

**AMENDMENT NUMBER 2
TO
AGREEMENT NUMBER 612978
FINANCIAL AND ROAD TRANSFER AGREEMENT
BETWEEN
STATE OF SOUTH DAKOTA AND CITY OF RAPID CITY**

BACKGROUND:

- A. On May 18, 2004, the State of South Dakota, Department of Transportation, hereinafter referred to as "STATE," and the City of Rapid City, South Dakota, hereinafter referred to as "CITY," entered into a financial and road swap agreement, which agreement hereinafter is referred to as "AGREEMENT," was signed by representatives of each party and assigned agreement number 612978 by the STATE.
- B. Amendment #1 of the original AGREEMENT was signed by the STATE and CITY on August 20, 2007.
- C. STATE and CITY wish to further amend the AGREEMENT.

NOW, THEREFORE, THE PARTIES AGREE THAT PARAGRAPH A.9. OF SECTION III OF THE AGREEMENT, AS AMENDED, WILL READ AS FOLLOWS:

A.9. Fund 50% of the construction costs for work within the US 16B right-of-way to resolve a potential drainage issue on US16B near Dodgetown. To fulfill the STATE'S obligation of this AGREEMENT, the STATE will provide funds available to the CITY (\$0.451 million; \$0.3696 federal and \$0.0814 state match) to be used for projects identified in the CITY'S federal aid urban systems fund for CITY'S use. Funds will be made available once this Amendment is executed. The expenditure of these funds will be based on the requirements of the federal surface transportation program (STP).

Except as specifically modified by this and the prior Amendment, all the terms, conditions of the original AGREEMENT referred to above shall remain in full force and effect.

CITY has designated its Mayor as the CITY'S authorized representative and has empowered the Mayor with the authority to sign this Amendment on behalf of the CITY. A copy of the CITY'S Commission minutes or resolution authorizing the execution of this Amendment by the Mayor as the CITY'S authorized representative is attached hereto as Exhibit M.

This Amendment is binding upon the signatories hereto not as individuals, but solely in their capacities as officials of their respective organizations and acknowledges proper action of the STATE and CITY to enter into the same.

City of Rapid City, South Dakota

State of South Dakota
Department of Transportation

By: _____

By: _____

Its: Mayor

Its: Secretary

Date: _____

Date: _____

Attest:

Division of Planning and Engineering

City Auditor/Finance Officer

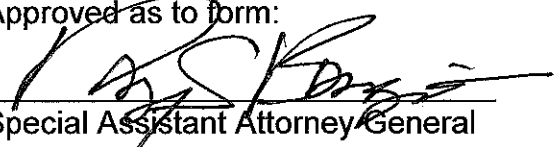
By: _____

Its: Director

Date: _____

(City Seal)

Approved as to form:



Special Assistant Attorney General

APPROVED AS TO FORM
CITY ATTORNEY'S OFFICE



Attorney

8-10-10
Date