



**CITY OF YUMA
MUNICIPAL PROPERTY CORPORATION
YUMA CITY HALL - CONFERENCE ROOM 190
ONE CITY PLAZA, YUMA, ARIZONA
THURSDAY, SEPTEMBER 1, 2016 12:00 p.m.**

I. CALL TO ORDER

II. ROLL CALL

III. ELECTION OF OFFICERS

III. APPROVAL OF MINUTES
JULY 14, 2015

IV. APPROVAL OF 2016 ANNUAL REPORT SUBMISSION

SUBMISSION OF ANNUAL REGISTRATION REPORT TO ARIZONA CORPORATION COMMISSION

V. LEASE AMENDMENT: SERIES 2010 GROUND LEASE AND SERIES 2010 CITY LEASE

CONSIDERATION AND POSSIBLE ADOPTION OF RESOLUTION AUTHORIZING THE EXECUTION AND DELIVERY BY THE CORPORATION OF A FIRST AMENDMENT TO SERIES 2010 GROUND LEASE AND A FIRST AMENDMENT TO SERIES 2010 CITY LEASE

VI. DEBT REFUNDING OPPORTUNITY – WATER INFRASTRUCTURE FINANCING AUTHORITY (WIFA) LOANS

DISCUSSION REGARDING POSSIBLE REFUNDING OF LONG-TERM LOANS FINANCED BY WIFA

V. NEXT MEETING DATE AND TIME

VI. ADJOURNMENT

In accordance with the Americans with Disabilities Act (ADA) and Section 504 of the Rehabilitation Act of 1973, the City of Yuma does not discriminate on the basis of disability in the admission of or access to, or treatment or employment in, its programs, activities, or services. For information regarding rights and provisions of the ADA or Section 504, or to request reasonable accommodations for participation in City programs, activities, or services contact: ADA/Section 504 Coordinator, City of Yuma Human Resources Department, One City Plaza, Yuma, AZ 85366-3012; (928) 373-5125 or TTY (928) 373-5149.

Meeting Minutes
City of Yuma Municipal Property Corporation

Yuma City Hall
One City Plaza, Conference Room 190, Yuma, Arizona
July 14, 2015 at 12:04 p.m.

1. Call to Order

Mr. Ray Face, President, called the meeting to order at 12:04 p.m.

2. Roll Call

Mr. Face noted roll:

Directors Present

Mr. Ray Face, President
Ms. C Yvonne Peach, Vice-President
Mr. Harry Hengl, Secretary/Treasurer

Directors Absent

Mr. Raul Pino
Ms. Sara Aivazian

Also Present

Pat Wicks, Finance Director
Dan White, Assistant City Attorney
Michael Cafiso/Paul Gales, Greenburg Traurig, LLC Bond Counsel

3. Approval of Minutes

Motion (Hengl/Peach) to approve the meeting minutes of April 27, 2015. Motion carried by unanimous voice vote.

4. RESOLUTION AUTHORIZING ISSUANCE OF CITY OF YUMA MUNICIPAL PROPERTY CORPORATION SENIOR LIEN ROAD TAX AND SUBORDINATE LIEN EXCISE TAX REVENUE REFUNDING BONDS, SERIES 2015

Motion (Hengl/Peach) to approve the resolution. Motion carried by unanimous vote.

5. RESOLUTION AUTHORIZING ISSUANCE OF CITY OF YUMA MUNICIPAL PROPERTY CORPORATION SENIOR LIEN EXCISE TAX REVENUE AND REVENUE REFUNDING BONDS, SERIES 2015

Motion (Hengl/Peach) to approve the resolution. Motion carried by unanimous vote.

6. RESOLUTION AUTHORIZING ISSUANCE OF CITY OF YUMA MUNICIPAL PROPERTY CORPORATION SENIOR LIEN UTILITY SYSTEM REVENUE REFUNDING BONDS, SERIES 2015

Motion (Hengl/Peach) to approve the resolution. Motion carried by unanimous vote.

7. Adjournment

Motion (Face/Hengl) to adjourn. The motion carried by unanimous vote and the meeting closed at 12:35 p.m.

