



South Bend

# Redevelopment Commission

227 West Jefferson Boulevard, Room 1308, South Bend, Indiana

## Agenda

Regular Meeting, December 9, 2021 – 9:30 a.m.

<https://tinyurl.com/RDC12921>

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**1. Roll Call**

**2. Approval of Minutes**

- A. Minutes of the Regular Meeting of Monday, November 22, 2021

**3. Approval of Claims**

- A. Claims Allowance Request 11.29.21
- B. Claims Allowance Request 12.1.21

**4. Old Business**

**5. New Business**

- A. River West Development Area
  - 1. Certificate of Completion (738 Leland Avenue)
- B. River East Development Area
  - 1. Budget Request (LaSalle Colfax Streetscape Design)
- C. Other
  - 1. Debt Service Correction Memo
  - 2. Assignment and Assumption of EIA (Catalyst III)

**6. Progress Reports**

- A. Tax Abatement
- B. Common Council
- C. Other

**7. Next Commission Meeting:**

Monday, December 20, 2021, 9:30 am

**8. Adjournment**



South Bend.  
**Redevelopment Commission**  
 227 West Jefferson Boulevard, Room 1308, South Bend, IN  
 46601

**SOUTH BEND REDEVELOPMENT COMMISSION  
 REGULAR MEETING**

November 22, 2021  
 9:30 a.m.  
 Presiding: Marcia Jones, President

<https://tiny.cc/RDC112221>  
 South Bend, Indiana

The meeting was called to order at 9:31 a.m.

**1. ROLL CALL**

Members Present:	Marcia Jones, President Don Inks, Vice-President Troy Warner, Secretary Vivian Sallie, Commissioner Eli Wax, Commissioner Leslie Wesley, Commissioner	
Members Absent:		
Legal Counsel:	Sandra Kennedy, Esq.	
Redevelopment Staff:	Mary Brazinsky, Board Secretary	
Others Present:	Tim Corcoran Angelina Billo Andrew Netter Amanda Pietsch Michael Divita Eric Horvath Kyle Silveus Charlotte Brach Ben Dougherty Daniel Parker Randy Rampola Josh Sisk, Executive Director Conrad Damian Greg Balsana	DCI DCI DCI DCI DCI Engineering Engineering Engineering Admin & Finance Admin & Finance Barnes & Thornburg Potawatomi Zoo Resident Resident

## 2. Approval of Minutes

- **Approval of Minutes of the Regular Meeting of Monday, November 8, 2021**

Upon a motion by Commissioner Sallie, seconded by Secretary Warner, the motion carried unanimously, the Commission approved the minutes of the regular meeting of Monday, November 8, 2021.

## 3. Approval of Claims

- **Claims Submitted for November 9, and November 16, 2021**

Upon a motion by Vice-President Inks, seconded by Secretary Warner, the motion carried unanimously, the Commission approved the claims for November 9, and November 16, 2021, submitted on Monday, November 22, 2021.

## 4. Old Business

### A. Real Estate Purchase Agreement (5 Corners)

Mr. Netter Presented a Real Estate Purchase Agreement (5 Corners).

At the regular Commission meeting on October 14, 2021, the Commission opened bids for the sale of 1210, 1214, and 1220 South Bend Ave. We received one bid, from Five Corners, LLC., for the sale of the property. Upon review, by the Department of Community Investment, it was deemed to be compliant of all the requirements of the bid packet. The minimum bid of \$16,850 was offered.

The developer is working with the city to develop a block-wide, multi-story project that uses design elements consistent with creating active, walkable, urban development in a manner supporting the City's Northeast Neighborhood Plan; they have provided the design, plans, and specifications for property improvements consistent with City standards for the review and acceptance by the city's Planning and Community Resources Team, at its sole discretion; and the complete construction of the project within 60 months of the closing date. Commission approval is requested.

Commissioner Sallie asked if the plans are for residential or commercial purposes. Mr. Netter responded that it is a mixed-use plan with commercial and residential. President Jones states that she ran into Ms. Hayes and that was her understanding of this project as well.

Commissioner Sallie asked if parking was to be included in the development as it is a very congested area.

President Jones stated that was her understanding.

