

RESOLUTION NO. 06-446

**A RESOLUTION AS IT PERTAINS TO THE PURCHASE OF
41.46 ACRES FROM THE KANSAS CITY SOUTHERN RAILWAY
COMPANY**

WHEREAS, the City of Port Arthur and the City of Port Arthur Section 4A Economic Development Corporation entered into a purchase agreement for approximately 41.46 acres of land adjacent to West 7th Street from The Kansas City Southern Railway Company; and,

WHEREAS, the feasibility period expires on or about October 31, 2006; and,

WHEREAS, there is a need to extend the feasibility period.

**NOW, THEREFORE IT BE RESOLVED BY THE CITY COUNCIL OF
THE CITY OF PORT ARTHUR:**

Section 1. That the facts and opinions in the preamble are true and correct.

Section 2. That the purchase agreement with Kansas City Southern Railway Company will herein be terminated unless Kansas City Southern Railway Company agrees to an extension of the feasibility period until November 30,

2006, in substantially the same form as attached hereto as Exhibit "A".

Section 3. That a copy of the caption of this Resolution be spread upon the Minutes of the City Council.

READ, ADOPTED, AND APPROVED on this, the 09th day of October, A.D. 2006, at a Meeting of the City Council of the City of Port Arthur, Texas, by the following votes: AYES: Mayor Ortiz, Mayor Pro Tem Prince; Councilmembers Lewis, Barker, Henderson, Beard, Williamson & Sinegal.
NOES: None.

Osman A. Ortiz
MAYOR

ATTEST:

Lewis Marks
City Secretary (Assistant)

APPROVED AS TO FORM:

Monty Scholten
City Attorney

APPROVED FOR ADMINISTRATION:

H. L. Robinson
City Manager

AMENDMENT TO IMPROVED PROPERTY COMMERCIAL CONTRACT

THIS AMENDMENT TO IMPROVED PROPERTY COMMERCIAL CONTRACT (the "Amendment") is made and entered into as of this ____ day of _____, 2006, by and between THE KANSAS CITY SOUTHERN RAILWAY COMPANY ("Seller") and CITY OF PORT ARTHUR SECTION 4A ECONOMIC DEVELOPMENT CORPORATION and/or CITY OF PORT ARTHUR ("Buyer").

WHEREAS, Seller and Buyer have entered into that certain Improved Property Commercial Contract relating to the contemplated purchase and sale of approximately 41.46 acres of land adjacent to West 7th Street, Port Arthur, Texas, as further described therein ("Property") (as amended, the "Agreement"); and

WHEREAS, the parties desire to amend the Agreement as set forth herein.

NOW, THEREFORE, in consideration of the mutual covenants herein granted, and other valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto hereby agree as follows:

1. Feasibility Period. The Agreement is hereby amended to provide that the Feasibility Period described in Section 7(B) of the Agreement will expire on November 30, 2006.

2. Extension Fee. The City has already paid an extension fee of \$5000.

3. Closing Date. The Agreement is hereby amended to provide that the Closing Date will occur on a date mutually agreed upon by the parties hereto, but not later than six (6) months after the date hereof. The above mentioned \$5,000 (Extension Fee) will be credited toward the purchase price in the event the closing occurs on or before December 31, 2006. If the closing does not occur before December 31, 2006, then the \$5,000 (Extension Fee) becomes the sole property of the Seller and will not be applied to the purchase price.

4. No Further Amendments. Except as amended as set forth in Section 1 and Section 2 above, the Agreement remains in full force and effect in accordance with the terms thereof.

IN WITNESS WHEREOF, the parties hereto have executed this Amendment the day and year first above written.

[The remainder of this page is blank.]

BUYER:	SELLER:
CITY OF PORT ARTHUR By: _____ Name: _____ Title: _____	THE KANSAS CITY SOUTHERN RAILWAY COMPANY By: _____ Name: _____ Title: _____
CITY OF PORT ARTHUR SECTION 4A ECONOMIC DEVELOPMENT CORPORATION By: _____ Name: _____ Title: President	CITY OF PORT ARTHUR SECTION 4A ECONOMIC DEVELOPMENT CORPORATION By: _____ Name: _____ Title: Secretary