DRAFT-Pending Board approval

Known Place of Business

File Number: 00768527

Corporation Name: CITY OF YUMA MUNICIPAL PROPERTY CORPORATION

Known Place of Business: % DONALD WICKS

Known Place of Business: ONE CITY PLAZA

Known Place of Business:

City: YUMA

State: ARIZONA

Zip: 85364

County: YUMA

Optional Business Phone:

Type of Corporation: NON-PROFIT

Type of Business: CIVIC

Secondary Address

Address Line 1:

Address Line 2:

Address Line 3:

City:

State:

Zip:

Statutory Agent Information

Statutory Agent: STEVEN W MOORE

Mailing Address

Address Line 1: ONE CITY PLAZA

Address Line 2:

Address Line 3:

City: YUMA

State: ARIZONA

Zip: 85364

Agent Physical Address, if different from mailing address.

Physical Address

Address Line 1: ONE CITY PLAZA

Address Line 2:

Address Line 3:

City: YUMA

State: ARIZONA

Zip: 85364

CAPITALIZATION

-Number of Shares/Certificates AUTHORIZED-

Number Authorized: 0

Class:

Series Within Class (if any):

Number Authorized:

Class:

Series Within Class (if any):

-Number of Shares/Certificates ISSUED-

Number Issued: 0

Class:

Series Within Class (if any):

Number Issued:

Class:

Series Within Class (if any):

Shareholders

Shareholder Name:

Shareholder Name:

Shareholder Name:

Shareholder Name:

Officers

Officer Name: RAY J FACE

Officer Title: PRESIDENT

Date Taking Office: 05/17/2000

Address Line 1: 3612 W 21ST PL

Address Line 2:

Address Line 3:

City: YUMA

State: ARIZONA

Zip: 85364

Officer Name: C YVONNE PEACH

Officer Title: VICE-PRESIDENT

Date Taking Office: 12/19/2001

Address Line 1: 233 S 4TH AVE

Address Line 2:

Address Line 3:

City: YUMA

State: ARIZONA

Zip: 85364

Directors

Director Name: SARA AIVAZIAN

Date Taking Office: 11/20/2013

Address Line 1: 3135 SOUTH HORSESHOE BEND AVE

Address Line 2:

Address Line 3:

City: YUMA

State: ARIZONA

Zip: 85364

Director Name: RAUL PINO

Date Taking Office: 09/05/2007

Address Line 1: 3816 SOUTH TILLMAN WAY

Address Line 2:

Address Line 3:

City: YUMA

State: ARIZONA

Zip: 85364

Director Name: HARRY HENGL

Date Taking Office: 03/20/2002

Address Line 1: 1319 RIDGEVIEW DRIVE

Address Line 2:

Address Line 3:

City: YUMA

State: ARIZONA

Zip: 85364

Online signature: The Annual Report must be signed by a duly-authorized officer.

I certify that I am an officer, receiver, or trustee of the corporation who is duly authorized (and is listed in the report's Officer section) to submit this report. I declare, under the penalty of perjury, that all corporate income tax returns required by Title 43 of the Arizona Revised Statutes have been filed with the Arizona Department of Revenue. By typing/entering my name and clicking on the "I Accept" button, I intend to affix my electronic signature and declare and certify that this electronic document is submitted in compliance with Arizona law and contains information that is true, complete, and accurate as of the date the electronic filing is submitted.

Officer Name:

Officer Title:



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RESOLUTION OF THE BOARD OF DIRECTORS OF CITY OF
YUMA MUNICIPAL PROPERTY CORPORATION APPROVING AND
AUTHORIZING THE EXECUTION AND DELIVERY BY THE
CORPORATION OF A FIRST AMENDMENT TO SERIES 2010
GROUND LEASE AND A FIRST AMENDMENT TO SERIES 2010
CITY LEASE

WHEREAS, the City of Yuma Municipal Property Corporation (the "Corporation") was formed to assist the City of Yuma, Arizona (the "City"), in financing and refinancing its capital improvements at no profit to the Corporation; and

WHEREAS, pursuant to Resolution No. R2010-30 adopted on May 19, 2010, the Mayor and Council of the City determined that it would be beneficial to the citizens of the City to refinance all or any portion of the Series 2001 Bonds of the Corporation remaining outstanding (the "Refunding"); and

WHEREAS, the Board of Directors of the Corporation desired to assist the City in financing the Refunding; and