Mr. Netter stated that no definite site plan has been decided at this point. The planning team will work with the developer to be sure the plan is beneficial to the neighborhood.

Upon a motion by Vice-President Inks, seconded by Secretary Warner, the motion carried unanimously, the Commission approved Real Estate Purchase Agreement (5 Corners) submitted on Monday, November 22, 2021.

## 5. New Business

### A. River West Development Area

#### 1. Resolution No. 3540 (Approving Execution of Lease – Morris Civic 2021)

Mr. Rampola, Barnes, and Thornburg Presented Resolution No. 3540 (Approving Execution of Lease – Morris Civic 2021). Mr. Rampola states that the Commission took initial action on this item a couple weeks ago. A notice of public hearing was published for the Community. As mentioned, a couple weeks ago, the lease structure allows the city to utilize the ½ percent of the hotel/motel tax for improvements on the Morris. This allows the city to put up a tax back up as well. The annual lease structure of \$420k would be payable solely from the hotel/motel tax percentage and we do not anticipate having to use the back-up. The back-up will give more credit worthiness to the bond to be sold at a better rate. If you act to approve today, the documents will go before the Common Council in December. Sales of the bonds will then be conducted early 2022. Commission approval is requested.

Secretary Warner asked for the total bond amount.

Mr. Rampola states the total bond amount is just over \$7M and could be up to 25 years.

Upon a motion by Secretary Warner, seconded by President Jones, the motion carried unanimously, the Commission approved Resolution No. 3540 (Approving Execution of Lease – Morris Civic 2021) submitted on Monday, November 22, 2021.

#### 2. Resolution No. 3541 (Approving Execution of Lease – Potawatomi Zoo Project 2022)

Mr. Rampola, Barnes and Thornburg, Presented Resolution No. 3541 (Approving Execution of Lease – Potawatomi Zoo Project 2022). Mr. Rampola states that the Commission took initial action on this item a couple weeks ago. A notice of public hearing was published for the Community. As mentioned, a couple weeks ago, the lease structure allows the city to utilize the ½ percent of the hotel/motel tax for improvements on the Potawatomi Zoo. The lease has a not to exceed \$420k with a term not to exceed 20 years. This will yield a bond issue of \$6.5M. Mentioned at the previous meeting the hotel/motel limits the Zoo to 20 years whereas the Morris can be up to 25. This lease is for the streets surrounding the zoo. This will let the Zoological Society to update habitats. With Commission's acceptance these will be sold at the beginning of 2022. Commission approval is requested.

Upon a motion by Commissioner Sallie, seconded by Secretary Warner, the motion carried unanimously, the Commission approved Resolution No. 3541 (Approving Execution of Lease – Potawatomi Zoo Project 2022) submitted on

Monday, November 22, 2021.

**3. Budget Request (Western Ave Design)**

Mr. Silveus Presented Budget Request (Mishawaka Ave Design).

The request for \$140k would provide funding for 10% design for Phase IV of the Western Avenue project. The current limits would extend from Walnut St. to Taylor Street. The project will consist of similar elements as previous designs. The project aims to continue the success of earlier phases and will consist of similar improvements focused on traffic calming, walkability, pedestrian safety, and overall beautification of the corridor. Commission approval is requested.

Upon a motion by Vice-President Inks, seconded by Commissioner Wax, the motion carried unanimously, the Commission approved Budget Request (Western Ave Design) submitted on Monday, November 22, 2021.

**B. River East Development Area**

**1. Budget Request (Mishawaka Ave Design)**

Mr. Silveus Presented Budget Request (Mishawaka Ave Design). This request for \$44k would provide funding for 10% design for Mishawaka Avenue from the Eddy St. ramps to Emerson Dr. to support upcoming proposed streetscape improvements. The overall project aims to calm traffic by road diet, beautify the corridor, support growth, and set up for future improvements to the roadway interaction between Mishawaka Ave./Sample/Eddy St./Northside Blvd Commission approval is requested.

Mr. Corcoran noted that his team has worked on a charrette with Notre Dame on the cloverleaf. It is a great project when envisioning what would the area look like with the cloverleaf and how much land would we get back for development along the riverfront. We are looking to work with the Federal Government on what we call freeways without a future. The cloverleaf was built to help workers facilitate their way to Studebaker plant but opened after the plant shut down. Its purpose was never realized so it cuts off better areas that need to be realized.

