

**AMENDMENT
TO
INTERLOCAL COOPERATION AGREEMENT**

THIS AMENDMENT (“Amendment”), made pursuant to the Interlocal Cooperation Act, K.S.A. 12-2901 *et seq.*, as amended (the “Interlocal Cooperation Act”), is entered into by and between the City of Wichita, Kansas (hereinafter referred to as the “Issuer”) and the City of Lawrence, Kansas (hereinafter referred to as “Participant”), amending the Interlocal Cooperation Agreement (the “Agreement”) between the Issuer and the Participant executed and delivered September 22, 1993 and approved by the Kansas Attorney General September 28, 1993, which authorizes the Issuer to issue certain health care facilities improvement and/or refunding bonds (the “Health Care Facilities Bonds”) in one or more series pursuant to K.S.A 12-1740 to 12-1749d, inclusive, as amended (the “Act”) for the purposes and in the aggregate amounts authorized therein.

RECITALS

WHEREAS, as originally entered into, the Agreement will terminate on December 1, 2030; and

WHEREAS, the Participant and the City intend to amend the Agreement in a manner acceptable to and in the best interest of both the Participant and the City to extend the term of the Agreement;

NOW, THEREFORE, in consideration of the premises set forth herein, and of the mutual benefits to the Participants and the Issuer which shall accrue by virtue of the Agreement and this Amendment, the parties hereto agree as follows:

1. Recitals; Definitions. The foregoing recitals are incorporated herein by reference. Any capitalized terms used but not otherwise defined in this Amendment shall have the meanings ascribed to them in the Agreement.

2. Replacement of Section 1. Section 1 of the Agreement is deleted in its entirety and replaced by the following:

“Section 1. This Agreement shall remain in full force and effect until the principal of and interest on all Health Care Facilities Bonds and all sums of money with respect thereto have been paid in full or provision made for the payment thereof in accordance with the provisions of said bonds, and the indentures and related agreements authorizing and securing payment of said bonds; provided, however, that in no event shall the term of this Agreement extend past 11:59 p.m., on December 31, 2054.

3. Remainder of Agreement. Except as modified by this Amendment, all terms, conditions and provisions of the Agreement, a true and correct copy of which is attached hereto

as Exhibit A, shall remain undisturbed by this Amendment. The Agreement, as amended by this Amendment, is hereby ratified and affirmed.

[Remainder of this intentionally left blank]

THIS AMENDMENT TO INTERLOCAL COOPERATION AGREEMENT WAS
EXECUTED AND DELIVERED ON _____, 2013.

CITY OF WICHITA, KANSAS

By: _____
Carl Brewer, Mayor

(SEAL)

ATTEST:

By: _____
Karen Sublett, City Clerk

ACKNOWLEDGMENT

STATE OF KANSAS)
) SS:
COUNTY OF SEDGWICK)

This instrument was acknowledged before me on _____, 2013, by Carl Brewer, Mayor,
and Karen Sublett, City Clerk, of the City of Wichita, Kansas, a municipal corporation.

[SEAL]

Notary Public

My Appointment Expires:

CITY OF LAWRENCE, KANSAS

By: _____
Michael Dever, Mayor

“PARTICIPANT”

(SEAL)

ATTEST:

By: _____
Jonathan Douglass, City Clerk

ACKNOWLEDGMENT

STATE OF KANSAS)
) SS:
COUNTY OF DOUGLAS)

This instrument was acknowledged before me on _____, 2013, by Bob Schumm, Mayor, and Jonathan Douglass, City Clerk, of the City of Lawrence, Kansas, a municipal corporation.

[SEAL]

Notary Public

My Appointment Expires:

EXHIBIT A

**INTERLOCAL COOPERATION AGREEMENT BETWEEN THE CITY OF WICHITA,
KANSAS AND THE CITY OF LAWRENCE KANSAS
EXECUTED AND DELIVERED SEPTEMBER 22, 1993 AND APPROVED BY THE
KANSAS ATTORNEY GENERAL SEPTEMBER 28, 1993**

ATTORNEY GENERAL'S APPROVAL

The above and foregoing Amendment to Interlocal Agreement is in proper form and compatible with the laws of the State of Kansas and is hereby approved pursuant to K.S.A. 12-2904(f), as amended, on _____, 2013.

DEREK SCHMIDT

Attorney General for the State of Kansas

By: _____
Attorney General