RESOLUTION OF THE WHITESTOWN REDEVELOPMENT COMMISSION AMENDING THE DECLARATORY RESOLUTION ADOPTED JULY 7, 2014, WHICH CREATED THE TOWN OF WHITESTOWN, INDIANA LEGACY CORE REDEVELOPMENT AREA #1 TO ENLARGE THE AREA

WHEREAS, on July 7, 2014 the Whitestown Redevelopment Commission (the "Commission") adopted its Declaratory Resolution (the "Declaratory Resolution") declaring an area of the Town of Whitestown, Indiana (the "Town") as the "Town of Whitestown, Indiana Legacy Core Redevelopment Area #1" (the "Original Redevelopment Area") to be an "area needing redevelopment" within the meaning of Indiana Code 36-7-14 and Indiana Code 36-7-25 (collectively, the "Act"), designating the entire Original Redevelopment Area as an "allocation area" (the "Original Allocation Area") for purposes of Indiana Code 36-7-14-39, and approving the Redevelopment Plan for the Original Redevelopment Area (the "Original Plan"); and

WHEREAS, on September 2, 2014, following a public hearing, the Commission adopted its Resolution No. 2014-10 confirming the Declaratory Resolution and confirming the Original Plan (the Declaratory Resolution, as so confirmed, the "Original Declaratory Resolution"); and

WHEREAS, a map of the Original Redevelopment Area is included in Exhibit A attached hereto and incorporated herein by reference; and

WHEREAS, the Commission has conducted an investigation and made studies of the conditions in the geographic area located on the near west/southwest side of the Original Redevelopment Area in the Town, which geographic area is described in Exhibit B attached hereto and incorporated herein by reference (the "Enlarged Area"); and

WHEREAS, based upon such investigation and studies of the Enlarged Area, the Commission has determined that (i) the Original Redevelopment Area and the Original Allocation Area should be enlarged to include the Enlarged Area and (ii) the Original Plan should be amended for purposes of including the redevelopment of the Enlarged Area; and

WHEREAS, the Commission finds that the Enlarged Area is an area needing redevelopment pursuant to the Act and that normal development and occupancy of the Enlarged Area is undesirable or impossible because of the lack of development, cessation of growth, deterioration of improvements, environmental contamination, character of occupancy, age, obsolescence, substandard buildings, and other factors that impair the values or prevent the normal use or development of the Enlarged Area; and

WHEREAS, the Commission has caused to be prepared maps and plats showing (i) the boundaries of the Enlarged Area, the location of various parcels of property, streets, alleys and other features affecting the acquisition, clearance, replatting, replanning, rezoning or redevelopment of the Enlarged Area, indicating that all parcels of property in the Enlarged Area are to be excluded from any acquisition list of the Commission and (ii) the parts of the Enlarged Area, if any, that are to be devoted to public ways, levees, sewerage, parks, playgrounds, and other public purposes under the Original Plan, as hereby amended; and

WHEREAS, the Original Plan, as hereby amended (the "Plan"), satisfies the criteria set forth in the Act for designating and enlarging a redevelopment area; and

WHEREAS, the Commission has prepared an estimate of the cost of the redevelopment of the Enlarged Area; and

NOW, THEREFORE, BE IT RESOLVED BY THE COMMISSION THAT:

Section 1. The foregoing recitals are hereby incorporated by reference.

Section 2. The Original Redevelopment Area, as more particularly described in Exhibit A attached hereto and incorporated herein by reference, is hereby enlarged to include the Enlarged Area, as more particularly described in Exhibit B attached hereto and incorporated herein by reference. The list of parcels in the Enlarged Area is also included in Exhibit B. The Original Development Area, as enlarged to include the Enlarged Area (collectively, the "Redevelopment Area"), is more particularly described in Exhibit C attached hereto and incorporated herein by reference. The Commission finds that the Redevelopment Area is an area needing redevelopment for purpose of the Act.

