TENTH AMENDMENT
SHOAL CREEK
TAX INCREMENT FINANCING PLAN
KANSAS CITY, MISSOURI

TIF Commission Consideration:
1/12/11  1-5-11
Date        Resolution No.

City Council Approval:
3/10/11  110073
Date        Ordinance No.

Attached herewith is a true and correct copy of the Tenth Amendment to the Shoal Creek TIF Plan that was approved by the Tax Increment Financing Commission of Kansas City, Missouri by Resolution No. 1-5-11 on January 12, 2011.

[Signature]
Chairman
Tenth Amendment to the Shoal Creek Tax Increment Financing Plan

The Tenth Amendment to the Shoal Creek Tax Increment Financing (TIF) Plan (hereinafter the “Tenth Amendment”) is intended to amend the Shoal Creek TIF Plan, as approved by the City Council of Kansas City, Missouri by Ordinance No. 941443, the First Amendment as approved by Ordinance No. 971310, the Second Amendment as approved by Ordinance No. 030545, the Third Amendment as approved by Ordinance No. 040457, the Fourth Amendment as approved by Ordinance No. 041218, the Fifth Amendment as approved by Ordinance No. 060903, the Sixth Amendment as approved by Ordinance No. 061320, the Seventh Amendment as approved by Ordinance No. 080419, the Eighth Amendment as approved by Ordinance No. 081118 and the Ninth Amendment as approved by Ordinance No. 090262, (collectively, the Shoal Creek Tax Increment Financing Plan, as amended, shall hereinafter be referred to as the “Plan”).

The Tenth Amendment provides for (i) modifications to the budget of Redevelopment Project Costs, (ii) the issuance of bonds, (iii) modifications to the Plan boundary, and (iv) allows for the acquisition of right-of-way for road improvements. The TIF revenues generated within the Redevelopment Area would continue to be used only for public infrastructure improvements. The Tenth Amendment does not alter or modify the intent of the Plan, except for those changes specifically mentioned herein.

Amendment No. 1: Delete Section I.A., Summary, and insert the following in lieu thereof:

A. Summary. The Shoal Creek Parkway TIF Plan calls for the development of the Redevelopment Area through the construction of sections of Shoal Creek Parkway, NE 72nd Street, Maplewoods Parkway, NE 76th Street, NE 96th Street, N. Flintlock Road, N Brighton Avenue, N Eastern Avenue, NE 108th Street and NE 104th Street and the interchange at I-35 and 291 Interchange.

Amendment No. 2: Delete Section I.B., Redevelopment Area in its entirety and insert the following in lieu thereof:

B. Redevelopment Area. The proposed Redevelopment Area is described by the Plan as generally bound on the north by NE 108th Street and Missouri Route 291, on the east by the Kansas City – Liberty city limits and Missouri Route 291, on the south by the Kansas City – Pleasant Valley city limits, and on the west by Indiana and N Eastern Avenue (the “Redevelopment Area”) in Kansas City, Clay County, Missouri (the “City”).

Amendment No. 3: Delete the first paragraph of Section II.A., Estimated Redevelopment Project Costs, and insert the following in lieu thereof:

A. Estimated Redevelopment Project Costs. Estimated Redevelopment Project Costs for the Plan are projected to be approximately $223,826,012 over the life of the Plan. The Plan proposes that approximately $149,310,365 in Redevelopment Project Costs is eligible
for reimbursement from the Special Allocation Fund. The reimbursable Redevelopment Project Costs include those shown set forth in Exhibit 4.

Amendment No. 4: Delete Section III.B. in its entirety, and insert the following in lieu thereof:

III.B. Economic Activity Taxes. Over the life of the Plan, the total Economic Activity Tax revenues are estimated to be approximately $301,248,822. Of the total additional revenue from taxes imposed by the municipality or other taxing districts and which are generated by economic activities with the Redevelopment Project Areas, as defined in Section 99.845.3, fifty percent (50%), or approximately $150,624,411 over the life of the Plan, will be made available upon annual appropriation, for deposit in the Special Allocation Fund. Ninety percent (90%) of the available Economic Activity Taxes will be used to pay eligible Redevelopment Project Costs and the remaining ten percent (10%) shall be distributed to the taxing districts in the redevelopment area which impose economic activity taxes, on a basis that is proportional to the amount of such economic activity taxes the taxing district would have received from the redevelopment area had tax increment financing not been adopted. Those Economic Activity Taxes estimated for deposit in the Special Allocation Fund are shown in Exhibit 6.

Anticipated Economic Activity Taxes generated from statutory TIF will include 50% of the net earnings taxes paid by businesses and employees, 50% of the net food & beverage taxes, 50% of the net utility taxes, as well as 50% of the City and County net sales taxes. It is assumed that net earnings and sales tax revenues will increase due to inflation at a rate of 2% a year in addition to the assumed increases due to job creation and business expansion.

The amount of Economic Activity Taxes in excess of the funds deemed necessary by the Commission for implementation of this Plan, if any, may be declared as surplus by the City. The declared surplus will be available for distribution to the various Taxing Districts in the Redevelopment Area in the manner provided by the Act.

The Plan requires that all affected businesses and property owners be identified and that the Commission shall be provided with documentation regarding payment of Economic Activity Taxes by Redeveloper, its contractors, tenants and assigns. The Commission shall make available information to the City of Kansas City regarding the identity and location of the affected businesses. It shall be the obligation and intent of the City of Kansas City to determine the Economic Activity Taxes and to appropriate such funds into the Special Allocation Fund, no less frequently than semi-annually and no more frequently than quarterly, in accordance with the Act.

Amendment No. 5: Insert a new sentence after the first paragraph to Section IV. “Evidence of Commitments to Finance”.

Additional bonds may be issued to finance the redevelopment project costs.
Amendment No. 6: Delete Section V. “Anticipated Type and Terms of Obligations” in its entirety and insert the following in lieu thereof:

Without excluding other methods of financing, Bonds may be issued pursuant to this Plan for a term not to exceed 23 years from the adoption of the ordinance approving a redevelopment project within a redevelopment area, at an interest rate determined by the Issuing Body. In order to market such Bonds, it is estimated that available Project revenues must equal 125%-175% of the annual debt service payments required for the retirement of the Bonds. Revenues received in excess of 100% of funds necessary for the payment of principal and interest on the Bond or for reserves, sinking funds or reimbursable project costs may be used to call Bonds in advance of their maturities or may become available for distribution annually to the Taxing Districts. Bonds may be sold in one or more series in order to implement this Plan. All obligations shall be retired no later than 23 years after the adoption of the ordinance approving the redevelopment project, the costs of which are to be paid from the proceeds thereof. No redevelopment project may be approved by Ordinance adopted more than ten years from the adoption of the ordinance approving the redevelopment plan under which the project is authorized.

Amendment No. 7: Delete the supplement to Exhibit 1, “Location and Legal Description of the Shoal Creek Redevelopment Area” included in the Eighth Amendment of the Plan as the “Shoal Creek TIF Expansion Area” and insert the attached hereto, in its place as an addendum to Exhibit 1.

Amendment No. 8: Delete Exhibit 2 of the Plan, “Site Plan” and insert the attached hereto, in its place.

Amendment No. 9: Delete Objective 7 of Exhibit 3: “Specific Objectives of the Redevelopment Plan”, and insert the following in lieu thereof:

7. To provide the construction of sections of Shoal Creek Parkway, NE 72nd Street, Maplewoods Parkway, NE 76th Street, NE 96th Street, N. Flintlock Road, N Brighton Avenue, N Eastern Avenue, NE 108th Street and NE 104th Street and the interchange at I-35 and 291 Interchange

Amendment No. 10: Insert as an addendum to Exhibit 3A of the Plan, “Proposed Road Improvements” as a supplement to the exhibit.

