

**AMENDMENT NO. 5
TO THE PURCHASE, SALE AND DEVELOPMENT AGREEMENT FOR REAL
PROPERTY LOCATED IN THE INCORPORATED COUNTY OF LOS ALAMOS
COMMONLY REFERRED TO AS A-13-2 AND A-12 SITES**

This Amendment No. 5 ("Fifth Amendment") is entered into effective as of January 6, 2021, by and between the Incorporated County of Los Alamos ("County" or "Seller"), and LAH Investors, LLC, a New Mexico limited liability company ("Purchaser"), and collectively the "Parties" for purposes of amending that certain Purchase, Sale and Development Agreement ("Agreement"), dated January 8, 2018, as amended by letter amendment ("First Amendment") between the Parties, and as further amended by Amendment No. 2 dated October 30, 2019 ("Second Amendment"), and as further amended by Amendment No. 3 dated April 24, 2020 ("Third Amendment"), and as further amended by Amendment No.4 dated July 22, 2020 ("Fourth Amendment"). The Agreement, as amended by the First Amendment, Second Amendment, Third Amendment, and Fourth Amendment is referred to herein collectively as the "Agreement." The Agreement is hereby amended as follows:

1. Regarding Article I, Section 1.1(h), the Closing Date shall be extended by one hundred twenty (120) days to May 21, 2021, on the condition that an additional, non-refundable, Earnest Money deposit of \$25,000 is delivered to the Escrow Agent before or within ten (10) calendar days of the effective date of this Fifth Amendment; provided, however, that the Parties may elect to close at any time prior to May 21, 2021. The additional earnest money in this Fifth Amendment is in addition to the non-refundable Earnest Money in the Fourth Amendment and the non-refundable Earnest Money made pursuant to the Second Amendment. The non-refundable Earnest Money in the Fourth and Second Amendments have heretofore been received by the Escrow Officer. Upon complete closing of the property as provided for in Section 9.5, the additional Earnest Money paid pursuant to the Second Amendment, the Fourth Amendment, and the Fifth Amendment shall be applied toward the purchase price. All other remaining terms and conditions of Article I, Section 1.1(h) shall remain unchanged and in full force and effect.
2. Regarding Article IX, Section 9.5, the Project Completion Date shall be extended by 120 days to August 25, 2023. All other remaining terms and conditions of Article IX, Section 9.5 shall remain unchanged and in full force and effect.
3. Regarding Article V, Section 5.2, County and Purchaser expressly agree that nothing in this Fifth Amendment is intended to revive or shall have the effect of reviving the One-Time Option to Extend Closing Date as provided for in Section 5.2 of the Agreement. Further extensions, if any, must be agreed to in writing by the County.
4. Except as modified by this Fifth Amendment, the terms and conditions of the Agreement shall remain unchanged and in full force and effect.

[REMAINDER OF PAGE INTENTIONALLY BLANK – SIGNATURES FOLLOW]

ATTEST

INCORPORATED COUNTY OF LOS ALAMOS

NAOMI D. MAESTAS
COUNTY CLERK

BY: _____
HARRY BURGESS **DATE**
COUNTY MANAGER

Approved as to form:

/s/ J. Alvin Leaphart
J. ALVIN LEAPHART
COUNTY ATTORNEY

LAH INVESTORS, LLC, BY ITS MANAGING MEMBER,
SANTA FE PROPERTIES REAL ESTATE CO., INC., A
NEW MEXICO CORPORATION

BY: _____
JEREMY GINNETT, TREASURER **DATE**