

## SECOND AMENDMENT TO EXCLUSIVE NEGOTIATION AGREEMENT

THIS SECOND AMENDMENT TO EXCLUSIVE NEGOTIATION AGREEMENT (this “*Amendment*”) is entered into as of the \_\_\_\_\_ day of \_\_\_\_\_, 2023, by and between the City of Las Vegas, a Nevada municipal corporation (“*CLV*”), and McCormack Baron Salazar, Inc., a Missouri corporation (“*Developer*”). CLV and Developer may be referred to herein singularly as a “*party*” and collectively as the “*parties*”.

### WHEREAS:

A. WHEREAS, CLV and Developer have previously entered into that certain Exclusive Negotiation Agreement dated August 17, 2022 as amended by that First Amendment dated February 9, 2023 (collectively, the “*Agreement*”).

B. WHEREAS, the Parties agree that any capitalized terms in this Amendment which are not defined in this Amendment will have the same meaning as set forth in the Agreement.

C. WHEREAS, the Parties have entered into this Amendment to extend the Term of the Agreement.

NOW, THEREFORE, for and in consideration of the mutual agreements, which are hereinafter contained, the parties do hereby agree as follows:

1. Term. The Parties hereby mutually agree that the Term is hereby extended to, and ending on, December 31, 2023.

2. Effect. Except as provided in this Amendment, the Agreement remains in full force and effect.

3. Counterpart Signatures; Facsimile Transmission. This Amendment may be executed in any number of counterparts, each of which shall be deemed to be an original, and all of such counterparts shall constitute one agreement. Delivery of this Amendment may be accomplished by facsimile transmission of this Amendment. In such event, the parties hereto shall promptly thereafter deliver to each other executed counterpart originals of this Amendment.

SIGNATURES ON NEXT PAGE

IN WITNESS WHEREOF, the Parties hereto have executed this Amendment as of the date first set forth above.

CLV:

DEVELOPER

CITY OF LAS VEGAS, a Nevada  
municipal corporation

MCCORMACK BARON SALAZAR, INC.,  
a Missouri corporation

By:

By:

\_\_\_\_\_  
Carolyn Goodman  
Mayor

\_\_\_\_\_  
Vincent R. Bennet, its President

Attest:

LuAnn D. Holmes, City Clerk

APPROVED AS TO FORM:

*M. Niarchos 4/26/23*

\_\_\_\_\_  
Date

Second Amendment to Exclusive  
Negotiation Agreement

Council Meeting \_\_\_\_\_  
Item# \_\_\_\_\_