

AMENDMENT NO. 2 TO EXCLUSIVE NEGOTIATING AGREEMENT

This Amendment No. 2 to the Exclusive Negotiating Agreement (the "**Amendment**"), is made and entered into by and between THE CITY OF AUSTIN, a Texas home rule city and municipal corporation (the "**City**") and CDC COLONY PARK HOLDINGS, L.P., a Delaware limited partnership (the "**Developer**"), sometimes collectively referred to as the "**Parties**," and individually as a "**Party**".

WHEREAS, the Parties entered into an Exclusive Negotiating Agreement, dated May 12, 2020, as amended by Amendment No. 1 to Exclusive Negotiating Agreement dated January 4, 2021 (the "**Agreement**"); and

WHEREAS, the Parties desire to amend the Agreement to extend the term of the Agreement as provided herein.

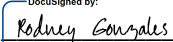
NOW, THEREFORE, in consideration of the mutual promises and performances set forth herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties agree as follows:

1. In accordance with Section 1.1 of the Agreement, the Parties agree to extend the Term until December 12, 2022.
2. Miscellaneous.
 - a. The Agreement is hereby referenced and made a part hereof as if set forth verbatim. The Agreement is amended only as set forth herein, otherwise, the Agreement is hereby ratified, approved, and confirmed. Capitalized terms in this Amendment have the same meaning assigned in the Agreement.
 - b. The Agreement, as amended, shall inure to the benefit of and be binding upon each of the Parties and each of their respective successors and assigns.
 - c. The electronic delivery of an executed counterpart of this Amendment will be considered to be the delivery of an executed original.

(signature page follows)

IN WITNESS WHEREOF, the Parties have executed this Amendment to be effective as of the date of the last signature set forth below.

CITY OF AUSTIN

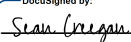
By: DocuSigned by:

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Date: 11/09/2022

Name: Rodney Gonzales

Title: Assistant City Manager


Approved as to form:

By: DocuSigned by:

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Name: Sean Creegan

Title: Assistant City Attorney

CDC COLONY PARK HOLDINGS, L.P.

By: DocuSigned by:

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Date: 11/09/2022

Name: Greg Weaver

Title: Vice President