WHEREAS, in order to finance the Refunding, the Corporation and the City deemed it necessary and desirable for the Corporation to issue the Municipal Facilities Revenue Refunding Bonds, Series 2010B (the "Series 2010B Bonds"); and

WHEREAS, the Series 2010B Bonds were issued by the Corporation pursuant to the provisions of a Trust Indenture, dated as of November 1, 1995 (the "Original Indenture"), as supplemented by a Series 1998 Supplemental Trust Indenture, dated as of December 1, 1998 (the "Series 1998 Supplemental Indenture"), a Series 2003 Supplemental Trust Indenture, dated as of February 1, 2003 (the "Series 2003 Supplemental Indenture"), a Series 2007 Supplemental Trust Indenture, dated as of November 1, 2007 (the "Series 2007 Supplemental Indenture"), and a Series 2010 Supplemental Trust Indenture, dated as of June 1, 2010 (together with the Original Indenture, the Series 1998 Supplemental Indenture, the Series 2003 Supplemental Indenture and the Series 2007 Supplemental Indenture, the "Indenture"), between the Corporation and The Bank of New York Mellon Trust Company, N.A., as successor trustee (the "Trustee"); and

WHEREAS, in connection with the issuance of the Series 2010B Bonds, the Corporation and the City entered into a Series 2010 Ground Lease, dated as of June 1, 2010 (the "Series 2010 Ground Lease"), pursuant to which the City leased or extended the lease of the real property described on the Exhibit attached thereto (the "Real Property") to the Corporation and the Corporation, pursuant to a Series 2010 City Lease, dated as of June 1, 2010 (the "Series 2010 City Lease"), leased or extended the lease of the Real Property to the City and the City, as agent for the Corporation, agreed to provide the Refunding; and

WHEREAS, it has been determined to be necessary that certain real property which is the subject of the Series 2010 Ground Lease and the Series 2010 City Lease be excluded therefrom; and

WHEREAS, pursuant to Section 11.08 of the Indenture, the Corporation will not, without written consent of the Trustee, alter, modify or cancel, or agree or consent to alter, modify or cancel, the Series 2010 Ground Lease or the Series 2010 City Lease, but with the written consent of the Trustee, may consent to alterations and modifications thereof, provided that no such alterations or modifications will decrease the amounts available for payment of the Series 2010B Bonds or will render the income of the Corporation or the interest on the Series 2010B Bonds taxable to the recipient, and provided further that prior to giving its consent with respect to an alteration or modification of the Series 2010 Ground Lease or the Series 2010 City Lease, the Trustee shall obtain an opinion of counsel or financial consultant selected by the Trustee that the proposed alteration or modification will not be materially adverse to the interests of the owners of the Series 2010B Bonds, will not decrease the amounts of available for payment of the Series 2010B Bonds and will not render the income of the Corporation or the interest on the Series 2010B Bonds taxable under the income tax laws of the United States of America; and

WHEREAS, the Corporation has not made and does not intend to make any profit by reason of any business or venture in which it may engage or by reason of the assistance it renders the City in connection with the matters provided for herein and no part of the Corporation's net earnings, if any, will ever inure to the benefit of any person, firm or corporation except the City; and

WHEREAS, the Corporation, an Arizona nonprofit corporation, is authorized and empowered, among other things (a) to issue its special obligation bonds for the purposes of assisting the City in acquiring, constructing and equipping municipal improvements and otherwise incurring expenses to improve the use of municipal facilities, or the refinancing thereof, (b) to enter into leases and other necessary documents and to provide for rentals sufficient to pay the principal of, premium, if any, and interest on such bonds, (c) to secure such bonds as provided for herein, and (d) to enact this Resolution and enter into amendments to such leases, upon the terms and conditions provided herein and therein; and

WHEREAS, there have been placed on file with the Secretary-Treasurer of the Corporation and presented to this meeting (i) the proposed form of a First Amendment to Series 2010 to Ground Lease, to be dated as of August 1, 2016 (the "Ground Lease Amendment"), by and between the City and the Corporation and (ii) the proposed form of a First Amendment to City Lease, to be dated as of August 1, 2016 (the "City Lease Amendment"), by and between the Corporation and the City;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF CITY OF YUMA MUNICIPAL PROPERTY CORPORATION THAT:

Section 1. The forms, terms and provisions of the Ground Lease Amendment and the City Lease Amendment, in substantially the forms of such documents (including the exhibits thereto) presented at meeting at which this Resolution was adopted, are hereby approved, with such insertions, deletions and changes as are not inconsistent herewith and as are approved by the officers authorized to execute the documents (which approval will be conclusively demonstrated by their execution thereof), and the President or, in the absence thereof, Vice President and the Secretary-Treasurer, or any of such officers, are hereby authorized to execute and deliver the Ground Lease Amendment and the City Lease Amendment.