Upon a motion by Secretary Warner, seconded by Commissioner Sallie, the motion carried unanimously, the Commission approved Budget Request (Mishawaka Ave Design) submitted on Monday, November 22, 2021.

**6. Progress Reports**

- A. Tax Abatement
- B. Common Council
- C. Other

- 1. Secretary Warner asked for an update on the Notice of Default on the River Race Townhomes at Niles and Jefferson.  
Council Kennedy states that she was not in the meeting with the Mayor, Mr. Garces, and the developer. She understands that they discussed the project.  
Staff member Brazinsky states that she will ask Mr. Garces to provide an update at a future meeting.

**7. Next Commission Meeting:**

Thursday, December 9, 2021, 9:30 a.m.

**8. Adjournment**

Monday, November 22, 2021, 10:02 a.m.

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Troy Warner, Secretary

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Marcia Jones, President



**City of South Bend**  
**Department of Administration & Finance**  
**Claims Allowance Request**

To: South Bend Redevelopment Commission  
From: Daniel Parker, City Controller  
Date: Monday, November 29, 2021

Pursuant to Indiana Code 36-4-8-7, I have audited and certified the attached claims and submit them for allowance in the following amounts:

GBLN-0027239	\$160,770.74
GBLN-0000000	\$0.00

Total: \$160,770.74

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Daniel Parker, City Controller

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The attached claims described above were allowed in the following  
total amount at a public meeting on the date stated below: \$ 160,770.74

By: \_\_\_\_\_  
South Bend Redevelopment Commission  
Name:

Date:

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Name:

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Name:

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Name:

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Name:

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Name:



**Expenditure approval**

RDC Payments-11/23/21 Pymt Run  
GBLN-0027239

**Payment method:** ACH-Total  
**Voucher:** RDCP-00000615  
**Payment date:** 11/23/2021

<b>Vendor #</b>	<b>Name</b>	<b>Invoice #</b>	<b>Line description</b>	<b>Due date</b>	<b>Invoice amount</b>	<b>Financial dimensions</b>	<b>Purchase order</b>
V-00000222	BLACK & VEATCH CORPORATION	1355723	Amendment #1	11/7/2021	\$4,456.25	430-10-102-121-431002-- PROJ000000091	PO-0005255
V-00000222	BLACK & VEATCH CORPORATION	1355728	North WTP Imp Design	11/7/2021	\$42,411.00	324-10-102-121-431002-- PROJ000000056	PO-0005261

**Payment method:** CHK-Total  
**Voucher:** RDCP-00000616  
**Payment date:** 11/23/2021

<b>Vendor #</b>	<b>Name</b>	<b>Invoice #</b>	<b>Line description</b>	<b>Due date</b>	<b>Invoice amount</b>	<b>Financial dimensions</b>	<b>Purchase order</b>
V-00000425	RDK Services LLC dba Custom Fence Company	APP #1	El Campito Fence - Replacing PO 11825	11/27/2021	\$22,794.30	422-10-102-121-431000-- PROJ00000233	PO-0012496

**Payment method:** CHK-Total  
**Voucher:** RDCP-00000617  
**Payment date:** 11/23/2021

<b>Vendor #</b>	<b>Name</b>	<b>Invoice #</b>	<b>Line description</b>	<b>Due date</b>	<b>Invoice amount</b>	<b>Financial dimensions</b>	<b>Purchase order</b>
V-00000549	ESL SPECTRUM INC	11779SB	Lights	11/24/2021	\$581.25	430-10-102-121-443001-- PROJ000000057	PO-0012550

**Payment method:** CHK-Total  
**Voucher:** RDCP-00000618  
**Payment date:** 11/23/2021

Vendor #	Name	Invoice #	Line description	Due date	Invoice amount	Financial dimensions	Purchase order
V-00000982	LAWSON-FISHER ASSOCIATES	202109002211066	Coal Line Trail - Construction Inspection Services	11/30/2021	\$32,629.80	324-10-102-121-444000-- PROJ000000018	PO-0008430

Payment method: **CHK-Total**  
 Voucher: **RDCP-00000619**  
 Payment date: **11/23/2021**

