

**FIRST AMENDMENT TO MORGAN HILL
FIRST AMENDED AND RESTATED ANNEXATION AGREEMENT**

THIS FIRST AMENDMENT TO MORGAN HILL FIRST AMENDED AND RESTATED ANNEXATION AGREEMENT (“First Amendment”) is made and entered into this ____ day of _____, 2018, by and between MORGAN HILL INVESTORS, LLC, a Colorado limited liability company, hereinafter referred to as the “Owner,” and the TOWN OF ERIE, a Colorado municipal corporation, hereinafter referred to as “Erie” or “Town.”

WITNESSETH:

WHEREAS, Erie and Mary Alice Billings, The Mary Alice Billings Trust and The Woolley Family Trust previously entered into the Morgan Hill First Amended and Restated Annexation Agreement, dated June 10, 2014, and recorded in the real property records of the Weld County Clerk and Recorder at Reception No. 4068367 (“Agreement”); and

WHEREAS, Mary Alice Billings, The Mary Alice Billings Trust and The Woolley Family Trust subsequently assigned their interest in the Agreement to Morgan Hill Investors, LLC; and

WHEREAS, Erie and Owner intend to amend the Agreement to modify, amend, and add certain terms and provisions to the Agreement, as set forth herein below.

NOW, THEREFORE, in consideration of the above premises and the covenants as hereinafter set forth, it is agreed by and between the parties as follows:

1. Terms and words used herein shall have the same definition and meaning as those terms and words set forth and defined in the Agreement unless specifically stated otherwise.
2. Section XI.F.3.b of the Agreement is hereby deleted in its entirety.
3. Section XI.F.5 of the Agreement is hereby deleted in its entirety and replaced by the following new Section XI.F.5 to read as follows:

Owner will construct a 12” water line from the intersection of WCR 3 and WCR 10 to the Northridge Zone 3 waterline in WCR 1.5 with the waterline improvements required with the First Final Plat.

4. In the event of any conflict, inconsistency or incongruity between the provisions of this First Amendment and any of the provisions of the Agreement, the provisions of this First Amendment shall in all respects govern and control.
5. Except as specifically amended herein, all other terms and conditions of the Agreement shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have executed this First Amendment on the day and year first above written.

TOWN:

TOWN OF ERIE, a Colorado municipal corporation

By: _____
Jennifer Carroll, Mayor

ATTEST:

By: _____
Jessica Koenig, Deputy Town Clerk

OWNER:

MORGAN HILL INVESTORS, LLC,
A Colorado limited liability company

By: _____
Jon Lee, Authorized Representative

STATE OF COLORADO)
) ss.
COUNTY OF _____)

The foregoing instrument was acknowledged before me this _____ day of _____, 2018 by Jon Lee, Authorized Representative of Morgan Hill Investors, LLC.

My commission expires:
Witness my hand and official seal.

Notary Public