Section 2. The officers of the Corporation shall take all action necessary or reasonably required to carry out, give effect to and consummate the transactions contemplated by the Ground Lease Amendment and the City Lease Amendment, including without limitation, the execution and delivery of the other documents required to be delivered in connection therewith.

Section 3. After the Ground Lease Amendment and the City Lease Amendment are executed and delivered by and on behalf of the Corporation, this Resolution shall be and remain irrevocable until the Series 2010B Bonds and the interest thereon shall have been fully paid, cancelled and discharged.

Section 4. If any section, paragraph, clause or provision of this Resolution shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provision shall not affect any of the remaining provisions of this Resolution.

Section 5. Any provisions of any bylaws, orders, procedural pamphlets or resolutions inconsistent herewith are hereby waived to the extent only of such inconsistency. This waiver shall not be construed as reviving any bylaw, order, procedural pamphlet or resolution or any part thereof.

Section 6. It is hereby found and determined that all formal actions of the Corporation and its Board of Directors concerning and relating to the adoption of this Resolution were adopted in an open meeting and that all deliberations that resulted in those formal actions were in meetings open to the public, in compliance with all legal requirements of the State of Arizona and the Corporation.

Section 7. This Resolution shall be effective immediately.

ADOPTED AND APPROVED this day of,
2016.

.....
President, City of Yuma Municipal
Property Corporation

ATTEST:

.....
Secretary-Treasurer, City of Yuma
Municipal Property Corporation

When recorded, mail to:

Michael Cafiso, Esq.
Suite 700
2375 East Camelback Road
Phoenix, Arizona 85016

EXEMPT FROM AFFIDAVIT AND FEE
PURSUANT TO SECTION 11-1134,
ARIZONA REVISED STATUTES

AMENDS FILE NO. 2010-163000

FIRST AMENDMENT
TO
SERIES 2010 GROUND LEASE

CITY OF YUMA, ARIZONA,
as Lessor
TO
CITY OF YUMA MUNICIPAL PROPERTY CORPORATION,
as Lessee

THIS FIRST AMENDMENT TO SERIES 2010 GROUND LEASE, dated as of August 1, 2016 (this "Amendment"), by and between the CITY OF YUMA, ARIZONA, a municipal corporation of the State of Arizona (the "City"), and CITY OF YUMA MUNICIPAL PROPERTY CORPORATION, a nonprofit corporation organized and existing under the laws of the State of Arizona (the "Corporation");

W I T N E S S E T H:

WHEREAS, the real property situated in the City of Yuma, Yuma County, Arizona, described in the Exhibit attached hereto (the "Excluded Real Property"), was the subject of a Series 2010 Ground Lease, dated as of June 1, 2010 (the "Series 2010 Ground Lease"), between the City, as lessor and the Corporation, as lessee; and

WHEREAS, the City desires to exclude the Excluded Real Property for all purposes of the Series 2010 Ground Lease;

NOW THEREFORE, PURSUANT TO LAW AND FOR AND IN CONSIDERATION OF THE MUTUAL COVENANTS HEREINAFTER CONTAINED, IT IS HEREBY AGREED AS AN AMENDMENT TO THE SERIES 2010 GROUND LEASE AS FOLLOWS:

Section 1. The Exhibit to the Series 2010 Ground Lease is hereby amended by excluding therefrom the Excluded Real Property for all purposes of the Series 2010 Ground Lease.

Section 2. For all other purposes, the Series 2010 Ground Lease is hereby ratified and confirmed in all respects.

Section 3. This Amendment shall be governed exclusively by the provisions hereof and by the applicable laws of the State of Arizona.