Vendor #	Name	Invoice #	Line description	Due date	Invoice amount	Financial dimensions	Purchase order
V-00001108	MIDLAND ENGINEERING CO INC	APP #4	Frmr Salvation Army Roof Replacement	10/30/2021	\$22,005.00	324-10-102-121-443001-- PROJ000000073	PO-0008501

Payment method: **ACH-Total**  
 Voucher: **RDCP-00000620**  
 Payment date: **11/23/2021**

Vendor #	Name	Invoice #	Line description	Due date	Invoice amount	Financial dimensions	Purchase order
V-00001722	UNITED CONSULTING	1640659	CHRIS - 16J008 ENGINEERING SERVICE PH II FOR UNITED	12/3/2021	\$1,500.00	324-10-102-121-443001-- PROJ000000018	PO-0000011
V-00001722	UNITED CONSULTING	1640744	CHRIS - 16J008 ENGINEERING SERVICE PH II FOR UNITED	12/3/2021	\$2,680.00	324-10-102-121-443001-- PROJ000000018	PO-0000011

Payment method: **CHK-Total**  
 Voucher: **RDCP-00000621**  
 Payment date: **11/23/2021**

Vendor #	Name	Invoice #	Line description	Due date	Invoice amount	Financial dimensions	Purchase order
V-00001789	Milestone Contractors North, Inc	APP #9	NAICS	12/3/2021	\$25,913.14	452-11-206-289-444000-- PROJ000000072	

Payment method: **ACH-Total**  
 Voucher: **RDCP-00000622**  
 Payment date: **11/23/2021**

**Vendor #** V-00005109      **Name** Electric Housing LLC      **Invoice #** 1017      **Line description** Training / Small Business Dev Pokagon      **Due date** 11/30/2021      **Invoice amount** \$2,800.00      **Financial dimensions** 433-10-102-123-439300--      **Purchase order** PO-0011034

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**Payment method:** ACH-Total  
**Voucher:** RDCP-00000623  
**Payment date:** 11/23/2021

**Vendor #** V-00006617      **Name** RATIO Architects, LLC      **Invoice #** 2106200031686      **Line description** Design Study      **Due date** 11/30/2021      **Invoice amount** \$3,000.00      **Financial dimensions** 324-10-102-121-431002-- PROJ00000303      **Purchase order** PO-0011922



**City of South Bend**  
**Department of Administration & Finance**  
**Claims Allowance Request**

To: South Bend Redevelopment Commission  
From: Daniel Parker, City Controller  
Date: Wednesday, December 1, 2021

Pursuant to Indiana Code 36-4-8-7, I have audited and certified the attached claims and submit them for allowance in the following amounts:

GBLN-0027443	\$8,280.00
GBLN-0000000	\$0.00

Total: \$8,280.00

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Daniel Parker, City Controller

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The attached claims described above were allowed in the following total amount at a public meeting on the date stated below: \$ 8,280.00

By: \_\_\_\_\_  
South Bend Redevelopment Commission  
Name:

Date:

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Name:

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Name:

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Name:

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Name:

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Name:

**Expenditure approval**

RDC Payments-11/30/21 Pymt Run  
GBLN-0027443

**Payment method:** CHK-Total  
**Voucher:** RDCP-00000815  
**Payment date:** 11/30/2021

Vendor #	Name	Invoice #	Line description	Due date	Invoice amount	Financial dimensions	Purchase order
V-00000860	INTERIOR FINISHES INC	16140	Carpet Materials	12/5/2021	\$5,355.00	430-10-102-121-443001-- PROJ000000057	PO-0012600

**Payment method:** CHK-Total  
**Voucher:** RDCP-00000816  
**Payment date:** 11/30/2021

Vendor #	Name	Invoice #	Line description	Due date	Invoice amount	Financial dimensions	Purchase order
V-00001471	SELGE CONSTRUCTIO N CO INC	10347	Topsoil	11/30/2021	\$2,925.00	422-10-102-121-431000-- PROJ000000233	PO-0013066

CROSS REFERENCE:

Document No. 2021-00405, recorded January 1, 2021

**CERTIFICATE OF COMPLETION**

This Certificate of Completion (this "Certificate") is issued on December 9, 2021, by the City of South Bend, Indiana, Department of Redevelopment, acting by and through the South Bend Redevelopment Commission (the "Commission"), pursuant to the Real Estate Purchase Agreement by and between the Commission and Catherine R. Osborne. (the "Buyer"), dated December 10, 2020 (the "Agreement").

