

Platte County, Missouri

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Gloria Boyer
Recorder of Deeds

Electronically Recorded

Title of Document: FIRST AMENDMENT TO COOPERATIVE AGREEMENT FOR PUBLIC IMPROVEMENT FOR SIGNALIZATION N. SKYVIEW AVENUE AND N. TIFFANY SPRINGS ROAD

Date of Document: Sept. 28, 2013

***Grantor:** COUSINS TIFFANY SPRINGS MARKETCENTER LLC, a Georgia limited liability company

***Grantee:** CITY OF KANSAS CITY, MISSOURI, a constitutionally chartered city under the laws of the State of Missouri

Grantee Mailing Address:
City of Kansas City, Missouri
414 E. 12th Street
Kansas City, Missouri 64106

Legal Description: See Exhibit A Page 6

Reference Book And Page(s): Cooperative Agreement for Public Improvement for Signalization N. Skyview Avenue and N. Tiffany Springs Road recorded on September 11, 2007, Document No. 014676, Book 1110, Page 0744.

Assignment and Assumption of Cooperative Agreement for Public Improvement for Signalization N. Skyview Avenue and N. Tiffany Springs Road, dated September 12, 2007, recorded in Book 1110, Page 0841.

***FOR INDEXING PURPOSES ONLY**

STEWART TITLE 01109-12270

First Amendment to Traffic Signal Agreement
N. Skyview Avenue and N. Tiffany Springs Road

21141238v1

<http://www.co.platte.mo.us/>

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FIRST AMENDMENT TO COOPERATIVE AGREEMENT FOR PUBLIC IMPROVEMENT FOR SIGNALIZATION N. SKYVIEW AVENUE AND N. TIFFANY SPRINGS ROAD

THIS FIRST AMENDMENT TO COOPERATIVE AGREEMENT FOR PUBLIC IMPROVEMENT FOR SIGNALIZATION N. SKYVIEW AVENUE AND N. TIFFANY SPRINGS ROAD (“Amendment”) is made and entered into as of the 20th of September, 2013 by and between the CITY OF KANSAS CITY, MISSOURI, a constitutionally chartered city under the laws of the State of Missouri (the “City”) and COUSINS TIFFANY SPRINGS MARKETCENTER LLC, a Georgia limited liability company (“Cousins”).

WITNESSETH

WHEREAS, the City and Tiffany Square, Inc., a Kansas corporation (“Developer”) entered into that certain **Cooperative Agreement for Public Improvement for Signalization N. Skyview Avenue and N. Tiffany Springs Road** (the “Signal Agreement”) dated September 5, 2007, recorded September 11, 2007, with the Recorder of Deeds of Platte County, Missouri as Document No. 014676 in Book 1110 at Page 0774. Capitalized terms used herein and not otherwise defined in this Amendment shall have the meanings assigned to them in the Signal Agreement.

WHEREAS, the Signal Agreement, by its terms, affects the land described in Exhibit A attached hereto and incorporated herein by this reference (“Property”).

WHEREAS, pursuant to that certain Assignment and Assumption of Cooperative Agreement for Public Improvement for Signalization N. Skyview Avenue and N. Tiffany Springs Road, dated September 12, 2007, by and between Developer and Cousins, recorded in Book 1110, Page 0841, Developer assigned to Cousins and Cousins assumed all rights and obligations of Developer under the Signal Agreement.

WHEREAS, the parties hereto desire to amend the Signal Agreement as set forth below.

NOW, THEREFORE, in consideration of the foregoing, of the mutual promises of the parties hereto, and of other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto, intending legally to be bound, hereby agree as follows:

AGREEMENT

1. Paragraph 5 of the Signal Agreement is amended by deleting such paragraph in its entirety and inserting in lieu thereof the following:

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5. ~~Expiration of Obligation.~~ Developer shall remain liable under the terms of this Agreement until the earlier to occur of the following: (a) Developer has remitted to City 25% of the total cost of the Improvement; (b) Developer, subject to the express, written approval of City, has assigned its rights and obligations to a third party and such third party has assumed Developer's obligations hereunder; or (c) Developer has delivered to City an assignment to, and assumption by, Cousins Tiffany Springs MarketCenter LLC ("Cousins") of Developer's obligations hereunder ("Cousins Assumption") in accordance with the provisions of Paragraph 11 of this Agreement."