Amendment No. 11: Delete Exhibit 4, “Estimated Redevelopment Project Costs”, and insert the revised Exhibit 4, attached hereto, in lieu thereof.

Amendment No. 12: Delete Exhibit 5, “Sources of Funds for All Estimated Redevelopment Project Costs”, and insert the revised, attached hereto, in lieu thereof.

Amendment No. 13: Insert as an addendum to Exhibit 8, “Existing Conditions Study”, a supplement to said study, attached hereto.
**Amendment No. 14**: Add the attached **Exhibit 11B**, as a supplement to Exhibit 11, Land Acquisition and Disposition.

**Amendment No. 15**: Add the attached “Letters of Support” as **Exhibit 12** to the Plan.
Amendment No. 7:

Exhibit 1, Legal Description

Property Description:

A tract of land in Sections 2, 3 and 11, Township 51 North, Range 32 West and Sections 21, 22, 26, 27, 28, 29, 30, 31, 33, 34, 35 and 36, Township 52 North, Range 32 West of the Fifth Principal Meridian in Kansas City, Clay County, Missouri, being more particularly described as follows: Beginning at the Northeast corner of the Northeast Quarter of Section 2, Township 51 North, Range 32 West, thence South 00°45’54” West, along the East line of said Northeast Quarter, 2671.92 feet to the Northeast Corner of the Southeast Quarter of said Section 2; thence South 00°40’10” West, along the East line of said Northeast Quarter 2620.99 feet to the Northeast corner of Section 11, Township 51 North, Range 32 West; thence South 00°25’57” West, along the East line of said Northeast Quarter, 1329.43 feet to the Northeast corner of Wilshire Plaza Fourth Plat, a subdivision of land in Kansas City, Clay County, Missouri; thence North 89°06’22” West, along the North line of said Wilshire Plaza Fourth Plat and Wilshire Plaza Fifth Plat, a subdivision of land in said Kansas City, Missouri, 2591.56 feet to a point on the West line of said Northeast Quarter; thence North 00°26’45’’ East, along said West line, 1319.00 feet to the Southeast corner of the Southwest Quarter of said Section 2; thence North 89°24’22” West, along the South line of said Southwest Quarter, 2584.02 feet to the Southeast corner of the Southwest Quarter of Section 3, Township 51 North, Range 32 West; thence North 88°09’58” West, along the South line of said Southwest Quarter, 1304.64 feet to the Southwest corner of the East One-Half of said Southwest Quarter; thence North 00°42’14” East, along the West line of said East One-Half, 534.53 feet to a point on the South line of Lot 299, Woodneath Farms The Links-Second Plat, a subdivision of land in said Kansas City, Missouri; thence North 29°47’57” West, along the Westerly line of said Lot 299 and Lot 300, said Woodneath Farms The Links-Second Plat, 128.27 feet to the Northwest corner of said Lot 300; thence North 66°44’24” East, along the North line of said Lot 300, 126.93 feet to the Northeast corner of said Lot 300; thence Northerly, along the Easterly line of Lots 301 and 302, said Woodneath Farms The Links-Second Plat., on a curve to the right having an Initial Tangent Bearing of North 23°15’36” West, a radius of 455.00 feet, a central angle of 18°55’24”, an arc distance of 150.27 feet to the Northeast corner of said Lot 302; thence South 85°39’48” West, along the North line of said Lot 302, 13.47 feet to a point on the West line of said East One-Half, thence North 00°42’14” East, along said West line, 1256.44 feet to a point on the South line of Lot 257, Woodneath Farms The Links-First Plat, a subdivision of land in said Kansas City, Missouri; thence North 80°54’28” East, along the South line of said Lot 257, 20.26 feet to the Southwest corner of Lot 258, said Woodneath Farms The Links-First Plat; thence North 14°11’40” West, along the West line of said Lot 258, 163.35 feet to the Northwest corner of said Lot 258; thence North 35°30’55” West, 53.88 feet to the said Southwest Corner of Lot 239, said Woodneath Farms The Links-First Plat; thence Easterly, along the South line of said Lot 239, on a curve to the left, having an Initial Tangent Bearing of North 76°57’25” East, a radius of 975.00 feet, a central angle of 05°18’38”, an arc distance of 90.37 feet to the
Southwest corner of Lot 238, said Woodneath Farm The Links-First Plat; thence North 18°21'13" West, along the West line of said Lot 238, 228.65 feet to the Northwest corner thereof; thence North 48°51'43" East, along the North line of said Lot 238, 56.21 feet to a point on the West line of said East One-Half; thence North 00°42'15" East, along said West line 20.00 feet to the Northwest corner of the East One-Half of said Southeast Quarter; thence North 88°26'38" West, along the South line of the Northeast Quarter of said Section 3, 1295.79 feet to the Southwest corner of said Northeast Quarter; thence North 00°00'28" West, along the West line of said Northeast Quarter, 2593.30 feet to the Northwest corner of said Northeast Quarter; thence North 89°18'34" West, along the South line of the Southwest Quarter of Section 34, Township 52 North, Range 32 West, 2580.78 feet to the Southwest corner of said Southwest Quarter; thence North 00°55'27" West, along the West line of said Northeast Quarter, 2638.31 feet to the Southwest Corner of the Northeast Quarter of said Section 34; thence North 89°49'54" West, 46.00 feet to the West Right-of-Way line of North Eastern Avenue as now established; thence North 00°25'34" East, along said West Right-of-Way line, 408.30 feet; thence Northerly, along said West Right-of-Way line, on a curve to the right, tangent to the last described course, having a radius of 1146.00 feet, a central angle of 28°04'29", an arc distance of 561.54 feet; thence North 28°30'03" East, along said West Right-of-Way line, 211.54 feet; thence Northerly, along said West Right-of-Way line, on a curve to the left, tangent to the last described course, having a radius of 934.00 feet, a central angle of 46°01'20", an arc distance of 750.23 feet; thence North 17°31'17" West, along said West Right-of-Way line, 785.66 feet to a point on the South line of the Southwest Quarter of said Section 27; thence North 89°30'00" West, along said South line, 10.41 feet to the Southeast corner of the Southeast Quarter of said Section 28; thence North 89°11'20" West, along the South line of said Southeast Quarter, 1,321.58 feet to the Southwest corner of the East One-Half of said Southeast Quarter; thence North 00°28'42" East, along the West line of said East One-Half, 1,319.69 feet to the Southwest corner of the Northwest Quarter of said Southeast Quarter; thence North 88°53'08" West, along the South line of the Northwest Quarter of said Southeast Quarter, 1,320.56 feet to the Southeast corner of the North One-Half of the Northwest Quarter of said Section 28; thence North 89°27'09" West, along the South line of said North One-Half, 2,631.23 feet to the Southeast corner of the Northeast Quarter of said Section 29; thence North 89°39'10" West, along the South