The Commission states as follows:

1. Pursuant to the Agreement, the Commission conveyed to the Buyer the real property described in attached Exhibit A (the "Property") by the special warranty deed recorded on January 1, 2021, as Document No. 2021-00405 in the Office of the Recorder of St. Joseph County, Indiana (the "Deed").

2. Section 11 of the Agreement established certain obligations (the "Development Obligations") of the Buyer following its acceptance of the Deed from the Commission. The Commission hereby acknowledges and affirms that the Buyer has performed all of its Development Obligations as required under the Agreement and has provided satisfactory evidence of the same.

3. This Certificate will serve as a conclusive determination of the Buyer's satisfaction of the Development Obligations and, upon recordation, will constitute a full release of the Commission's reversionary interest in the Property established under the Deed and Section 11 of the Agreement.

4. This Certificate does not amend or otherwise alter the Agreement, and this Certificate shall be binding upon the Commission and its successors and assigns and shall inure to the benefit of the Buyer and her successors in interest.

[Signature page follows.]

SOUTH BEND  
REDEVELOPMENT COMMISSION

\_\_\_\_\_  
Marcia Jones, President

ATTEST:

\_\_\_\_\_  
Troy Warner, Secretary

STATE OF INDIANA        )  
                                          ) SS:  
ST. JOSEPH COUNTY        )

Before me, the undersigned, a Notary Public, in and for said County and State, personally appeared Marcia Jones and Troy Warner, known to me to be the President and Secretary, respectively, of the South Bend Redevelopment Commission and acknowledged the execution of the foregoing Certificate of Completion.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official seal on the 9th day of December, 2021.

My Commission Expires:

\_\_\_\_\_

\_\_\_\_\_  
Notary Public  
Residing in St. Joseph County, Indiana

I affirm, under the penalties for perjury, that I have taken reasonable care to redact each Social Security number in this document, unless required by law. Sandra L. Kennedy.

This instrument was prepared by Sandra L. Kennedy, Corporation Counsel, 1200 S. County-City Building, 227 W. Jefferson Blvd., South Bend, Indiana 46601.



**EXHIBIT A**

**Description of Property**

Lot Numbered Four (4) as shown on the recorded Plat of Shetterly Place 1st, an Addition to the City of South Bend, recorded June 12, 1890, in Plat Book 5, page 31, in the Office of the Recorded of St. Joseph County, Indiana.

Parcel Key Number: 018-1059-2529

Commonly known as: 738 N. Leland Avenue, South Bend, Indiana 46616



# CITY OF SOUTH BEND

## REDEVELOPMENT COMMISSION

### Redevelopment Commission Agenda Item

DATE: 12/9/2021  
FROM: Leslie Biek, PE  
SUBJECT: LaSalle and Colfax Streetscape Design

\_\_\_\_\_ Pres/V-Pres

ATTEST: \_\_\_\_\_ Secretary

Date: \_\_\_\_\_

APPROVED  Not Approved

*SOUTH BEND REDEVELOPMENT COMMISSION*

Which TIF? (circle one) River West; River East; South Side; Douglas Road; West Washington

#### PURPOSE OF REQUEST:

Request funding of \$426,480 for the design of the LaSalle and Colfax Streetscapes.

