

**SECOND AMENDMENT
TO
CITY OF COLUMBUS COMMUNITY REINVESTMENT AREA
AGREEMENT**

This Second Amendment to the City of Columbus Community Reinvestment Area (CRA) Agreement (the "AMENDMENT") is made and entered into effective January 1, 2011 by and between the City of Columbus, a municipal corporation of the State of Ohio (hereinafter "CITY"), and Schmidt Development, LLC ("ENTERPRISE").

WHEREAS, Columbus City Council ("COUNCIL"), by Ordinance No. 1661-2000, passed July 10, 2000, authorized the CITY to enter into a Community Reinvestment Area Agreement (the "AGREEMENT"), made and entered into to be effective September 27, 2000, with ENTERPRISE for a tax abatement of fifty percent (50%) for a period of ten (10) years in consideration of a \$20,000,000 investment in real property improvements, the employment of between 275 to 300 people with the first phase of the project to retain 65 jobs with an associated payroll of \$3,300,000 related to new construction and renovation of approximately 100,000 square feet of commercial office space in seven buildings within the South Washington CRA (aka Market Exchange District) in Columbus, Ohio; and that this AGREEMENT was subsequently authorized by COUNCIL to be amended for the first time to reduce the amount of real property investment to \$13,466,000, to change the employment obligation to the retention of 210 jobs and the creation of 65 jobs with an associated new job payroll of \$3,300,000, to allow excess jobs at 515 East Main Street to be applied to the obligations of this AGREEMENT, and to add that ENTERPRISE will provide to the CITY annual information on the jobs, payroll and CITY income tax withholding of all tenants occupying facilities at the project site by Ordinance No. 1789-2006, passed October 16, 2006, made and entered into to be effective December 20, 2006; and

WHEREAS, the Tax Incentive Review Council recommended on August 18, 2011 that the CITY should send a letter to ENTERPRISE requesting job and payroll reporting from all non-reporting tenants within 30 days of receipt of the letter by ENTERPRISE; if ENTERPRISE cannot show they have reached 75% compliance with new job and new payroll commitments then amend the AGREEMENT to reduce the abatement to 25% from 50% for the final year of the term of the AGREEMENT; and

WHEREAS, ENTERPRISE was unable to show 75% compliance with new job and new payroll commitments; and

WHEREAS, Columbus City Council, by Ordinance XXXX-2011, passed on XXXX XX, 2011, authorized the Director of Development to amend the AGREEMENT reduce the percentage term of the abatement of 50% as set forth in the AGREEMENT to 25% for the final year of the term of the AGREEMENT.

NOW, THEREFORE, in consideration of the promises and mutual obligations of the parties contained in this SECOND AMENDMENT, each of them hereby covenants and agrees with the other as follows:

1. To reduce the percentage term of the abatement as set forth in the AGREEMENT from 50% to 25%.
2. Except as specifically modified and amended by this SECOND AMENDMENT, the AGREEMENT shall remain in full force and effect, as amended.

IN WITNESS WHEREOF, the parties have caused this SECOND AMENDMENT to the AGREEMENT to be executed by their duly-authorized representatives to be effective as of the date and year first above written.

Schmidt Development, LLC

Signature of Officer

Print Name and Title

CITY OF COLUMBUS

Boyce Safford, III, Director
Department of Development

APPROVED AS TO FORM:

Richard C. Pfeiffer, Jr., City Attorney Date ()