2. The Signal Agreement, as amended hereby, shall remain in full force and effect and is ratified and confirmed in all respects by the parties hereto. From the date of this Amendment forward, any reference to the Signal Agreement shall mean the Signal Agreement as amended in accordance with this Amendment.
3. This Amendment may be executed in any number of counterparts, and each such counterpart shall be deemed for all purposes to be an original, and all such counterparts shall together constitute but one and the same Amendment.

IN WITNESS WHEREOF, the parties hereto have caused this Amendment to be executed effective as of the day and year first above written.

[Signatures appear on following pages]

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Cousins:

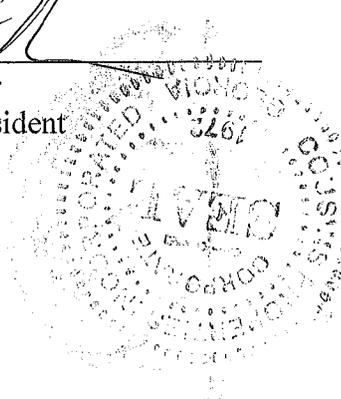
COUSINS TIFFANY SPRINGS MARKETCENTER LLC,
a Georgia limited liability company

By: CP Venture Six LLC, a Delaware limited liability
company, its sole member

By: CP Venture IV Holdings LLC, a Delaware limited
liability company, its sole member

By: Cousins Properties Incorporated, a Georgia
corporation, its Development Manager

By: *P.F.R.*
Name: Pamela F. Roper
Title: Senior Vice President



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STATE OF GEORGIA)
)ss.
COUNTY OF FULTON)

Be it remembered, that on this 13 day of September, 2013, before me, the undersigned, a Notary Public in and for said County and State, came Pamela F. Roper, Senior Vice President of Cousins Properties Incorporated, a Georgia corporation, known to me to be the person who executed the foregoing instrument on behalf of said corporation, and such person duly acknowledged the execution of the same to be the act and deed of said corporation.

Alinna Kerr
Notary Public

My commission expires:
6.28.16



First Amendment to Traffic Signal Agreement
N. Skyview Avenue and N. Tiffany Springs Road

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CITY OF KANSAS CITY, MISSOURI, a
constitutionally chartered city

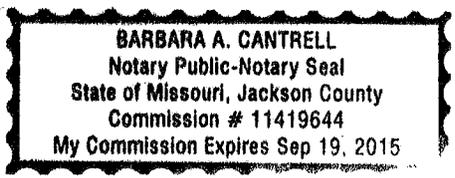
By: [Signature]
Name: RALPH S. DAVIS
Title: FOR DIRECTOR OF PW

STATE OF MISSOURI)
)ss.
COUNTY OF JACKSON)

Be it remembered, that on this 26 day of AUGUST, 2013, before me, the undersigned, a Notary Public in and for said County and State, came RALPH S. DAVIS, the CITY ENGINEER for Kansas City, Missouri, a constitutionally chartered city of the State of Missouri, known to me to be the person who executed the foregoing instrument on behalf of said corporation and acknowledged to me that he executed the same for the purposes therein stated.

[Signature]
Notary Public

My commission expires:
9/19/2015



Approved as to form:
[Signature]
Assistant City Attorney
Katy Chandler

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EXHIBIT A

LEGAL DESCRIPTION OF PROPERTY

All that tract or parcel of land lying and being in the Southwest Quarter of Section 6, Township 51 North, Range 33 West, Kansas City, Platte County, Missouri, being Lot 2, Lot 4, Lot 6, Lot 7, Lot 8, Lot 9, Lot 10 and Tract A, TIFFANY SPRINGS MARKETCENTER FIRST PLAT, a subdivision in Kansas City, Platte County, Missouri, as per plat recorded in Plat Book 20, Page 223, with the Platte County, Missouri Recorder of Deeds, Document No. 010933.

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