

STATE OF GEORGIA

COUNTY OF CLAYTON

RESOLUTION NO. 2018 – 12

A RESOLUTION AUTHORIZING A FOURTH AMENDMENT TO THE PURCHASE AND SALE AGREEMENT WITH HIGHWOODS REALTY LIMITED PARTNERSHIP, A NORTH CAROLINA LIMITED PARTNERSHIP, TO PROVIDE FOR CERTAIN CLOSING CONTINGENCIES RELATING TO THE ABANDONMENT OF COLLEGE STREET; TO AUTHORIZE THE CHAIRMAN TO EXECUTE THE AMENDMENT; TO PROVIDE AN EFFECTIVE DATE OF THIS RESOLUTION; AND FOR OTHER PURPOSES.

**WHEREAS**, Clayton County entered into a Purchase and Sale Agreement dated June 20, 2017, with Highwoods Realty Limited Partnership (each a “Party” and collectively, the “Parties”), as amended by a First Amendment to Purchase and Sale Agreement dated September 15, 2017, as further amended by a Second Amendment to Purchase and Sale Agreement dated October 20, 2017, and a Third Amendment to Purchase and Sale Agreement dated November 17, 2017 (as amended, the “Agreement”), setting forth the terms upon which the Parties would exchange certain real property located in Clayton County, Georgia; and

**WHEREAS**, the Parties desire to provide for certain closing contingencies, specifically the abandonment of College Street, and to amend the Agreement to reflect those closing contingencies; and

**WHEREAS**, the Board of Commissioners deems it in the best interest of the County and the County will best be served by amending Agreement to provide for those closing contingencies, specifically the abandonment of College Street.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF  
CLAYTON COUNTY, GEORGIA AND IT IS HEREBY RESOLVED:

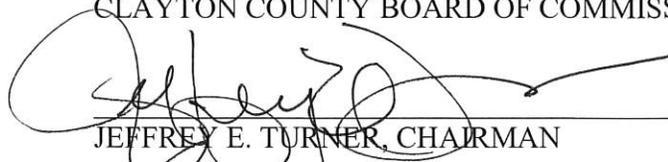
Section 1. The Board of Commissioners hereby authorizes Clayton County to enter into the Fourth Amendment to Purchase and Sale Agreement with Highwoods Realty Limited Partnership in the form attached hereto as Exhibit 1. The Board authorizes the Chairman to execute the Fourth Amendment and to perform all other acts necessary to accomplish the intent of this Resolution, including the performance of due diligence and the execution of closing documents. The Board further authorizes the Chief Financial Officer to amend the Budget where necessary to reflect an appropriate revenue source and expense, all as may be required under the terms of the Purchase and Sale Agreement, as amended, including the cost of due diligence.

Section 2. This Resolution shall be effective upon its approval by the Board of Commissioners.

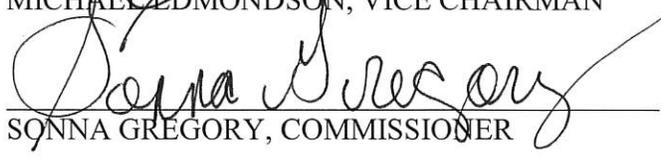
SO RESOLVED, this the 6<sup>th</sup> day of February, 2018.

Signatures on the following page

CLAYTON COUNTY BOARD OF COMMISSIONERS

  
JEFFREY E. TURNER, CHAIRMAN

  
MICHAEL EDMONDSON, VICE CHAIRMAN

  
SONNA GREGORY, COMMISSIONER

  
GAIL B. HAMBRICK, COMMISSIONER

  
FELICIA FRANKLIN WARNER, COMMISSIONER

ATTEST:

  
SANDRA T. DAVIS, CLERK