotiation Period.

NOW, THEREFORE, the City and Developer mutually agree as follows:

1. The Negotiation Period under the ENA is hereby extended an additional 45 days to run until October 21, 2013.

2. All other provisions of the ENA not modified by this Second Amendment shall remain in full force and effect.


3. This Second Amendment may be signed in multiple counterparts, which when fully signed by all parties, shall constitute a binding agreement.

[SIGNATURES ON NEXT PAGE]

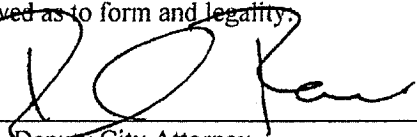
IN WITNESS WHEREOF, the City and Developer have executed this Second Amendment as of the date first above written.

"CITY"

CITY OF OAKLAND, a municipal corporation

By: 
City Administrator *18B*

Approved as to form and legality:

By: 
Deputy City Attorney

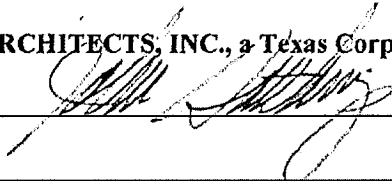
"DEVELOPER"

JRDV ARCHITECTS, INC, a California Corporation

By: E. WA Farlan

Title: principal

HKS ARCHITECTS, INC., a Texas Corporation

By: 

Title: _____

FOREST CITY REAL ESTATE SERVICES, LLC, an Ohio Limited Liability Corporation

By: 

Title: President