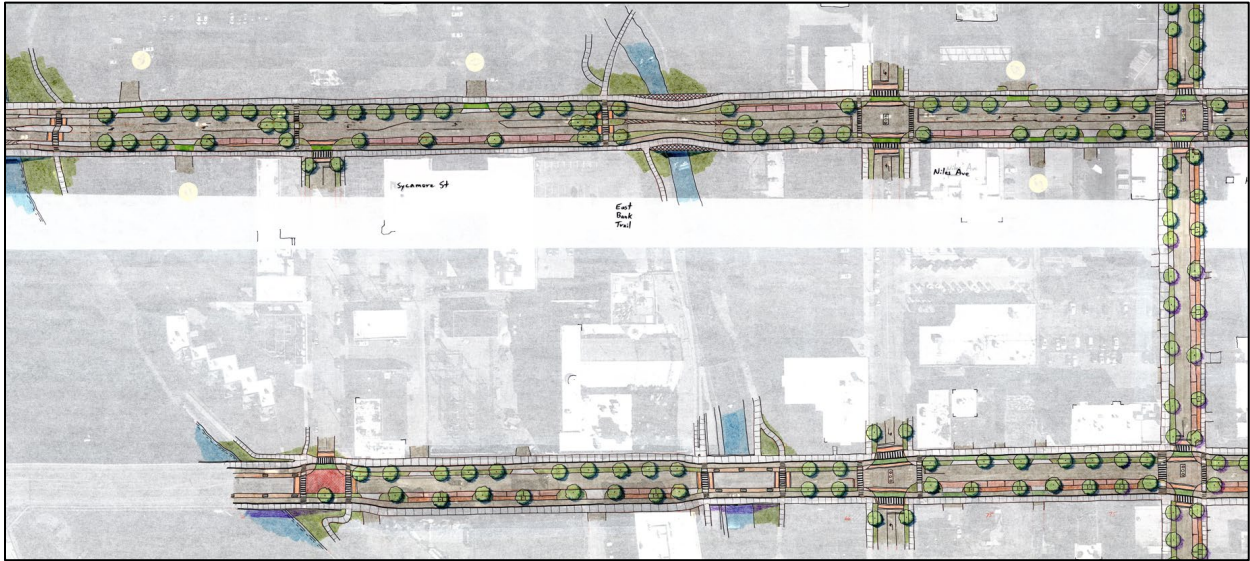
#### Specifics:

The funding would be for JPR to design the LaSalle and Colfax streetscapes from the River to Eddy. The construction would be phased so that phase one will be LaSalle St and phase 2 will be Colfax. The streetscape design elements will be based off of the concepts developed by Toole Designs which includes landscaping, raised crosswalks and intersections, bike lanes and aims to prompt future growth in the area.

INTERNAL USE ONLY: Project Code: PN 122-013 PROJ00000317 \_\_\_\_\_;  
Total Amount new/change (inc/dec) in budget: \_\_\_\_\_; Break down:  
Costs: Engineering Amt: \$426,480 \_\_\_\_\_; Other Prof Serv Amt \_\_\_\_\_;  
Acquisition of Land/Bldg (circle one) Amt: \_\_\_\_\_; Street Const Amt \_\_\_\_\_;  
Building Imp Amt \_\_\_\_\_; Sewers Amt \_\_\_\_\_; Other (specify) Amt: \_\_\_\_\_  
\_\_\_\_\_. Going to BPW for Contracting? Y/N  
Is this item ready to encumber now? \_\_\_\_ Existing PO# \_\_\_\_\_ Inc/Dec \$ \_\_\_\_\_

EXCELLENCE | ACCOUNTABILITY | INNOVATION | INCLUSION | EMPOWERMENT

1400S County-City Building | 227 W. Jefferson Blvd. | South Bend, Indiana 46601 | p 574.235.9371 | f 574.235.9021 | www.southbendin.gov





# CITY OF SOUTH BEND

## REDEVELOPMENT COMMISSION

### Redevelopment Commission Agenda Item

DATE: 12/9/21  
FROM: Amanda Pietsch, Director of Finance - DCI  
SUBJECT: Debt Service Administrative Correction

\_\_\_\_\_ Pres/V-Pres

ATTEST: \_\_\_\_\_ Secretary

Date: \_\_\_\_\_

APPROVED       Not Approved

*SOUTH BEND REDEVELOPMENT COMMISSION*

Funding Source\* (circle one) River West; River East; South Side; Douglas Road; West Washington; RDC General

\*Funds are subject to the City Controller's determination of availability; if funds are unavailable, as solely determined by the City Controller, then the authorization of the expenditure of such funds shall be void and of no effect.

### Purpose of Request:

Requesting budget of \$11.00 in Fund 353 to correct an administrative error related to the Library Bonds debt service reserve. There was an overage of \$11.00 in the debt service reserve, and per the trust indenture, the trustee bank was required to transfer the overage to the bond account in Fund 324. This request corrects the accounting between Funds.