Section 4. If any term or provision of this Amendment or the application thereof to any person or circumstance shall to any extent be invalid or unenforceable, the remainder of this Amendment or the application of such term or provision to persons or circumstances other than those as to which it is invalid or unenforceable shall not be affected thereby and each term and provision of this Amendment shall be valid and enforceable to the fullest extent permitted by law.

Section 5. This Amendment may be executed in several counterparts, each of which shall be an original, but all of which shall constitute but one instrument.

[Remainder of page intentionally left blank.]

IN WITNESS WHEREOF, the City and the Corporation have caused their respective names to be signed hereto by their respective officers thereunto duly authorized, all as of the day and year first above written.

CITY OF YUMA, ARIZONA, a municipal corporation

By.....
Mayor

ATTEST:

.....
City Clerk

APPROVED AS TO FORM:

.....
City Attorney

CITY OF YUMA MUNICIPAL PROPERTY CORPORATION, an Arizona nonprofit corporation

By.....
President

ATTEST:

.....
Secretary-Treasurer

CONSENTED TO BY THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A., AS TRUSTEE

By.....
Authorized Representative

STATE OF ARIZONA)
) ss.
COUNTY OF YUMA)

On this, the day of, 2016, before me, the undersigned Notary Public, personally appeared and, who acknowledged themselves to be the Mayor and City Clerk, respectively, of the CITY OF YUMA, ARIZONA, a municipal corporation, and that they, as such officers, being authorized so to do, executed the foregoing Amendment for the purposes therein contained by signing the name of the municipal corporation by themselves as such officers.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

.....
Notary Public

My Commission Expires:
.....

STATE OF ARIZONA)
) ss.
COUNTY OF YUMA)

On this, the day of, 2016, before me, the undersigned Notary Public, personally appeared and, who acknowledged themselves to be the President and Secretary-Treasurer, respectively, of the CITY OF YUMA MUNICIPAL PROPERTY CORPORATION, an Arizona nonprofit corporation, and that they, as such officers, being authorized so to do, executed the foregoing Amendment for the purposes therein contained by signing the name of the corporation by themselves as such officers.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

.....
Notary Public

My Commission Expires:
.....

Notice required by A.R.S. Section 41-313: The foregoing notarial certificate(s) relate(s) to the First Amendment to Series 2010 Ground Lease, dated August 1, 2016, executed by the City of Yuma Municipal Property Corporation, an Arizona nonprofit corporation and the City of Yuma, Arizona, a municipal corporation (the "Notarized Document"). The Notarized Document contains a total of pages.

EXHIBIT

DESCRIPTION OF EXCLUDED REAL PROPERTY

PARCEL NO. 20 (110-25-009)

That portion of Lots 3 and 4, Block 13, CITY OF YUMA, according to White's Official Survey filed April 4, 1894, records of Yuma County, Arizona, described as follows:

BEGINNING at the Northwest corner of Lot 3;
Thence North $86^{\circ}43'$ East along the North line of Lot 3, a distance of 142.30 feet;
Thence South $2^{\circ}08'$ East, a distance of 15 feet;
Thence South $87^{\circ}52'$ West, a distance of 16 feet;
Thence South $5^{\circ}34'$ West a distance of 85.50 feet;
Thence South $86^{\circ}43'$ West a distance of 124.55 feet to the West line of Lot 4;
Thence Northerly along the West line of Lots 3 and 4 a distance of 100 feet to the point of beginning;

EXCEPT title to any mine of gold, silver, cinnabar or copper or to any valid claim or possession held under the existing laws of Congress, as set forth in Patent from United States of America.

PARCEL NO. 20A (110-25-009)

That portion of Lots 3 and 4, Block 13, CITY OF YUMA, according to White's Official Survey filed April 4, 1894, records of Yuma County, Arizona, described as follows:

BEGINNING at the Northwest corner of Lot 3;
Thence South along the West line of Lots 3 and 4, a distance of 100 feet;
Thence North $86^{\circ}43'$ East, a distance of 124.55 feet to the true point of beginning;
Thence North $5^{\circ}34'$ East, a distance of 85.50 feet;
Thence South 84.62 feet;
Thence South $86^{\circ}43'$ West, a distance of 8.31 feet to the point of beginning;

EXCEPT title to any mine of gold, silver, cinnabar or copper or to any valid claim or possession held under the existing laws of Congress, as set forth in Patent from United States of America.