line of said North One-Half, 2,637.58 feet to the Southwest Corner of said North One-Half; thence South 00°42'59" West, along the East line of the Southwest Quarter of said Section 29, 355.36 feet to the Southeast corner of a tract of land recorded in Book 2040 at Page 922 in the Clay County Recorder's Office; thence North 89°11'22" West, along the South line of said tract and also along the North line of Pine Grove Pointe 1st Plat, a subdivision of land in said Clay County, 2,078.59 feet to the Northwest corner of said Pine Grove Pointe 1st Plat, being also a point on the East line of Pine Grove Limited 1st Plat, a subdivision of land in said Clay County; thence North 00°43'56" East, along said East line, 704.76 feet to the Northeast corner thereof; thence North 89°11'17" West, along the North line of said Pine Grove Limited 1st Plat, 487.16 feet to the Northwest corner thereof; thence South 00°29'56" West, along the Westerly line of said Pine Grove Limited 1st Plat, 858.42 feet; thence South 23°32'37" West, continuing along said Westerly line, 240.41 feet; thence North 66°27'23" West, continuing along said Westerly line, 100.19 feet; thence South 23°32'37" West, continuing along said Westerly line, 165.00 feet; thence South 43°23'27" West, continuing along said Westerly line 463.84 feet; thence South 20°17'31" West, continuing along said Westerly line, 223.30 feet to the Southwest corner of said Pine Grove.
Limited 1st Plat; thence continuing South 20°17’31" West, 172.52 feet; thence North 89°42’57" West, 672.97 feet; thence North 00°19’13" East, 235.03 feet to point on the South line of the Southeast Quarter of said Section 30; thence North 89°42’57" West, along said South line, 178.60 feet; thence Northeasterly, along a curve to the right, having an initial tangent bearing of North 31°04’01" West, with a radius of 1,600.00 feet, a central angle of 06°32’57" and an arc distance of 182.89 feet; thence North 24°31’04" West, tangent to the last described course, 708.07 feet; thence Northwesterly, along a curve to the left, tangent to the last described course, with a radius of 1,500.00 feet, a central angle of 33°45’10" and an arc distance of 883.65 feet; thence North 31°43’46" East, 200.00 feet; thence North 30°00’39" East, 24.80 feet; thence Northeasterly, along a curve to the right, being tangent to the last described course, with a radius of 1,850.00 feet, a central angle of 24°55’53" and an arc distance of 805.00 feet; thence North 35°01’27" West, 100.00 feet; thence Easterly, along a curve to the right, having an initial tangent bearing of North 54°58’32" East, with a radius of 1,950.00 feet, a central angle of 35°21’26" and an arc distance of 1,203.34 feet; thence South 89°40’02" East, 723.60 feet; to a point on the West line of the Northwest Quarter of said Section 29; thence North 00°29’35" East, along said West line, 2,577.42 feet to the Northwest corner of said Northwest Quarter; thence South 89°22’14" East, along the North line of said Northwest Quarter, 1,768.35 feet to the Northwest corner of the East 26.50 acres of the Northeast Quarter of said Northwest Quarter; thence South 00°27’37" West, along the West line of the East 26.50 acres of said Northwest Quarter, 1,316.01 feet to the Southwest corner of the East 26.50 acres of said Northwest Quarter; thence South 89°31’56" East, along the South line of the Northeast Quarter of said Northwest Quarter, 875.82 feet to the Southwest corner of the Northeast Quarter of the Northeast Quarter of said Section 29; thence South 89°32’06" East, along the South line of the Northwest Quarter of said Northeast Quarter, 1,133.08 feet to the Southeast corner of the West 35.00 acres of the Northwest Quarter of said Northeast Quarter; thence North 00°27’08" East, along the East line of the West 35.00 acres of the Northwest Quarter of said Northeast Quarter, 488.58 feet to the Southwest corner of a tract of land recorded in Book 6245 at Page 144 in the Clay County Recorder’s Office; thence South 89°22’14" East, along the South line of said tract, 1,509.75 feet to a point on the West line of the Northwest Quarter of said Section 28; thence South 00°27’08" West, along said West line, 1,760.20 feet to a point on the Westerly prolongation of the North Right-of-Way line of Northeast 108th Street, as now established; thence South 89°35’14" East, along said right-of-way line , 2,622.45 feet to a point on the West line of the Northeast Quarter of said Section 28; thence South 88°34’33" East, continuing along said Right-of-Way line, 2,592.60 feet to a point on the West Right-of-Way line of said North Eastern Avenue, thence North 00°25’42" East, along said West Right-of-Way line, 2625.26 feet; thence North 00°26’11" East, along said West Right-of-Way line 525.86 feet; thence North 02°59’51" West, along said West Right-of-Way line, 100.18 feet; thence North 00°26’11" East, along said Right-of-Way line, 84.61 feet; thence Northerly, along said West Right-of-Way line, on a curve to the left, tangent to the last described course, having a radius of 648.00 feet, a central angle of 20°08’54", an arc distance of 227.87 feet; thence North 19°42’43" West, along said West Right-of-Way line, 347.06 feet, thence Northerly, along said West Right-of-Way line, on a curve to the right, tangent to the last described course, having a radius of 552.00 feet, a central angle of 58°13’17", an arc distance of 560.92 feet; thence North 38°30’34" East, along said West Right-of-Way line, 124.10 feet to a point on the Westerly Right-of-Way line of Missouri Route 291, as now established; thence North 10°49’17" East, 90.35 feet to a point on the Easterly Right-of-Way line of
said Missouri Route 291; thence North 00°17’59” East along the West Right-of-Way line of
said North Eastern Avenue, 652.19 feet to a point on the South line of the Northeast
Quarter of Section 21, Township 52 North, Range 32 West, thence North 00°24’08” East,
along said West Right-of-Way line, 1212.76 feet; thence South 89°19’49” East, 60.00 feet
to a point on the East Right-of-Way line of said North Eastern Avenue; thence South
00°24’08” West, along said East Right-of-Way line, 1212.43 feet to a point on the North
line of the Southwest Quarter of Section 22, Township 52 North, Range 32 West; thence
South 00°17’59” West, along said East Right-of-Way line, 750.27 feet to the centerline of
said Missouri Route 291; thence South 51°29’26” East, along said centerline, 932.09 feet;
thence Southeasterly, along said centerline, on a curve to the left, tangent to the last
described course, having a radius of 22,918.31 feet, a central angle of 01°21’59”, an arc
distance of 546.50 feet; thence South 52°51’25” East, along said centerline, 4295.43 feet;
thence Southeasterly, along said centerline, on a curve to the right, tangent to the last
described course, having a radius of 5729.58 feet, a central angle of 29°50’37”, an arc
