FOURTH AMENDMENT
TO THE
WINCHESTER TIF PLAN
TAX INCREMENT FINANCING PLAN
KANSAS CITY, MISSOURI

TIF Commission Approval:
May 11, 2005  5-11-05
Date Resolution No.

City Council Approval:
July 7, 2005  05-0617
Date Ordinance No.

Attached herewith is a true and correct copy of the
4th Amendment to Winchester TIF Plan that was approved by the Tax Increment
Financing Commission of Kansas City, Missouri, by Resolution No. 5-11-05, at a public hearing
that was duly noticed and held on 5/11/05.

Chairman
FOURTH AMENDMENT
TO THE
WINCHESTER CENTER
TAX INCREMENT FINANCING PLAN

I. Introduction

The Fourth Amendment to the Winchester Center Tax Increment Financing Plan (the “Fourth Amendment”) shall amend the Winchester Center Tax Increment Financing Plan as approved by the Ordinance No. 911435, on December 19, 1991 (referred to herein as the “Plan”), and subsequently amended by the Ordinance No. 9311651, on October 28, 1993, and the Ordinance No. 941181, on September 15, 1994, and the Ordinance No. 031366, on January 8, 2004. The Fourth Amendment shall provide for the Estimated Redevelopment Project Costs to accurately reflect current estimates. The intent of the Plan remains unchanged other than those changes specifically mentioned herein. Further, the Fourth Amendment corrects typographical errors in Exhibit 7 of the Plan and previous Amendments.

II. Plan Exhibit Amendments

Amendment No. 4: Delete the document entitled “Exhibit 7, Estimated Redevelopment Costs”, and insert in lieu thereof the attached document entitled “Exhibit 7, Estimated Redevelopment Costs”.

{File: \W2GOLIATH\DOCUMENTS\edc-docs\60\da\winches\10000048626.DOC}
### EXHIBIT 7

#### ESTIMATED REDEVELOPMENT COSTS

<table>
<thead>
<tr>
<th>Reimbursable Expenses</th>
<th>Breakdown (if applicable)</th>
<th>Amount</th>
<th>Type I Reimbursable Project Costs</th>
<th>Type II Reimbursable Project Costs</th>
<th>Type III Reimbursable Project Costs</th>
<th>Type IV Reimbursable Project Costs</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>1. Estimated Reimbursable Costs for Plan Implementation</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>A. Legal</td>
<td>$12,500</td>
<td>$12,500</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>B. Agenda</td>
<td>$2,000</td>
<td>$2,000</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>C. Staff Time</td>
<td>$28,000</td>
<td>$28,000</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>D. Miscellaneous</td>
<td>$4,000</td>
<td>$4,000</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>E. Administration</td>
<td>$33,000</td>
<td>$33,000</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>F. WBE/MBE Compl.</td>
<td>$75,000</td>
<td>$75,000</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>2. Estimated TIF Commission Fees</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>A. Final Development Plan Approval Fees (5.05 per sq. ft. of commercial space)</td>
<td></td>
<td>$61,680</td>
<td>$61,680</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>B. Land Acquisition Fees (@ 4% of estimated acquisition)</td>
<td></td>
<td>$29,600</td>
<td>$29,600</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>C. Offer to Purchase Fee (@ 1% of estimated acquisition)</td>
<td></td>
<td>$7,400</td>
<td>$7,400</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>TIF Reimbursable Costs SUBTOTAL:</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td>$253,180</td>
<td>$253,180</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

