

AMENDED BILL OF SALE

1. The City of Greenfield, hereinafter referred to as "Seller," transfers all right, title, and interest in and to any and all structures commonly referred to as the Street Department Office located at 900 W. Tague St., Greenfield, Indiana, including, but not limited to, any fixtures attached thereto and associated with said structure, to the City of Greenfield Power & Light Utility, hereinafter referred to as "Buyer".

2. Buyer acknowledges that the subject of this Bill of Sale is being sold in an AS-IS and WHERE-IS condition and that Seller makes no representations or warranty, express or implied, including, but not limited to, warranties of fitness for a particular purpose, quality, or merchantability with respect to the purchased assets.

3. Seller agrees to execute any and all other additional instruments, documents and certificates, and to take any and all other further actions requested by Buyer necessary to effectuate the transfer of the subject asset and to vest title in the subject asset in Buyer's name upon the terms set forth herein.

4. As consideration for this Bill of Sale, Buyer shall pay to or on behalf of Seller the sum of \$465,722.12 subsequent to the execution of this document.

5. As an additional consideration for this Bill of Sale, Buyer agrees to allow Seller to lease the subject premises through and including December 31, 2025 at a lease rate of \$1.00 per year or part thereof during which Seller occupies the subject premises. Said lease payments shall be made on or before January 15 of each calendar year commencing January 15, 2020.

6. This Bill of Sale shall be effective upon execution by the parties and provision of the consideration set forth above and shall be binding upon and inure to the benefit of the parties and their respective legal successors in interest.

IN WITNESS WHEREOF, the parties have signed this Bill of Sale this _____ day of _____, 2019.

City of Greenfield

City of Greenfield Power & Light Utility

Mayor Chuck Fewell

Michael Fruth, Director of Greenfield
Municipal Utilities

Katherine Locke

Larry Breese

Kelly McClarnon

Glenna Shelby