INTERNAL USE ONLY: Project ID: PROJ \_\_\_\_\_;

Total Amount – New Project Budget Appropriation \$ \_\_\_\_\_;

Total Amount – Existing Project Budget Change (increase or decrease) \$ \_\_\_\_\_;

Funding Limits: Engineering: \$ \_\_\_\_\_; Other Prof Serv Amt \$ \_\_\_\_\_;

Acquisition of Land/Bldg (circle one) Amt: \$ \_\_\_\_\_; Street Const Amt \$ \_\_\_\_\_;

Building Imp Amt \$ \_\_\_\_\_; Sewers Amt \$ \_\_\_\_\_; Other (specify) Amt \$ \_\_\_\_\_

EXCELLENCE | ACCOUNTABILITY | INNOVATION | INCLUSION | EMPOWERMENT

**ASSIGNMENT AND ASSUMPTION OF ENVIRONMENTAL  
INDEMNITY, REMEDIATION AND ACCESS AGREEMENT  
WITH RESPECT TO CERTAIN PROPERTY**

THIS ASSIGNMENT AND ASSUMPTION OF ENVIRONMENTAL INDEMNITY, REMEDIATION AND ACCESS AGREEMENT WITH RESPECT TO CERTAIN PROPERTY (this "Assignment") is entered into effective as of December 1, 2021, by and between **GREAT LAKES CAPITAL DEVELOPMENT, LLC**, an Indiana limited liability company "Great Lakes"), **CATALYST THREE, LLC**, an Indiana limited liability company ("Catalyst" and collectively with Great Lakes, "Assignor") and **1173 SOUTH BEND, DST**, a Delaware statutory trust (together with its permitted successors and assigns, "Purchaser" or "Assignee").

Background

A. Great Lakes and the City of South Bend, Indiana (the "City"), acting through the South Bend Redevelopment Commission (the "Commission"), a department of the City, entered into that certain Environmental Indemnity, Remediation and Access Agreement (the "EIA Agreement") effective as of October 1, 2014. The EIA Agreement relates to the real property described as follows:

LOT NUMBERED SEVEN (7) IN THE RECORDED PLAT OF IGNITION PARK MAJOR SUBDIVISION, SECTION TWO, RECORDED JULY 1, 2014 AS INSTRUMENT NUMBER 1415380 IN THE OFFICE OF THE RECORDER OF ST. JOSEPH COUNTY, INDIANA ("RECORDER"), AS CORRECTED AND RE-RECORDED WITH THE RECORDER ON SEPTEMBER 18, 2014 AS INSTRUMENT NO. 1423192 (the "Tract").

B. Great Lakes subdivided the Tract into three lots ("Lots 1, 2 and 3", respectively) and conveyed Lot 3, as more fully described on Exhibit A attached hereto to Catalyst, an affiliate of Great Lakes.

C. Catalyst has entered into an agreement (the "Purchase Agreement") to sell Lot 3 to Assignee and, in connection with such sale, has agreed to assign all of its rights and obligations under the EIA Agreement, only as such rights and obligations affect Lot 3, to Assignee. The date that the purchase and sale transaction described in the Purchase Agreement is completed shall be referred to herein as the "Closing Date".

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor and Assignee agree as follows:

1. Assignment. As of the Closing Date, Assignor hereby assigns, conveys, transfers and sets over unto Assignee all of Assignor's right, title and interest in, to and under the EIA Agreement, only with respect to the application of the EIA Agreement to Lot 3. Notwithstanding the foregoing or anything to the contrary contained herein, Assignor (a) retains all rights, title and interest in, to and under the EIA Agreement with respect to the application of the EIA Agreement to Lots 1 and 2, and (b) does not assign any rights or benefits under Sections 10 and 11 of the EIA to Assignee.

2. Assumption. Assignee hereby assumes and agrees to pay all sums, and perform, fulfill and comply with all covenants and obligations, which are to be paid, performed, fulfilled and complied with by the Assignor under the EIA Agreement solely as it relates to the ownership, use of and access to Lot 3 from and after the Closing Date.