(Revised 12/10/03)
<table>
<thead>
<tr>
<th>Reimbursable Project Costs for Project Areas 1 Thru 12 and 14</th>
<th>Breakdown (if applicable)</th>
<th>Amount</th>
<th>Type I Reimbursable Project Costs</th>
<th>Type II Reimbursable Project Costs</th>
<th>Type III Reimbursable Project Costs</th>
<th>Type IV Reimbursable Project Costs</th>
</tr>
</thead>
<tbody>
<tr>
<td>3. Relocation ($500 x 2 residences)</td>
<td></td>
<td>$ 1,000</td>
<td>$ 1,000</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>4. Acquisition</td>
<td></td>
<td>$ 740,000</td>
<td>$ 490,000</td>
<td>$ 250,000</td>
<td></td>
<td></td>
</tr>
<tr>
<td>5. Demolition</td>
<td></td>
<td>$ 125,000</td>
<td>$ 75,000</td>
<td>$ 50,000</td>
<td></td>
<td></td>
</tr>
<tr>
<td>6. Infrastructure</td>
<td>A. Roadways</td>
<td>$ 1,968,852</td>
<td>$ 1,332,852</td>
<td>$ 636,000</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>B. Sanitary/Sewers</td>
<td>$ 489,000</td>
<td>$ 116,600</td>
<td>$ 372,400</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>C. Storm Sewers</td>
<td>$ 459,600</td>
<td>$ 309,800</td>
<td>$ 149,800</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>D. Utilities</td>
<td>$ 878,000</td>
<td>$ 378,000</td>
<td>$ 300,000</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>E. Water Mains</td>
<td>$ 150,600</td>
<td>$ 82,200</td>
<td>$ 68,400</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>F. Contingency</td>
<td>$ 584,000</td>
<td>$ 374,500</td>
<td>$ 210,000</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>G. Financing Costs</td>
<td>$ 827,000</td>
<td>$ 496,200</td>
<td>$ 330,800</td>
<td></td>
<td></td>
</tr>
<tr>
<td>7. Consultants</td>
<td>A. Legal</td>
<td>$ 325,000</td>
<td>$ 275,000</td>
<td>$ 50,000</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>B. Engineering</td>
<td>$ 654,000</td>
<td>$ 327,000</td>
<td>$ 327,000</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>C. Other</td>
<td>$ 100,000</td>
<td>$ 50,000</td>
<td>$ 50,000</td>
<td></td>
<td></td>
</tr>
<tr>
<td>8. Home Improvement Grant (65 residences @ max. of $3,000)</td>
<td></td>
<td>$ 195,000</td>
<td></td>
<td>$ 195,000</td>
<td></td>
<td></td>
</tr>
<tr>
<td>9. I-435 Interchange Improvements</td>
<td></td>
<td>$ 1,800,000</td>
<td></td>
<td>$ 1,800,000</td>
<td></td>
<td></td>
</tr>
<tr>
<td>10. 63rd Street Trafficway &amp; 67th St. Improvements</td>
<td></td>
<td>$ 2,000,000</td>
<td></td>
<td>$ 2,000,000</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>A. Project 2</td>
<td></td>
<td>B. Project 3</td>
<td></td>
<td>C. Project 5</td>
<td></td>
</tr>
<tr>
<td>----------------------------------------------------------------</td>
<td>-------------</td>
<td>---</td>
<td>-------------</td>
<td>---</td>
<td>-------------</td>
<td>---</td>
</tr>
<tr>
<td>Reimbursable Project Cost Projects 1 Thru 12 and 14 SUBTOTAL:</td>
<td>$15,265,680</td>
<td></td>
<td>$8,476,780</td>
<td></td>
<td>$2,989,400</td>
<td></td>
</tr>
</tbody>
</table>

