

SIXTH AMENDMENT TO DISPOSITION AND DEVELOPMENT AGREEMENT

THIS SIXTH AMENDMENT TO DISPOSITION AND DEVELOPMENT AGREEMENT (this "Amendment") is entered into as of _____, 2021 by and between the CITY PARKWAY V, INC., a Nevada non-profit company ("CPV"), and JACKSON-SHAW COMPANY, a Texas corporation ("Developer"). CPV and the Developer may be referred to herein individually as a "Party" and together as the "Parties."

WHEREAS:

A. The Parties entered into that certain Disposition and Development Agreement dated February 20, 2019 (the "DDA"), as such has been amended from time to time.

B. Any capitalized terms contained herein that are not defined herein shall have the same meaning as set forth in the DDA.

C. The Parties mutually desire to enter into this Amendment to extend the Close of Escrow, extend the Feasibility Review Period and to substitute a replacement Schedule of Performance.

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

1. The Parties hereby agree the first sentence of Section 10.1 is hereby deleted in its entirety and the following substituted:

"Subject to the terms of this Agreement, the Closing shall occur no later than May 24, 2022 ("Closing Date")."

2. Schedule of Performance. The Parties hereby agree that the Exhibit A - Schedule of Performance attached to the Fifth Amendment to the DDA is hereby amended as follows:

- a. Submit for Building Permits. The deadline for Developer to submit applications for all building permits required to commence construction is hereby extended through October 19, 2021.
- b. Financing. The submittal of written and documentary evidence demonstrating firm and binding commitments for equity capital and construction financing is hereby extended to on or before Fourteen (14) days prior to closing, May 10, 2022.

- e. Escrow. The Close of Escrow is hereby extended to on or before May 24, 2022.
- f. Construction Start Date: The deadline for Developer to Commence construction of the Project is hereby extended to on or before June 1, 2022.
- g. Construction Completion Date. The deadline for developer to complete construction of the Project is hereby extended to on or before January 3, 2024.
- h. Expiration of Feasibility Review Period and Entitlement Process are hereby extended to April 6, 2022.

3. Miscellaneous. Except as provided in this Amendment, the DDA remains in full force and effect. In the event of any conflict between the terms of this Amendment and the DDA this Amendment shall govern and control. This 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.

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

CPV

DEVELOPER

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

Jackson-Shaw Company, a Texas corporation

By: _____

By: _____

Name: _____

Name: _____

Title: _____

Title: _____

Effective Date: _____, 2021

APPROVED AS TO FORM:

[Signature] 6-23-21

Date

SIXTH AMENDMENT TO JACKSON-SHAW DDA

Council Meeting: 07/21/2021
ITEM #: _____

EXHIBIT "A"
REVISED SCHEDULE OF PERFORMANCE

ACTION	TIMING	DATE
Deposit earnest money with Escrow Agent Completed	Within five (5) business days after full execution of DDA	2/28/2019
Open Escrow Account Completed	Within five (5) business days after full execution of DDA	2/28/2019
Provide confirmation to CPV of project operating brand – Completed		1/31/2020
Submit preliminary exterior architectural rendering including floor plans, basic footprint of internal building layout, to CPV and SP Design Review for approval & Planning to begin entitlement process – Completed		1/31/2020
Submit for building permits		10/19/2021
Expiration of Feasibility Review Period And Entitlement Process		4/6/2022
Submit written and documentary evidence demonstrating firm and binding commitments for equity capital and construction financing	No later than Fourteen (14) days prior to closing	5/10/2022
Close of Escrow*	On or before May 24, 2022	5/24/2022
Construction start date	No later than thirty (30) calendar days after permits have been issued by City	6/1/2022
Construction completion	No later than eighteen (18) months after the start of construction with one sixty (60) calendar day extension request allowed *	1/3/2024