

**THIRD AMENDMENT TO
DISPOSITION AND DEVELOPMENT AGREEMENT**

THIS THIRD AMENDMENT TO DISPOSITION AND DEVELOPMENT AGREEMENT ("*Third Amendment*") is entered into as of the ____ day of _____, 2025 by and between CITY PARKWAY V, INC., a Nevada non-profit corporation ("*CPV*"), and PANTHER ACQUISITIONS LLC, a Nevada limited liability company ("*Developer*"). CPV and Developer are individually referred to herein as a "*Party*" and collectively referred to herein as "*Parties*".

WITNESSETH:

WHEREAS:

- A. The Parties entered into that certain Disposition and Development Agreement dated October 16, 2024, as amended by that certain First Amendment to Disposition and Development Agreement dated as of January 21, 2025, and that Second Amendment to Disposition and Development Agreement dated as of April 14, 2025 (as amended, the "*Agreement*").
- B. Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to such terms in the Agreement.
- C. The Parties mutually desire to amend the Agreement as provided in this Third Amendment.

NOW, THEREFORE, in consideration of the foregoing and of the covenants and conditions contained herein, the Parties agree as follows:

- 1. Site. The Site shall be approximately 1.39 acres.
- 2. Exhibits A and B. Exhibit A to the Agreement shall be deleted in its entirety and replaced with Exhibit A to this Third Amendment. Exhibit B to the Agreement shall be deleted in its entirety.
- 3. Purchase Price. The Purchase Price shall be Two Million Six Hundred Fifty-Nine Thousand One Hundred Thirty and 00/100 Dollars (\$2,659,130.00).
- 4. Miscellaneous. Except as provided in this Third Amendment, the Agreement remains in full force and effect. In the event of any conflict between the terms of this Third Amendment and the Agreement, this Third Amendment shall govern and control. This Third Amendment may be executed in counterparts, all such counterparts will constitute the same contract and the signature of any Party to any counterpart will be deemed a signature to, and may be appended to, any other counterpart. Executed copies hereof may be delivered by facsimile or e-mail and upon receipt will be deemed originals and binding upon the Parties, regardless of whether originals are delivered thereafter.

[SIGNATURES ON FOLLOWING PAGE]

IN WITNESS WHEREOF, the Parties have entered into this Third Amendment as of the date first above written.

CPV:

CITY PARKWAY V, INC.,
a Nevada non-profit corporation

By: _____
Name: Mike Janssen
Title: President

DEVELOPER:

PANTHER ACQUISITIONS LLC,
a Nevada limited liability company

By: _____
Name: _____
Title: _____

APPROVED AS TO FORM:

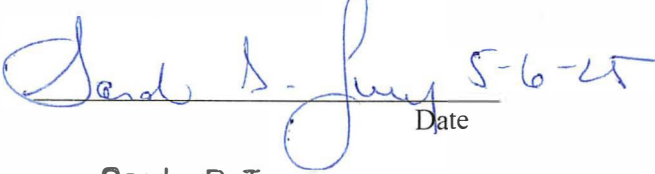

Date
Sandra D. Turner
Deputy City Attorney

EXHIBIT A

THE SITE