Doc. # 48620
<table>
<thead>
<tr>
<th>Private Development</th>
<th>Breakdown (If applicable)</th>
<th>Amount</th>
<th>Type I Reimbursable Project Costs</th>
<th>Type II Reimbursable Project Costs</th>
<th>Type III Reimbursable Project Costs</th>
<th>Type IV Reimbursable Project Costs</th>
</tr>
</thead>
<tbody>
<tr>
<td>12. Hard Building Costs (estimated at $80 per sq. ft.)</td>
<td></td>
<td>$ 109,800,000</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>13. Land</td>
<td></td>
<td>$ 11,400,000</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Private Development Expenses SUBTOTAL:</td>
<td></td>
<td>$ 121,000,000</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Project Costs for Projects 1 Thru 12 and 14 TOTAL:</td>
<td></td>
<td>$ 271,594,072</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Project Costs for Project 13</td>
<td>Breakdown (if applicable)</td>
<td>Amount</td>
<td>Type I Reimbursable Project Costs</td>
<td>Type II Reimbursable Project Costs</td>
<td>Type III Reimbursable Project Costs</td>
<td>Type IV Reimbursable Project Costs</td>
</tr>
<tr>
<td>-----------------------------</td>
<td>---------------------------</td>
<td>--------</td>
<td>----------------------------------</td>
<td>-----------------------------------</td>
<td>-----------------------------------</td>
<td>-----------------------------------</td>
</tr>
<tr>
<td>Land Acquisition</td>
<td>North Lot</td>
<td>$80,000</td>
<td>$80,000</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>South Lot</td>
<td>$93,000</td>
<td>$93,000</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Environmental Audits</td>
<td>$3,000</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Legal Fees</td>
<td>$5,000</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Misc. Closing Costs</td>
<td>$7,000</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Pre-Construction Expenses</td>
<td>TIF Legals</td>
<td>$21,000</td>
<td>$21,000</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Rezoning &amp; Related Expenses</td>
<td>$9,000</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Architectural Work</td>
<td>$10,000</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Construction Documents</td>
<td>$58,000</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Architect Const. Admin.</td>
<td>$20,000</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>City Required Inspection</td>
<td>$10,000</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Construction</td>
<td>Project Coordinator</td>
<td>$6,000</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Building Permit</td>
<td>$7,500</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Bldg. And Offices</td>
<td>$1,285,000</td>
<td>$1,285,000</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Original Turn Key</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Public Meeting Space</td>
<td>$370,000</td>
<td>$370,000</td>
<td>$300,000</td>
<td>$300,000</td>
<td>$300,000</td>
</tr>
<tr>
<td>Added Site Costs</td>
<td>Additional Parking</td>
<td>$30,000</td>
<td>$30,000</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Sidewalks</td>
<td>$4,000</td>
<td></td>
<td>$4,000</td>
<td>$4,000</td>
<td>$4,000</td>
</tr>
<tr>
<td></td>
<td>Paving &amp; Curbs</td>
<td>$18,000</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Utilities</td>
<td>$25,000</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Landscaping, Fence</td>
<td>$15,000</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Screening, Fence</td>
<td>$7,500</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Rock &amp; Excavation</td>
<td>$75,000</td>
<td>$75,000</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Real Estate Leasing</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Commission</td>
<td>$35,000</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Description</td>
<td>Cost 1</td>
<td>Cost 2</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>--------------------------------------------------</td>
<td>--------</td>
<td>--------</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Offsite, 64th Street (305' @ 160 sq.ft.)</td>
<td>$48,000</td>
<td>$48,000</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Contingencies</td>
<td>$56,200</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Financing Costs</td>
<td>$100,000</td>
<td>$25,000</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Total Project Costs for Project 13:</strong></td>
<td>$2,400,000</td>
<td>$500,000</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>TOTAL PROJECT COSTS:</strong></td>
<td>$137,899,152</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>TOTAL ALL REIMBURSABLE PROJECT COSTS:</strong></td>
<td>$14,999,152</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

* The selected developer shall pay plan implementation fees to reimburse the TIF Commission for Plan Implementation costs including, but not limited to, staff time, agenda costs, legal fees, printing and duplication of notices. The selected developers shall be billed by the Commission as needed to pay for the Plan Implementation. These expenses shall be reimbursed to the developers from the Special Allocation Fund.

** In addition, up to five percent (5%) of the annual TIF revenues will be retained by the TIF Commission. This amount will be figured and allocated prior to allocation of any other reimbursable costs.

*** In the case of Project 13, all eligible reimbursable project costs will be paid from TIF revenues generated by Project 13. Once eligible project costs are reimbursed for Project 13, all remaining revenues will be used in the balance of the redevelopment area.