Section 3. The Plan is hereby amended to include the amendments set forth in Exhibit D attached hereto and incorporated herein by reference (the "Enlarged Area Plan Amendments"), which Enlarged Area Plan Amendments amend the Plan to include, among other matters, (i) the boundaries of the Original Redevelopment Area and Original Allocation Area as enlarged to include the Enlarged Area, (ii) the projects for the Enlarged Area (the "Projects"), and (iii) the costs of the Projects which are estimated at $10,000,000, inclusive of financing costs.

Section 4. The Plan for the Redevelopment Area, as hereby amended to include the Enlarged Area Plan Amendments:

(a) Promotes significant opportunities for the gainful employment of the citizens within the Redevelopment District of the Town;

(b) Assists in the attraction of major new business enterprises in the Town;

(c) Benefits the public health, safety, morals and welfare of the citizens of the Town;

(d) Increases the economic well-being of the Town and the State of Indiana; and

(e) Serves to protect and increase property values in the Town and the State of Indiana.

Section 5. The Plan for the Redevelopment Area, as hereby amended to include the Enlarged Area Plan Amendments, cannot be achieved by regulatory processes or by the ordinary operation of private enterprise without resort to the powers allowed under the Act because of the lack of local public improvements and other similar conditions, specifically the Redevelopment Area lacks the necessary infrastructure improvements to encourage development of private enterprise, including streets, facades, streetside improvements such as sidewalks and street lighting, drainage, parks, trails, utilities, municipal facilities, economic development facilities and landscaping; the cost of such improvements prevents the improvements from being accomplished by private enterprise; and there is no regulatory process available to build infrastructure or provide incentives to encourage redevelopment or economic growth in the Redevelopment Area.

Section 6. The Redevelopment Area is a menace to the social and economic development interest of the Town and its inhabitants and it will be of public utility and benefit to redevelop the Redevelopment Area pursuant to the Act. Further, the public health and welfare will be benefited by the accomplishment of the Plan for the Redevelopment Area, as hereby amended to include the Enlarged Area Plan Amendments.

Section 7. The accomplishment of the Plan for the Redevelopment Area, as hereby amended to include the Enlarged Area Plan Amendments, will be of public utility and benefit as measured by:

(a) The attraction or retention of permanent jobs;

(b) An increase in the property tax base; and

(c) An improved diversity of the economic base.

Section 8. The Plan for the Redevelopment Area, as hereby amended to include the Enlarged Area Plan Amendments, conforms to other development and redevelopment plans for the Town and is reasonable and appropriate when considered in related to the Original Plan.

Section 9. The Commission does not plan to acquire any parcels of property in the Enlarged Area. If and to the extent any residents of the Enlarged Area will be displaced by any Project for the Enlarged Area, the Commission will give consideration to transitional and permanent provisions for adequate housing for such residents, if any, in the Enlarged Area.

Section 10. The Commission estimates the cost of implementing the Plan for the Projects in the Enlarged Area will be approximately $10,000,000.

Section 11. The Original Allocation Area is hereby enlarged to include the Enlarged Area (such Enlarged Area, the "Enlarged Allocation Area"). Maps of (i) the Original Allocation Area, (ii) the Enlarged Allocation Area and (iii) the Original Allocation Area together with the Enlarged Allocation Area, are attached hereto as Exhibit A, Exhibit B and Exhibit C respectively, which maps are incorporated herein by reference. This paragraph constitutes the "allocation provision" for purposes of Indiana Code 36-7-14-39. Any property taxes levied on or

after the effective date of this resolution by or for the benefit of any public body entitled to a distribution of property taxes on taxable property in the Enlarged Allocation Area (the "Enlarged Allocation Area Taxing Units") shall be allocated and distributed in accordance with Indiana Code 36-7-14-39 or any applicable successor provision (such allocated and distributed property taxes, the "Enlarged Area TIF"); provided, however, that seventy percent (70%) of such Enlarged Area TIF shall be distributed to the allocation fund of the Commission and thirty percent (30%) shall be passed through to the Enlarged Allocation Area Taxing Units. This allocation provision shall expire no later than 25 years after the date on which the first obligation is incurred to pay principal and interest on bonds or lease rentals on leases payable from tax increment revenues from the Enlarged Allocation Area.

