

General refuses to approve this Agreement, then the letter of credit shall be returned to Harbor Shores, and each party shall be released from its obligations under this Agreement, which shall then be deemed null and void.

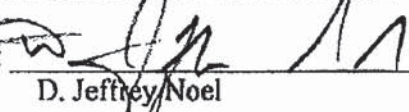
4. Section 2.03(b)(iv) of the Lease is deleted, and Harbor Shores shall have no further obligations in respect of the extension of Klock Road.

5. Harbor Shores shall consult with representatives of the Michigan Department of Transportation to help develop a satisfactory resolution of the use of the grant funds that had been set aside for the Klock Road extension project.

6. To the extent required by Section 7.11 of the Lease, the parties shall provide the Michigan Attorney General and the head of the charitable trust section of the Michigan Attorney General's office with notice of this Agreement. Harbor Shores and the City shall each contact the office of the Attorney General to determine if approval of this Agreement is required and, if so, to solicit that approval.

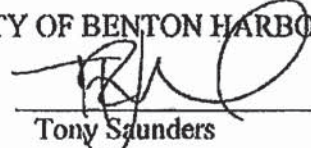
The parties have caused this Agreement to be executed by their authorized representatives.

HARBOR SHORES COMMUNITY REDEVELOPMENT INC.

By:   
D. Jeffrey Noel

Its: President

CITY OF BENTON HARBOR

By:   
Tony Saunders

Its: Emergency Manager

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