distance of 2984.35 feet; thence South 23°00’48” East, along said centerline, 1654.25 feet;
thence North 66°59’12” East, departing said centerline, 66.00 feet; thence South 77°15’07”
East, 341.34 feet; thence South 86°08’40” East, 87.19 feet; thence South 88°57’07” East,
131.06 feet; thence North 65°56’43” East, 60.00 feet; thence Northerly, along a curve to
the right having an Initial Tangent Bearing of North 24°03’17” West, a radius of 270.00
feet, a central angle of 47°51’26”, an arc distance of 225.52 feet; thence North 23°48’09”
East, 19.45 feet; thence South 66°11’51” East, 75.36 feet; thence North 82°27’54” East,
294.59 feet; thence North 88°04’43” East, 70.35 feet; thence South 86°40’59” East, 217.62
feet; thence South 00°27’53” West, 44.20 feet; thence Easterly, along a curve to the right,
having an Initial Tangent Bearing of North 79°35’55” East, a radius of 740.00 feet, a
central angle of 10°51’58”, an arc distance of 140.34 feet; thence South 89°32’07” East,
165.50 feet; thence South 00°27’53” West, 80.00 feet; thence North 89°32’07” West,
165.50 feet; thence Westerly, along a curve to the left, tangent to the last described course,
having a radius of 660.00 feet, a central angle of 14°26’01”, an arc distance of 166.26 feet;
thence South 00°27’53” West, 297.43 feet; thence South 21°27’59” East, 220.36 feet;
thence South 66°59’12” West, 236.07 feet; thence South 23°00’48” East, 50.00 feet;
thence Southerly, along a curve to the left, having an Initial Tangent Bearing of South
66°59’12” West, a radius of 15.00 feet, a central angle of 89°59’33”, an arc distance of
23.56 feet; thence South 66°59’12” West, 60.00 feet; thence South 23°00’48” East, 238.05
feet; thence Southeasterly, along a curve to the left, tangent to the last described course,
having a radius of 330.00 feet, a central angle of 05°17’56”, an arc distance of 30.52 feet;
thence Southwesterly, along a curve to the right, having a common tangent with the last
described course, having a radius of 15.00 feet, a central angle of 76°35’32”, an arc
distance of 20.05 feet; thence South 48°16’48” West, 631.95 feet; thence South 66°59’12”
West, 177.72 feet to a point on the centerline of the aforementioned Missouri Route 291;
then South 23°00’48” West, along said centerline, 2006.69 feet; thence Southeasterly,
along said centerline, on a curve to the left, tangent to the last described course, having a
radius of 1145.92 feet, a central angle of 20°17’43”, an arc distance of 405.91 feet; thence
North 14°46’33” East, 281.76 feet; thence South 72°03’27” East, 377.00 feet; thence
South 14°46’33” West, 410.97 feet to a point on the centerline of said Missouri Route 291;
thence Southeasterly, along said centerline, on a curve to the left, having an Initial Tangent
Bearing of South 63°40’40” East, a radius of 1145.92 feet, a central angle of 07°01’12”, an
arc distance of 140.40 feet; thence South 70°41’48” East, along said centerline, 1078.10
feet; thence Southeasterly, along said centerline on a curve to the right, tangent to the last
described course, having a radius of 7639.44 feet, a central angle of 02°37'33"", an arc distance of 350.12 feet to its intersection with the West line of the Southwest Quarter of Section 36, Township 52 North, Range 32 West; thence North 00°52'03" East, along said West line, 989.20 feet to the Southwest corner of Tract G, Amber Lakes-First Plat, a subdivision of land in Kansas City, Clay County, Missouri; thence South 74°47'21" East, along the South line of said Tract G, 421.27 feet to a point on the West Right-of-Way line of North Cedar Avenue; thence South along said West Right-of-Way line, on a curve to the left; having an Initial Tangent Bearing of South 05°11'16" West, a radius of 805.00 feet, a central angle of 05°14'17", an arc distance of 73.60 feet; thence South 00°03'02" East along said West Right-of-Way line, 313.21 feet; thence South 85°34'19" East, along the South line of Lots 1 thru 5 and its prolongation West, Amber Meadows-First Plat, a subdivision of land in said Kansas City, Missouri, 393.06 feet; thence North 89°56'58" East, along the South line of Lots 5, 6, 7 and 8, said Amber Meadows-First Plat, 250.00 feet to the Northwest corner of Tract A, said Amber Meadows-First Plat; thence South 37°46'53" East, along the West line of said Tract A, and its prolongation South, 414.12 feet to a point on the East Right-of-Way line of North Ash Avenue, as now established; thence North 38°09'33" East, along the East Right-of-Way line of said North Ash Avenue, 46.88 feet; thence Northeasterly, along said Right-of-Way line, on a curve to the right, tangent to the last described course, having a radius of 675.00 feet, a central angle of 13°15'08"", an arc distance of 156.12 feet to the Northwest corner of Lot 14, said Amber Meadows-First Plat; thence South 37°46'53" East, along the West line of said Lot 14, 178.82 feet to the Southwest corner thereof; thence North 64°15'23" East, along the South line of said Lot 14 and the South line of Lots 15 and 16, said Amber Meadows-First Plat, 218.42 feet; thence North 81°26'01" East, along the South line of Lots 17 and 18, said Amber Meadows-First Plat, 122.14 feet; thence South 89°19'47" East, along the South line of Tract C and Lots 19 thru 24, said Amber Meadows-First Plat, 500.53 feet; thence South 00°33'25" West along the Kansas City, Missouri City Limits line, 880.62 feet to a point on the Northerly Right-of-Way line of Missouri Route A, as now established; thence Southwesterly, along said Northerly Right-of-Way line, on a curve to the left, having an Initial Tangent Bearing of South 68°08'34" West, a radius of 636.62 feet, a central angle of 14°22'34", an arc distance of 159.73 feet; thence South 53°46'34" West, along said Northerly Right-of-Way line, 224.74 feet to its intersection with the North Right-of-Way line of said Missouri Route 291; thence North 65°20'43" West, along said North Right-of-Way line, 540.07 feet; thence North 66°56'13" West, along said North Right-of-Way line, 473.66 feet; thence South 26°05'19" West, along said North Right-of-Way line 15.00 feet; thence North 63°50'54" West, along said North Right-of-Way line, 562.04 feet; thence Northwesterly, along said North Right-of-Way line, on a curve to the left, tangent to the last described course, having a radius of 7699.44 feet, a central angle of 03°39'06"", an arc distance of 490.72 feet; thence South 59°49'05" West, 125.49 feet to the Intersection of the South Right-of-Way line of said Missouri Route 291 with the East line of the Southeast Quarter of Section 35, Township 52 North, Range 32 West; thence South 00°52'03" West, along said East line 785.10 feet to the Southeast corner of said Southeast Quarter; thence North 89°25'41" West, along the South line of said Southeast Quarter, 172.15 feet to the Point of Beginning. Containing 3,480.97 acres, more or less.
The following will be designated as a Benefit Area:

**Exceptions to overall description for Shoal Creek TIF**

Except all that part of Section 2 and 11, Township 51 North, Range 32 West and the Southwest and Southeast Quarters of Section 35, Township 52 North, Range 32 West, Kansas City, Clay County, Missouri, being described as follows: Beginning at the Northeast corner of the Northeast Quarter of said Section 2; thence South 00°45'54" West, along the East line of said Northeast Quarter, 2671.92 feet to the Northeast corner of the Southeast Quarter of said Section 2; thence South 00°40'10" West, along the East line of said Southeast Quarter 820.42 feet; thence South 66°13'00" West, 380.36 feet; thence South 30°30'17" West, 123.26 feet; thence South 10°47'05" West, 151.12 feet; thence South 12°38'56" West, 242.05 feet; thence South 50°09'40" West, 508.23 feet; thence South 60°48'38" West, 684.29 feet; thence South 27°39'00" West, 473.91 feet; thence South 84°53'55" West, 124.34 feet; thence South 21°07'04" West, 224.83 feet; thence South 44°48'03" West, 60.00 feet; thence North 49°22'03" West, 57.39 feet; thence Northerly, along a curve to the left, tangent to the last described course having a radius of 370.00 feet, a central angle of 14°11'40"", an arc distance of 91.66 feet; thence South 35°51'13" West, 66.79 feet; thence South 50°08'11" West, 326.81 feet; thence South 44°45'11" West, 426.64 feet to a point on the West line of the Northeast Quarter of Section 11, Township 51 North, Range 32 West; thence North 00°26'45" East, along said West line, 679.15 feet to the Southwest corner of the Southeast Quarter of said Section 2; thence North 00°26'54" East, along the West line of said Southeast Quarter, 2611.04 feet to the Southwest Corner of the Northeast Quarter of said Section 2; thence North 00°27'01" East, along the West line of said Northeast Quarter, 1331.52 feet; thence Northerly, along the centerline of Northeast Flintlock Road, as now established, on a curve to the left, tangent to the last described course, having a radius of 1950.00 feet, a central angle of 10°32'44", an arc distance of 358.91 feet; thence North 10°05'41" West, along said centerline, 1063.09 feet to its intersection with the centerline of Northeast 96th Street, as now established; thence Northeast, along the centerline of Northeast Flintlock Road, on a curve to the left, having an Initial Tangent Bearing of North 79°54'21" East, a radius of 1700.00 feet, a central angle of 49°26'26", an arc distance of 1466.93 feet; thence North 30°27'55" East, along said centerline, 589.63 feet to its intersection with the centerline of Missouri Route 291 as now established; thence South 63°40'36" East along said centerline, 96.84 feet; thence Southeasterly along said centerline, along a curve to the left, along said centerline tangent to the last described course, having a radius of 1145.92 feet, a central angle of 07°01'12", an arc distance of 140.40 feet; thence South 70°41'48" East, along said centerline, 1078.10 feet; thence Southeasterly, along said centerline, on a curve to the right, tangent to the last described course, having a radius of 7639.44 feet, a central angle of 02°37'33", an arc distance of 350.12 feet, to its intersection with the East line of the Southeast Quarter of said Section 35; thence South 00°52'03" West, along said East line, 828.40 feet to the Southeast corner of said Southeast Quarter; thence North 89°25'41" West, along the South line of said Southeast Quarter, 172.15 feet to the Point of Beginning. Containing 345.82 acres, more or less.
Also, except all that part of Section 2 and Section 3, Township 51 North, Range 32 West, Kansas City, Clay County, Missouri, being described as follows: Beginning at the Southeast corner of the Southeast Quarter of said Section 3; thence North 88°09'58" West, along the South line of the Southeast Quarter of said Section 3, 1304.64 feet to the Southwest corner of the East One-Half of said Southeast Quarter; thence North 00°42'14" East, along the West line of said East One-Half of said Southeast Quarter, 534.53 feet to a point on the South line of Lot 299, Woodneath Farms, The Links-Second Plat, a subdivision of land in said Kansas City, Missouri; thence North 29°47'57" West, along the Westerly line of said Lot 299 and Lot 300, said Woodneath Farms, The Links-Second Plat, 178.27 feet to the Northwest corner of said Lot 300; thence North 66°44'24" East, along the North line of said Lot 300, 126.93 feet to the Northeast corner of said Lot 300; thence Northerly, along the Easterly line of Lots 301 and 302, said Woodneath Farms, The Links-Second Plat, on a curve to the right, having an Initial Tangent Bearing of North 23°15'36" West, a radius of 455.00 feet, a central angle of 18°55'24", an arc distance of 150.27 feet to the Northeast corner of said Lot 302; thence South 85°39'48" West, along the North line of said Lot 302, 13.47 feet to a point on the West line of said East One-Half; thence North 00°42'14" East, along said West line, 1256.44 feet to a point on the South line of Lot 257, Woodneath Farms, The Links-First Plat, a subdivision of land in said Kansas City, Missouri, thence North 80°54'28" East, along the South line of said Lot 257, 20.26 feet to the Southwest corner of Lot 258, said Woodneath Farms, The Links-First Plat; thence North 14°11'40" West, along the West line of said Lot 258, 163.35 feet to the Northwest corner of said Lot 258; thence North 35°30'55" West, 53.88 feet to the Southwest Corner of Lot 239, said Woodneath Farms, The Links-First Plat; thence Easterly, along the Southerly line of said Lot 239, on a curve to the left, having an Initial Tangent Bearing of North 76°57'25" East, a radius of 975.00 feet, a central angle of 05°18'38", an arc distance of 90.37 feet to the Southwest corner of Lot 238, said Woodneath Farms, The Links-First Plat; thence North 18°21'13" West, along the West line of said Lot 238, 228.65 feet to the Northwest corner thereof; thence North 48°51'43" East, along the North line of said Lot 238, 56.21 feet to a point on the West line of said East One-Half; thence North 00°42'15" East, along said West line, 20.00 feet to the Northwest corner of the East One-Half of said Southeast Quarter; thence South 88°24'28" East, along the North line of said Southeast Quarter, 1295.81 feet to the Southwest corner of the Northwest Quarter of said Section 2; thence North 00°24'58" East, along the West line of said Northwest Quarter, 2675.10 feet to the Northwest corner of said Northwest Quarter; thence South 89°37'42" East, along the North line of said Southeast Quarter, 111.62 feet to the Southwest corner of Section 35, Township 52 North, Range 32 West; thence North 00°31'54" East, along the West line of said Southwest Quarter, 408.26 feet to its intersection with the centerline of Northeast 96th Street, as now established; thence Easterly, along said centerline, on a curve to the right, having an Initial Tangent Bearing of North 85°09'11" East, a radius of 1282.00 feet, a central angle of 20°33'33", an arc distance of 460.02 feet; thence South 74°17'16" East, along said centerline, 1066.21 feet; thence Easterly, along said centerline, on a curve to the left, tangent to the last described course, a radius of 1700.00 feet, a central angle of 25°48'23", an arc distance of 765.69 feet to its intersection with the centerline of Northeast Flintlock Road, as now established; thence South 10°05'41" East, along the centerline of said Northeast Flintlock Road, 1063.09 feet; thence Southerly, along said centerline, on a curve to the right, tangent to the last described course, having a radius of 1950.00 feet, a central angle of 10°32'44", an arc distance of 358.91 feet to its intersection with the East line of the Northwest Quarter of said Section 2; thence South 00°27'01" West, along said
East line, 1331.52 feet to the Southeast corner of said Northwest Quarter; thence South 00°26'54" West, along the East line of the Southwest Quarter of said Section 2, 1551.04 feet; thence North 89°24'22" West, 1049.33 feet; thence South 00°26'54" West, 185.00 feet; thence North 89°24'22" West, 419.21 feet; thence South 00°26'54" West, 875.00 feet to its intersection with the South line of said Southwest Quarter; thence North 89°24'22" West, along said South line, 1115.47 feet to the Point of Beginning. Containing 364.54 acres, more or less.

Also, except all that part of Section 35, Township 52 North, Range 32 West, being described as follows: Beginning at the Northwest corner of the Northwest Quarter of said Section 35; thence South 89°33'00" East, along the North line of said Northwest Quarter, 1778.56 feet to its intersection with the centerline of Missouri Route 291, as now established; thence South 23°00'48" East, along said centerline, 593.71 feet; thence Southwesterly, along said centerline, 3647.90 feet; thence Southeasterly, along said centerline, on a curve to the left, tangent to the last described course, having a radius of 1145.92 feet, a central angle of 35°49'51", an arc distance of 716.62 feet to its intersection with the centerline of Northeast Flintlock Road, as now established; thence South 30°27'55" West, along said centerline, 593.71 feet; thence Southwesterly, along said centerline, on a curve to the right, tangent to the last described course, having a radius of 1700.00 feet, a central angle of 75°14'50", an arc distance of 2232.63 feet; thence North 74°17'16" West, along the centerline of Northeast 96th Street, as now established, 1066.21 feet; thence Westerly, along said centerline, on a curve to the left, tangent to the last described course, having a radius of 1282.00 feet, a central angle of 20°33'43", an arc distance of 460.07 feet to its intersection with the West line of the Southwest Quarter of said Section 35; thence North 00°31'26" East, along said West line, 2225.93 feet to the Southwest corner of the Northwest Quarter of said Section 35; thence North 00°28'26" East, along the West line of said Northwest Quarter, 2632.69 feet to the Point of Beginning. Containing 325.07 acres more or less.