Section 12. The Commission hereby finds that the adoption of the allocation provision in Section 11 hereof will result in new property taxes in the Enlarged Allocation Area that would not have been generated but for the adoption of the allocation provision contained in section 11 hereof. The improvements to be undertaken in the area are expected to result in the sale of certain parcels in the area which will be redeveloped and will become taxable parcels, thus resulting in new property taxes in the Enlarged Allocation Area that would not have been generated but for the adoption of the allocation provision contained in Section 11 hereof. Additionally, the current condition of the Enlarged Allocation Area is not amendable to development due to the condition of the Enlarged Allocation Area as hereinbefore stated and as further described in the Plan. The Commission has been advised by its staff that through the proposed redevelopment of the Enlarged Allocation Area such redevelopment will foster and encourage orderly economic development of the Enlarged Area which will result in new property taxes in the Enlarged Allocation Area that would not have otherwise occurred.

Section 13. The presiding officer of the Commission is hereby authorized and directed to submit this resolution and the Plan for the Redevelopment Area, as hereby amended to include the Enlarged Area Plan Amendments, to the Whitestown Plan Commission (the "Plan Commission") for its approval.

Section 14. The Commission also directs the presiding officer, after receipt of the written order of approval of the Plan Commission which has been approved by the Town Council of the Town to publish notice of the adoption and substance of this resolution in accordance with Indiana Code 5-3-1-4 and to file notice with the Plan Commission, Board of Zoning Appeals, Board of Public Works, Park Board, the building commissioner and any other departments or agencies of the Town concerned with unit planning, zoning variances, land use or the issuance of building permits. The notice must state that maps and plats have been prepared and can be inspected at the office of the Town's department of redevelopment and must establish a date when the Commission will receive and hear remonstrances and objections from persons interested in or affected by the proceedings pertaining to the proposed project and will determine the public utility and benefit of the proposed project. Copies of the notice shall also be filed with the officer authorized to fix budgets, tax rates and tax levies under Indiana Code 6-1.1-17-5 for each taxing unit that is either wholly or partly located within the proposed Enlarged Allocation Area.

Section 15. The Commission also directs the presiding officer to prepare or cause to be prepared a statement disclosing the impact of the Enlarged Allocation Area which includes (a) the estimated economic benefits and costs incurred by the Enlarged Allocation Area, as measured by increased employment and anticipated growth of real property, personal property and inventory assessed values and (b) the anticipated impact on tax revenues of each taxing unit that it either wholly or partly located within the Enlarged Allocation Area (a copy of this statement shall be filed with each such taxing unit with a copy of the notice required under Indiana Code 36-7-14-17 at least 10 days prior to the date of the hearing described in Section 14 hereof).

Section 16. The Commission further directs the presiding officer to submit this resolution to the Town Council of the Town for its approval of the establishment of the Original Development Area, as hereby enlarged to include the Enlarged Area.

Section 17. All resolutions and parts of resolutions in conflict herewith are hereby repealed. The provisions of the Original Declaratory Resolution not amended hereby shall remain in full force and effect.

Section 18. The amendments made to the Original Declaratory Resolution hereby, are reasonable and appropriate when considered in relation to the Original Declaratory Resolution and the Original Plan and the purposes of the Act.

Section 19. If any section, paragraph or provision of this resolution shall be held to be invalid or unenforceable for any reason, the invalidity or unenforceability of such section, paragraph or provision shall not affect any of the remaining provisions of this resolution.

Section 20. This resolution shall be in full force and effect from and after its passage.

Adopted _____, 2017.