When recorded, mail to:

Michael Cafiso, Esq.
Suite 700
2375 East Camelback Road
Phoenix, Arizona 85016

EXEMPT FROM AFFIDAVIT AND FEE
PURSUANT TO SECTION 11-1134,
ARIZONA REVISED STATUTES

AMENDS FILE NO. 2010-16301

FIRST AMENDMENT
TO
SERIES 2010 CITY LEASE

CITY OF YUMA MUNICIPAL PROPERTY CORPORATION,
as Lessor
TO
CITY OF YUMA, ARIZONA,
as Lessee

THIS FIRST AMENDMENT TO SERIES 2010 CITY LEASE, dated as of August 1, 2016 (this "Amendment"), by and between CITY OF YUMA MUNICIPAL PROPERTY CORPORATION, a nonprofit corporation organized and existing under the laws of the State of Arizona (the "Corporation"), and the CITY OF YUMA , ARIZONA, a municipal corporation of the State of Arizona (the "City");

W I T N E S S E T H:

WHEREAS, the Corporation was formed to assist the City in financing and refinancing its capital improvements at no profit to the Corporation;

WHEREAS, the City determined that it would be beneficial to its citizens to refinance all of remaining, outstanding Municipal Facilities Revenue Bonds (City of Yuma Municipal Government Complex) Series 2001 of the Corporation (the "Refunding");

WHEREAS, the Corporation desired to assist the City in financing the Refunding;

WHEREAS, in order to finance the costs of the Refunding, the Corporation issued \$29,530,000 aggregate principal amount of

Municipal Facilities Revenue Refunding Bonds, Series 2010B (the "Series 2010B Bonds");

WHEREAS, the Series 2010B Bonds were issued by the Corporation pursuant to the provisions of a Trust Indenture, dated as of November 1, 1995 (the "Original Indenture"), as supplemented by a Series 1998 Supplemental Trust Indenture, dated as of December 1, 1998 (the "Series 1998 Supplemental Indenture"), a Series 2003 Supplemental Trust Indenture, dated as of February 1, 2003 (the "Series 2003 Supplemental Indenture"), a Series 2007 Supplemental Trust Indenture, dated as of November 1, 2007 (the "Series 2007 Supplemental Indenture"), and a Series 2010 Supplemental Trust Indenture, dated as of June 1, 2010, between the Corporation and The Bank of New York Mellon Trust Company, N.A., as successor trustee (the "Trustee");

WHEREAS, in connection with the issuance of the Series 2010B Bonds, the Corporation and the City entered into a Series 2010 Ground Lease, dated as of June 1, 2010 (the "Series 2010 Ground Lease"), pursuant to which the City leases the real property described on the Exhibit attached thereto (the "Real Property") from the Corporation and, pursuant to a Series 2010 City Lease, dated as of June 1, 2010 (the "Series 2010 City Lease"), the Corporation leases the Real Property to the City, and the City, as agent to the Corporation, agrees to provide the Refunding;

WHEREAS, the City has requested that this Amendment be entered into to exclude certain real property which is the subject of the Series 2010 City Lease; and

WHEREAS, the Corporation has not made and does not intend to make any profit by reason of any business or venture in which it may engage or by reason of the assistance it renders the City in connection herewith and no part of the Corporation's net earnings, if any, will ever inure to the benefit of any person, firm or corporation except the City;

NOW THEREFORE, PURSUANT TO LAW AND FOR AND IN CONSIDERATION OF THE MUTUAL COVENANTS HEREINAFTER CONTAINED, IT IS HEREBY AGREED AS AN AMENDMENT TO THE SERIES 2010 CITY LEASE AS FOLLOWS:

Section 1. The Exhibit to the Series 2010 City Lease is hereby amended by excluding therefrom the real property described in the Exhibit hereto for all purposes of the Series 2010 City Lease.

Section 2. For all other purposes, the Series 2010 City Lease is hereby ratified and confirmed in all respects.

Section 3. This Amendment shall be governed exclusively by the provisions hereof and by the applicable laws of the State.

Section 4. If any term or provision of this Amendment or the application thereof to any person or circumstance shall to any extent be invalid or unenforceable, the remainder of this Amendment or

the application of such term or provision to persons or circumstances other than those as to which it is invalid or unenforceable shall not be affected thereby and each term and provision of this Amendment shall be valid and enforceable to the fullest extent permitted by law.