3. Assignee's Indemnification of Assignor. Assignee shall and does hereby indemnify Assignor against, and agrees to hold Assignor harmless of and from, all liabilities, obligations, actions, suits, proceedings or claims, and all costs and expenses, including but not limited to reasonable attorneys' fees, incurred in connection with the EIA Agreement solely as it relates to the ownership by Assignee of Lot 3, based upon or arising out of any breach or alleged breach of the EIA Agreement with respect to Lot 3 or this Assignment by Assignee occurring or alleged to have occurred after the Closing Date.

4. Assignor's Indemnification of Assignee. Assignor shall and does hereby indemnify Assignee against, and agrees to hold Assignee harmless of and from, all liabilities, obligations, actions, suits, proceedings or claims, and all costs and expenses, including but not limited to reasonable attorneys' fees ("Claims"), incurred in connection with the EIA Agreement, based upon or arising out of any breach or alleged breach of the EIA Agreement or this Assignment by Assignor relating to Lots 1 and 2 and, solely with respect to Lot 3, Claims occurring or alleged to have occurred under such EIA Agreement on or prior to and including the Closing Date.

5. Retained Rights and Obligations. Great Lakes and Assignee hereby acknowledge and agree that Great Lakes and or its affiliated entities retain title to Lots 1 and 2 and nothing contained herein shall affect the rights and obligations of Great Lakes under the EIA Agreement as they relate to Lots 1 and 2.

6. Binding Effect. This Assignment shall inure to the benefit of and shall be binding upon the parties hereto and their respective successors and assigns.

7. Counterparts. The parties agree that this Assignment may be executed by the parties in one or more counterparts and each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

8. Assignment. The parties acknowledge that Assignor has the right, under Section 15 of the EIA Agreement, to assign the same to Assignee provided the City does not reasonably object to such assignment ("No Objection"). Assignor and Assignee hereby agree to take all commercially reasonable actions that may be required to obtain the City's formal confirmation of No Objection to the assignment contemplated herein.

[Signature Page Follows]

IN WITNESS WHEREOF, Assignor and Assignee have executed this Assignment as of the date set forth above.

**“ASSIGNEE”**

**1173 SOUTH BEND, DST,  
A Delaware statutory trust**

By: 1173 South Bend ST, LLC, Delaware limited liability company

Its: Trustee

By:   
Printed: Karen E. Kennedy, Manager

**“ASSIGNOR”**

CATALYST THREE, LLC

By: Great Lakes Capital Management, LLC

Its: Manager

By: \_\_\_\_\_  
Printed: Bradley J. Toothaker  
Its: Managing Member

GREAT LAKES CAPITAL DEVELOPMENT,  
LLC

By: \_\_\_\_\_  
Printed: Bradley J. Toothaker  
Its: Managing Member

IN WITNESS WHEREOF, Assignor and Assignee have executed this Assignment as of the date set forth above.

**“ASSIGNEE”**

**1173 SOUTH BEND, DST,  
A Delaware statutory trust**

By: 1173 South Bend ST, LLC, Delaware limited liability company

Its: Trustee

By: \_\_\_\_\_

Printed: Karen E. Kennedy, Manager

**“ASSIGNOR”**

CATALYST THREE, LLC

By: Great Lakes Capital Management, LLC

Its: Manager

By: \_\_\_\_\_

Printed: Bradley J. Toothaker

Its: Managing Member

GREAT LAKES CAPITAL DEVELOPMENT,  
LLC

By: \_\_\_\_\_

Printed: Bradley J. Toothaker

Its: Managing Member



**EXHIBIT A TO  
Property Description**

The Land referred to herein below is situated in the County of St Joseph, State of Indiana, and is described as follows:

Parcel 1:

Lot Numbered Three (3) in the Recorded Plat of Ignition Park Minor Subdivision #1, Recorded October 28, 2014 as Instrument Number [1426954](#) in the Office of the Recorder of St. Joseph County, Indiana.

Parcel 2:

Non-Exclusive Easement for ingress and egress for the benefit of Parcel 1 as set forth in Declaration of Easements made by Catalyst One, LLC, an Indiana limited liability company, Catalyst Two, LLC, an Indiana limited liability company and Catalyst Three, LLC, an Indiana limited liability company, recorded December 17, 2019 as Instrument [2019-33487](#).