Also, except all that part of Section 33 and 34, Township 52 North, Range 32 West, being described as follows: Beginning at the Northwest corner of the Northeast Quarter of said Section 34; thence South 89°32'55" East, along the North line of said Northeast Quarter, 2660.63 feet to the Northeast corner of said Northeast Quarter; thence South 00°28'26" West, along the East line of said Northeast Quarter, 2632.69 feet to the Northeast corner of the Southeast Quarter of said Section 34; thence South 00°31'26" West, along the East line of said Southeast Quarter, 2225.93 feet to its intersection with the centerline of Northeast 96th Street, as now established; thence Southwesterly, along said centerline, on a curve to the left, having an Initial Tangent Bearing of South 85°09'01" West, a radius of 1282.00 feet, a central angle of 21°03'16", an arc distance of 471.10 feet; thence Southwesterly, on a curve to the right, having a common tangent with the last described course, a radius of 1282.00 feet, a central angle of 23°55'31", an arc distance of 535.33 feet; thence North 01°52'45" East, along the East line of Benson Place Commons-First Plat, a subdivision of land in said Kansas City, Missouri and its prolongation South, 90.16 feet; thence North 21°05'42" East, along said East line, 328.62 feet to the Northeast corner thereof; thence North 57°47'50" West, along the North line of said Benson Place Commons-First Plat, 96.06 feet; thence North 65°29'34" West, along said North line of said Benson Place Commons-First Plat, 634.07 feet to the Southeast corner of Lot 4, Benson Place-First Plat,
a subdivision of land in said Kansas City, Missouri; thence South 87°47′37″ West, along the South line of said Benson Place-First Plat, 108.86 feet; thence South 75°00′42″ West, along said South line and the South line of Benson Place-Second Plat, a subdivision of land in said Kansas City, Missouri, 569.40 feet; thence South 89°07′25″ West, along said South line, 140.25 feet; thence North 76°53′28″ West, along said South line, 361.38 feet; thence South 72°12′31″ West, along said South line and its prolongation West, 137.49 feet to a point on the West Right-of-Way line of North Tullis Drive, as now established; thence South 15°37′32″ East, along said West Right-of-Way line, 40.26 feet; thence Southerly, along said West Right-of-Way line, on a curve to the right, tangent to the last described course, having a radius of 488.00 feet, a central angle of 18°37′22″, an arc distance of 158.61 feet; thence South 02°59′50″ West, along said West Right-of-Way line, 58.36 feet; thence South along said West Right-of-Way line, on a curve to the left tangent to the last described course, having a radius of 512.00 feet, a central angle of 03°03′21″, an arc distance of 27.31 feet; thence South 00°03′31″ East, along said West Right-of-Way line and its prolongation South 280.53 feet to its intersection with the centerline of said Northeast 96th Street; thence North 88°55′31″ West, along said centerline, 766.20 feet; thence Westerly, along said centerline, on a curve to the left, tangent to the last described course, having a radius of 2864.79 feet, a central angle of 06°30′03″, an arc distance of 325.04 feet to its intersection with the West line of the East One-Half of the Southwest Quarter of said Section 34; thence North 00°46′59″ East, along said East line, 2518.74 feet to the Northwest corner of said East One-Half; thence North 89°17′45″ West, along the South line of the Northwest Quarter of said Section 34, 1319.26 feet to the Southwest corner of said Northwest Quarter; thence North 89°49′54″ West, along the South line of the Northeast Quarter of said Section 33, 46.00 feet to the West Right-of-Way line of North Eastern Avenue, as now established; thence North 00°25′34″ East, along said West line, 408.30 feet; thence Northerly, along said West Right-of-Way line, on a curve to the right, tangent to the last described course, having a radius of 1146.00 feet, a central angle of 28°04′29″, an arc distance of 561.54 feet; thence North 28°30′03″ East, along said West Right-of-way line, 211.54 feet; thence Northerly, along said West Right-of-Way line, on a curve to the left, tangent to the last described course, having a radius of 934.00 feet, a central angle of 46°01′20″, an arc distance of 750.23 feet; thence North 17°31′17″ West, along said West Right-of-Way line, 785.72 feet to its intersection with the North line of the Northwest Quarter of said Section 34; thence South 89°30′00″ East, along said North line 2615.04 feet to the Point of Beginning. Containing 509.21 acres, more or less.

Also, except all that part of Sections 26, 27 and 28, all in Township 52 North, Range 32 West, Kansas City, Clay County, Missouri, being described as follows: Beginning at the Southeast corner of the Southeast Quarter of Section 27, Township 52 North, Range 32 West; thence North 89°32′55″ West, along the South line of said Southeast Quarter, 2660.94 feet to the Southeast corner of the Southwest Quarter of said Section 27; thence North 89°30′00″ West, along the South line of said Southwest Quarter, 2615.04 feet to the West Right-of-Way line of North Eastern Avenue, as now established; thence North 17°31′17″ West, along said West Right-of-Way line, 1018.68 feet; thence Northerly, along said West Right-of-Way line, on a curve to the right, tangent to the last described course, having a radius of 1296.00 feet, a central angle of 44°30′46″, an arc distance of 1006.86 feet; thence North 26°59′29″ East, along said West Right-of-Way line, 214.39 feet; thence Northerly, along said West Right-of-Way line on a curve to the left, tangent to the last
described course, having a radius of 854.00 feet, a central angle of 26°34'27", an arc
distance of 396.09 feet; thence North 00°25'02" East, along said West Right-of-Way line,
20.78 feet; thence Northwesterly, along said Westerly Right-of-Way line, on a curve to the
left, tangent to the last described course, having a radius of 25.00 feet, a central angle of
89°00'53", an arc distance of 38.84 feet; thence North 01°25'21" East, 58.97 feet to a point
on the North line of the Southeast Quarter of said Section 28; thence South 88°34'39"
East, along said North line, 67.15 feet to the Northwest corner of the Southwest Quarter of
said Section 27, thence South 89°30'45" East along the North line of said Southwest
Quarter; 2632.68 feet to the Northwest corner of the Southwest Quarter of said Section 27;
thence South 89°30'45" East, along the North line of said Southeast Quarter 2640.21 feet to
the Northwest corner of the Southwest Quarter of said Section 26; thence South
89°35'49" East, along the North line of said Southwest Quarter, 453.20 feet to its
intersection with the centerline of Missouri Route 291, as now established; thence
Southeasterly, along said centerline, on a curve to the right, having an Initial Tangent
Bearing of South 37°34'46" East, a radius of 5729.58 feet, a central angle of 14°33'58", an
arc distance of 1456.60 feet; thence South 23°00'48" East, along said centerline, 1500.26
feet to its intersection with the South line of said Southwest Quarter; thence North
89°33'00" West, along said South line, 1778.52 feet to the Point of Beginning. Containing
401.94 acres, more or less.

Also except, all that part of Section 21, 22, 27 and 28, all in Township 52 North, Range 32
West, Kansas City, Clay County, Missouri, being described as follows: Beginning at the
Southeast corner of the Northwest Quarter of said Section 27; thence North 89°30'45"
West, along the South line of said Northwest Quarter, 2632.68 feet to the Southwest corner
of said Northwest Quarter; thence North 88°34'39" West, along the South line of the
Northeast Quarter of said Section 28, 46.01 feet to a point on the West Right-of-Way line
of North Eastern Avenue, as now established; thence North 00°25'42" East, along said
West Right-of-Way line, 2654.98 feet to a point on the South line of the Southeast Quarter of
said Section 21; thence North 00°26'11" East, along said West Right-of-Way line, 458.65 feet;
thence North 58°04'07" East, along the North line of Auburn Patio Homes, a
subdivision of land in said Kansas City, Missouri, and its prolongation Southwest, 301.03
feet; thence South 89°43'18" East, along said North line, 222.86 feet; thence North
24°01'04" East, along said North line, 212.15 feet; thence North 58°04'07" East, along said
North line and its prolongation Northeast, 569.80 feet to its intersection with the centerline
of Missouri Route 291, as now established; thence Southeasterly, along said centerline, on a
curve to the left, having an Initial Tangent Bearing of South 52°14'33" East, a radius of
22918.31 feet, a central angle of 00°36'52", an arc distance of 245.74 feet; thence South
52°51'25" East, along said centerline, 4295.43 feet; thence Southeasterly, along said
centerline, on a curve to the right, tangent to the last described course, having a radius of
5729.58 feet; a central angle of 00°59'05", an arc distance of 98.46 feet; thence South 43°59'15" West, along the East line of Brooke Ridge First Plat, a subdivision of land in said
Kansas City, Missouri and its prolongation Northeast, 501.39 feet; thence South 33°59'15"
West, along said East line, 380.00 feet; thence South 11°59'15" West, along said East line,
280.00 feet; thence South 00°29'15" West, 50.00 feet to a point on the South line of the
Northeast Quarter of said Section 27; thence North 89°30'45" West, along said South line,
1470.93 feet to the Point of Beginning. Containing 276.97 acres, more or less.
Amendment No. 8:

Exhibit 2
Site Plan
Amendment No. 10:

Exhibit 3A
Proposed Road Improvements
# Shoal Creek TIF Completed and Potential Improvements Legend

<table>
<thead>
<tr>
<th>Project</th>
<th>Type</th>
<th>Road Color</th>
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<tbody>
<tr>
<td>Improvements Completed and Under Construction</td>
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<tr>
<td>NE 76th ST: North Lanes I-435 to N Brighton Ave</td>
<td>2 Lane</td>
<td>2 Lane Road</td>
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<tr>
<td>NE 76th ST: I-435 to Shoal Creek Pkwy</td>
<td>4 Lane Bridge</td>
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<tr>
<td>I-35 / Hwy 291 Intersection (TIF Share)</td>
<td>N/A</td>
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<td>NE 108th ST: N Smalley Ave to I-435</td>
<td>2 Lane</td>
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<td>NE 76th Box Culvert</td>
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<td>NE 108th ST: I-435 to Shoal Creek Pkwy</td>
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<td>NE 104th ST: Hwy 291 to A Hwy</td>
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<td>NE 76th ST: South Lanes I-435 to N Brighton Ave</td>
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<tr>
<td>Shoal Creek Pkwy: I-435 to N Brighton Ave</td>
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<tr>
<td>Shoal Creek Pkwy from NE 108th ST to NE Staley Road</td>
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<td>NE 76th ST: Creek to Shoal Creek Pkwy</td>
<td>2 Lane</td>
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<td>N Eastern Ave: NE 108th ST to Hwy 291</td>
<td>2 Lane</td>
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<td>Shoal Creek Prkwy Study: NE 100th ST to N Brighton Ave</td>
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Amendment No. 11:

Exhibit 4. Estimated Redevelopment Project Costs
Tenth Amendment to the Shoal Creek TIF Plan
Exhibit 4
Estimated Redevelopment Project Costs

<table>
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<tr>
<th>Project Costs</th>
<th>Reimbursable Costs</th>
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<tr>
<td>Commission Expenses</td>
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Street Improvements

A. Shoal Creek Parkway Construction
1. Hodge Park South to Interstate 435 (includes enhancements and lighting) 7,564,755 4,207,000
2. Hodge Park north to NE 96th Street 3,995,000 3,995,000
3. NE 96th Street West to Interstate 435 12,025,000 12,025,000
4. Interstate 435 West to N. Brighton 5,221,639 5,221,639
5. Interstate 435 West to N Pleasant Valley (Seary Creek Parkway) 10,000,000 4,400,000
6. NE 108th Street to Staley Road 4,877,808 4,877,808
Design of Seary Creek & Shoal Creek Parkways
Study from 108th to Brighton 100,000 100,000
Waterline 650,000
Subtotal for Shoal Creek Parkway 44,884,202 35,276,447

B. NE 72nd Street Between Gladstone CL to N. Brighton
3,800,000 3,800,000

C. Maplewoods Parkway between Indiana to Interstate 435
1. M-1 to N. Spruce (Along NE 80th Street) 4,550,000 4,550,000
2. NE 80th to NE 77th Street (Along N. Spruce) 2,630,000 2,300,000
3. NE 77th to N. Brighton Ave 6,620,000 6,620,000
4. N. Brighton to Seary Creek Parkway 26,300,000 8,450,000
5. N. Brighton Adjustments 150,000 150,000
Alignment of Maplewoods Parkway 132,000 132,000
Subtotal for Maplewoods Parkway 40,382,000 22,030,000

D. NE 76th Street/Soccer Drive
1. 650 feet west of Flinthill to Shoal Creek Parkway 5,900,000 5,900,000
2. Shoal Creek Parkway to N. Brighton 19,115,252 19,115,252
3. N. Brighton to Maplewoods Parkway 2,300,000 2,300,000
4. Box Culvert near Flinthill 1,855,134 1,055,134
5. Sidewalks: Shoal Creek Parkway to N Stark 400,000 400,000
Subtotal for NE 76th Street 29,570,386 28,770,386

E. NE 96th Street between Shoal Creek Pkwy and N. Flinthill Road
Waterline 119,417 119,417
Subtotal for NE 96th Street 5,915,537 5,265,537

F. North Flinthill Road
1. NE 96th Street to Missouri Route 152 6,268,743 4,496,000
2. Missouri Route 152 to NE 78th Street 6,271,475 5,137,200
3. Flinthill Flyover 27,000,000 1,198,000
Subtotal for N Flinthill Road 39,540,206 10,831,200

G. N. Brighton Avenue
1. Missouri Route 152 to NE 80th Street 2,164,482 1,804,000
2. 1941 linear feet south of NE 79th Street to N Pleasant Valley 16,600,000 16,600,000
3. N.E. 80th Street to a point 2700 linear feet south of N.E. 79th Street 2,287,028 2,098,624
4. N. Brighton Water line 122,631 122,631
5. SKW Design & Construction Services 51,142 51,142
Subtotal for N. Brighton Avenue 21,225,283 20,676,397

H. N. Eastern Avenue
1. Intersection of 291 & N Eastern Missouri Route 291, north approx 2,000 linear feet 1,225,433 1,100,433
2. South of Kellybrook Elementary School approx 2,000 linear feet 820,021 820,021
3. Shoal Creek Parkway Roundabout north approx 5,240 linear feet 3,686,763 2,531,763
4. NE 108th St to 291 1,938,433 1,938,433
Subtotal for N. Eastern Avenue 7,590,656 6,390,656

I. NE 108th Street
1. N Smalley ST to I-435 4,156,749 4,156,749
2. Interstate 435 west to Shoal Creek Parkway 6,461,000 4,611,000
Subtotal for NE 108th Street 10,617,749 8,767,749

J. I-35 and MO-291 Intersection
16,000,000 16,000,000

K. NE 104th Street from MO-291 to A Highway
3,300,000 3,300,000

Total $223,826,012 $148,310,386

Developer contributions for the paving of two lanes will reduce total reimbursable costs as shown here.

1. In addition, up to 5% of the annual PILOTs and EATs deposited in the Special Allocation Fund may be retained by the TIF Commission to cover incidental expenses incurred by the TIF Commission. This amount will be figured and allocated prior to allocation of any other reimbursable costs.

2. This amount is an estimated total budget for plan and project administration expenses to be reimbursed to the selected developer/consultants and the TIF Commission. The selected developer/consultants will submit annually a budget for plan and project administration expenses which will be reviewed and approved by the TIF Commission.

3. The City’s Public Works Department, Parks & Recreation Department or its agents will construct the specified road improvements. TIF will reimburse the costs associated with grading four lanes and paving two lanes of the roadway. Affected developer(s) will be financially responsible for paying cost of paving the remaining two lanes. In the event that the City or its agents are prepared to construct the specified road improvements and no affected developers are identified, TIF will be used to pay all the costs associated with the road improvements. When development occurs in the vicinity of the TIF-financed roadways, the affected developer(s) shall reimburse the costs of paving two lanes.

4. Costs of street improvements include the costs of medians, streetlighting, engineering, sidewalks, curbs and gutters, and enhancements. It is anticipated that right-of-way costs will be minimal.
### Amendment No. 12:

**Exhibit 5**

**A. Sources of Funds for All Estimated Redevelopment Project Costs**

1. Estimated Amount of Reimbursable Costs from EATs and PILOTs within Proposed Redevelopment Project Areas
   
   **$159,585,479**

2. Estimated Private Investment and other Sources within proposed Redevelopment Project Areas

   **$74,515,647**

**Total**

**$234,101,126**

**B. Bonds**

The total estimated amount of EATs & PILOTs over the life of the Plan available to reimburse project costs is $159,585,479. The Commission may dedicate part or all of this amount to help support the issuance of bonds to defray the cost of the projects. This Plan anticipates the issuance of bonds.
Amendment No. 13:

Exhibit 8: Supplement
Existing Conditions Study for the Shoal Creek Redevelopment Area

Prepared by the Tax Increment Financing Commission of Kansas City, Missouri
December 2010

I. Introduction

A. Purpose of the Supplemental Report

The purpose of this supplemental report is to support the finding that the expanded redevelopment area, as described in the Tenth Amendment to the Shoal Creek TIF Plan, qualifies as a Real Property Tax Increment Allocation Redevelopment Area. This report is intended to show that inclusion of property located generally along NE 108th Street and generally bounded by N Eastern Avenue on the east, Shoal Creek Parkway on the west does not significantly alter the predominant conditions within the Redevelopment Area and does not change the previous finding that the Redevelopment Area qualifies as an Economic Development Area.