Section 5. This Amendment may be executed in several counterparts, each of which shall be an original, but all of which shall constitute but one instrument.

[Remainder of page intentionally left blank.]

IN WITNESS WHEREOF, the Corporation and the City have caused their respective names to be signed hereto by their respective officers thereunto duly authorized, all as of the day and year first above written.

CITY OF YUMA MUNICIPAL PROPERTY CORPORATION, an Arizona nonprofit corporation

By.....
President

ATTEST:

.....
Secretary-Treasurer

CITY OF YUMA, ARIZONA, a municipal corporation

By.....
Mayor

ATTEST:

.....
City Clerk

APPROVED AS TO FORM:

.....
City Attorney

CONSENTED TO BY THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A., AS TRUSTEE

By.....
Authorized Representative

STATE OF ARIZONA)
) ss.
COUNTY OF YUMA)

On this, the day of, 2016, before me, the undersigned Notary Public, personally appeared and, who acknowledged themselves to be the President and Secretary-Treasurer, respectively, of the CITY OF YUMA MUNICIPAL PROPERTY CORPORATION, an Arizona nonprofit corporation, and that they, as such officers, being authorized so to do, executed the foregoing Amendment for the purposes therein contained by signing the name of the corporation by themselves as such officers.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

.....
Notary Public

My Commission Expires:

.....

STATE OF ARIZONA)
) ss.
COUNTY OF YUMA)

On this, the day of, 2016, before me, the undersigned Notary Public, personally appeared and, who acknowledged themselves to be the Mayor and City Clerk, respectively, of the CITY OF YUMA, ARIZONA, a municipal corporation, and that they, as such officers, being authorized so to do, executed the foregoing Amendment for the purposes therein contained by signing the name of the municipal corporation by themselves as such officers.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

.....
Notary Public

My Commission Expires:

.....

Notice required by A.R.S. Section 41-313: The foregoing notarial certificate(s) relate(s) to the First Amendment to Series 2010 City Lease, dated August 1, 2016, executed by the City of Yuma Municipal Property Corporation, an Arizona nonprofit corporation and the City of Yuma, Arizona, a municipal corporation (the "Notarized Document"). The Notarized Document contains a total of pages.

EXHIBIT

DESCRIPTION OF EXCLUDED REAL PROPERTY

PARCEL NO. 20 (110-25-009)

That portion of Lots 3 and 4, Block 13, CITY OF YUMA, according to White's Official Survey filed April 4, 1894, records of Yuma County, Arizona, described as follows:

BEGINNING at the Northwest corner of Lot 3;
Thence North $86^{\circ}43'$ East along the North line of Lot 3, a distance of 142.30 feet;
Thence South $2^{\circ}08'$ East, a distance of 15 feet;
Thence South $87^{\circ}52'$ West, a distance of 16 feet;
Thence South $5^{\circ}34'$ West a distance of 85.50 feet;
Thence South $86^{\circ}43'$ West a distance of 124.55 feet to the West line of Lot 4;
Thence Northerly along the West line of Lots 3 and 4 a distance of 100 feet to the point of beginning;

EXCEPT title to any mine of gold, silver, cinnabar or copper or to any valid claim or possession held under the existing laws of Congress, as set forth in Patent from United States of America.

PARCEL NO. 20A (110-25-009)

That portion of Lots 3 and 4, Block 13, CITY OF YUMA, according to White's Official Survey filed April 4, 1894, records of Yuma County, Arizona, described as follows:

BEGINNING at the Northwest corner of Lot 3;
Thence South along the West line of Lots 3 and 4, a distance of 100 feet;
Thence North $86^{\circ}43'$ East, a distance of 124.55 feet to the true point of beginning;
Thence North $5^{\circ}34'$ East, a distance of 85.50 feet;
Thence South 84.62 feet;
Thence South $86^{\circ}43'$ West, a distance of 8.31 feet to the point of beginning;

EXCEPT title to any mine of gold, silver, cinnabar or copper or to any valid claim or possession held under the existing laws of Congress, as set forth in Patent from United States of America.

Discussion of refunding: Materials, if any, will be provided at the meeting.