

BILL OF SALE

This **BILL OF SALE** is executed in furtherance of the terms of a certain Lease dated as of April 1, 2001 (the "Lease"), between the **CITY OF LAWRENCE, KANSAS** (the "City") and **DST REALTY OF LAWRENCE, INC.** (the "Lessee"). The City assigned its interest in the Lease (except for certain rights set forth therein) to U.S. Bank, N.A., as successor to Firststar Bank, N.A. (the "Trustee"), pursuant to an Assignment of Lease dated as of March 1, 2001, between the City and the Trustee.

For valuable consideration, the City hereby transfers, assigns, grants and conveys to the Lessee and its successors and assigns, all of the its right, title and interest in and to the fixtures, machinery, equipment and other personal property purchased in whole or in part from the proceeds of the City's Industrial Revenue Bonds (DST Realty of Lawrence, Inc. Project) Series 2001, and constituting "Project Equipment", as defined in the Lease.

Dated: _____, 2012.

CITY OF LAWRENCE, KANSAS

Mayor

[SEAL]
ATTEST:

City Clerk