B. Eligibility Criteria

The Real Property Tax Increment Allocation Redevelopment Act, Missouri Revised Statutes, Section 99.800 et seq., 1986, as amended (the “Act), provides that a Real Property Tax Increment Allocation Redevelopment Plan can be implemented by the Tax Increment Financing Commission if the governing body of a community determines by ordinance, that an area qualifies under the Act as:

1. a blighted area;
2. a conservation area; or
3. an economic development area; and

that the area has not been subject to growth and development through investment by private enterprise and would not reasonably be anticipated to be developed without the adoption of the Redevelopment Plan.

This report is intended to show evidence that the Redevelopment Area qualifies as an Economic Development Area. The Act defines an “Economic Development Area” as follows:

“Any area or portion of an area located within the territorial limits of a municipality, which does not meet the requirements of subdivision (1) and (2) of this section [99.805], and in which the governing body of the municipality finds that redevelopment is in the public interest because it will:

(a) Discourage commerce, industry or manufacturing from moving their operations to another state; or
(b) Result in increased employment in the municipality; or
(c) Result in preservation or enhancement of the tax base of the municipality;

II. Redevelopment Area
   A. General Location

The expanded Redevelopment Area is described as an irregular shaped area generally located along bounded on the north by NE 108th Street and Missouri Route 291, on the east by the Kansas City – Liberty city limits and Missouri Route 291, on the south by the Kansas City – Pleasant Valley city limits, and on the west by Indiana and N Eastern Avenue (the “Redevelopment Area”) in Kansas City, Clay County, Missouri (the “City”). The Tenth Amendment to the Plan provides for the expansion of the Shoal Creek Redevelopment Area to include property located generally along NE 108th Street and generally bounded by N Eastern Avenue on the east, Shoal Creek Parkway on the west.

B. Current Land Uses
That portion of the Redevelopment Area added as a part of the Tenth Amendment consists of approximately 715 acres of land including property located generally along NE 108th Street and generally bounded by N Eastern Avenue on the east, Shoal Creek Parkway on the west. Previously, the approved Redevelopment Area consisted of more than 7,900 acres comprised of undeveloped farmland, residential, retail, Hodge Park and Shoal Creek Golf Course. At the time of approval of the original plan, the Redevelopment Area lacked sanitary sewers, street improvements, water and natural gas service. The thoroughfares that existed within and through the Redevelopment Area consisted of Missouri 152 (Barry Road), N.E. 76th Street and a couple of gravel roads. Of these roads, only Missouri 152 was up to current road standard. There were few streets providing access within the area.

Much of the newly included property is vacant and undeveloped. The inclusion of said property does not change the finding that a predominance of the Redevelopment Area meets the criteria of an Economic Development Area as described in the Act.

III. Recommendations and Other Related City Actions
   A. The Major Street Plan

The Major Street Plan for the City of Kansas City, Missouri was approved by the City Council on November 27, 1991 by Ordinance No. 911308. Within the expanded Redevelopment Area, the Major Street Plan calls for construction of NE 108th Street and N Mersington/Indiana Ave as primary arterials, N Topping Ave as a secondary arterial and Shoal Creek Parkway as a boulevard.

B. Shoal Creek Valley Area Plan

The Shoal Creek Valley Area Plan was approved by the City Council on March 26, 1992 by Resolution No. 920048 and was last amended on February 25, 2010 by Resolution No. 100056. The Plan describes the lack of infrastructure in the northeast corner of the City. The goal regarding parkway/boulevard and parks planning is to “expand upon Kansas City’s existing system of parkways and boulevards with consideration to the newly proposed concept of the Kansas City Metropolitan Greenway System.”
IV. Report of Finding

The expansion of the Shoal Creek Redevelopment Area as described in the Tenth Amendment to the Shoal Creek TIF Plan does not change the qualification of said area as an Economic Development Area under the TIF Act. Even though land is being added to the existing Redevelopment Area, much of the newly included property is vacant and undeveloped at the time of the report. The inclusion of said property does not change the finding that a predominance of the Redevelopment Area meets the criteria of an Economic Development Area as described in the Act.
Amendment No. 14:

Exhibit 11B

Land Acquisition and Disposition
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NE 108th Street: I-435 east to N Smalley Ave
NE 108th ST: I-435 west to Shoal Creek Pkwy
Amendment No. 15:

Exhibit 12

Letters of Support
September 24, 2010

Shoal Creek TIF Commission
c/o The Economic Development Corporation
of Kansas City, Missouri
1100 Walnut, Suite 1700
Kansas City, MO 64106

Re: Improvements to M-291/I-35 Interchange
    Kansas City, Missouri

Dear Shoal Creek TIF Commission:

On September 20, 2010 the Board of Education for the Liberty Public School District passed a resolution in support of the M-291/I-35 Interchange Improvement Project, a copy of that Resolution is enclosed. The Resolution was proposed and passed as an expression of the District’s concern for the safety and convenience of the citizens of the City of Liberty and City of Kansas City as well as the patrons and students of the Liberty School District.

Thank you for your continuing support of the patrons, student and staff of the Liberty Public School District.

Sincerely,

[Signature]

Michael Brewer
Superintendent of Schools
A RESOLUTION IN SUPPORT FOR THE
M-291/I-35 INTERCHANGE IMPROVEMENT PROJECT

WHEREAS, significant growth and development has occurred in the Liberty/Kansas City area and primarily in the Shoal Creek TIF area located in Kansas City immediately adjacent to the M-291/I-35 interchange; and

WHEREAS, Liberty North High School opened August 18, 2010 and serves students from both Kansas City and Liberty; and

WHEREAS, Liberty North High School will continue to pressure the interchange, especially in coming years as the high school and surrounding areas in Kansas City and Liberty grow significantly; and

WHEREAS, as a direct result of the growth, increased congestion has occurred at the M-291/I-35 interchange substantially impacting its level of safety and service to the citizens of both Kansas City and Liberty, including students that attend Liberty North High School; and

WHEREAS, the City of Liberty has secured State and Federal Funding assistance in the amount of $9.4 million of the estimated $16.6 million cost of needed improvements to the interchange; and

WHEREAS, the City of Liberty alone cannot fund the local cost share estimated at $6 million without the assistance of the City of Kansas City; and

WHEREAS, the Kansas City Shoal Creek TIF Advisory Committee has recommended $3.0 million in funding for the M-291/I-35 interchange improvement project as part of the Shoal Creek TIF Commission's recommended projects to receive funding from the issuance of bonds; and

WHEREAS, it is imperative that Kansas City fund a portion of the local cost share needed to complete the project or the project may not be built; and

WHEREAS, the City of Liberty must enter into a funding agreement with MoDot on or before July 1, 2011 or the funding will be lost.

NOW, THEREFORE, BE IT RESOLVED by the Board of Education that the Liberty Public School District supports completion of the M-291/I-35 Interchange Improvement Project and requests that the City of Liberty, Kansas City and the Shoal Creek TIF Commission work together to that end.

PASSED by the Board of Education, Liberty Public Schools, Clay County, Missouri, this 20th day of September, 2010.

Board President

ATTEST:

Secretary, Board of Education