WHITESTOWN REDEVELOPMENT COMMISSION

_____
President

_____
Vice-President

_____
Secretary

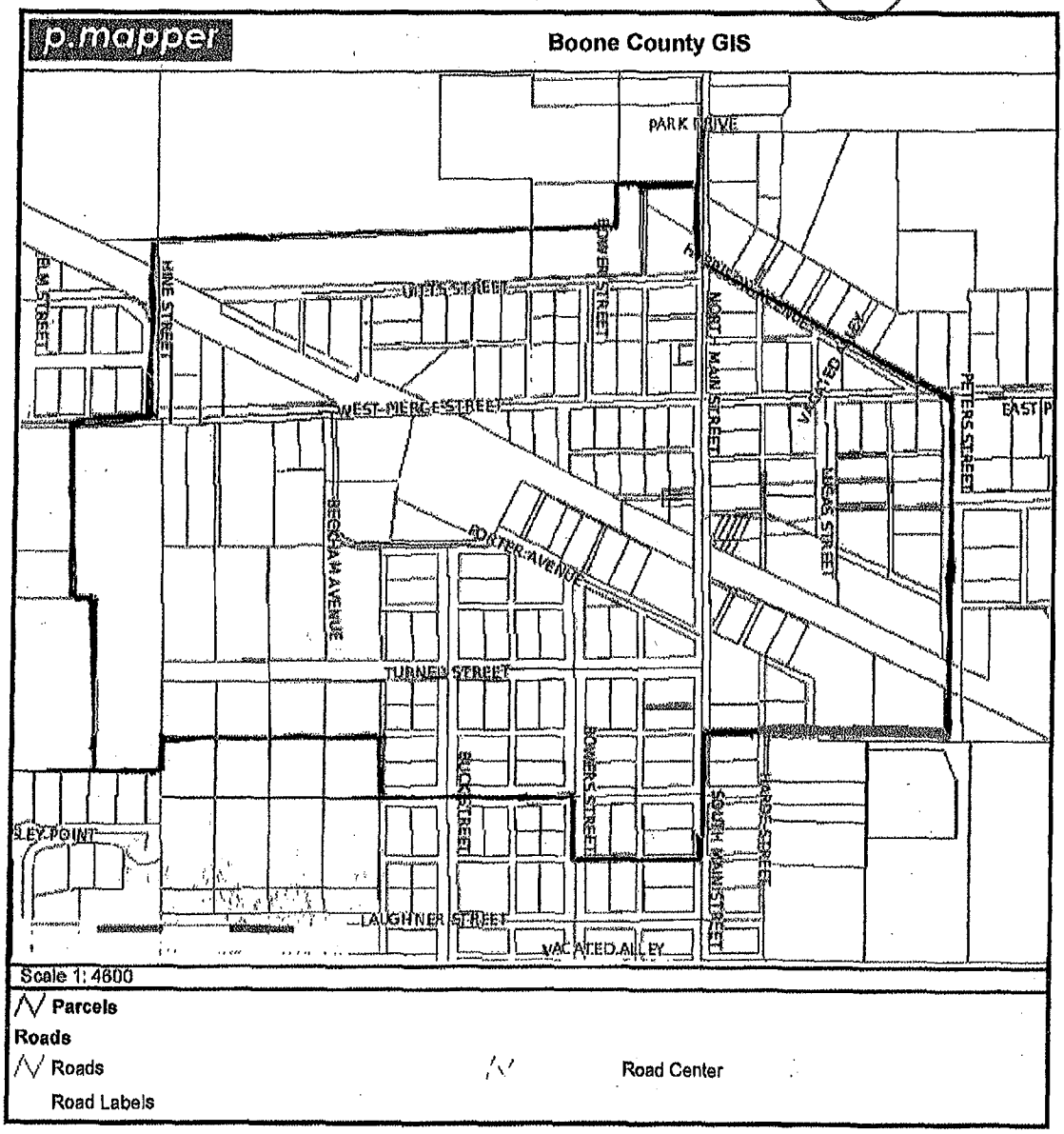
_____
Member

_____
Member

EXHIBIT A

Map, Description and Parcel Number List for Original Area and the Original Allocation Area

ORIGINAL



ORIGINAL REDEVELOPMENT AREA/ORIGINAL ALLOCATION AREA

Description of the Original Area/Original Allocation Area

A part of the Southeast Quarter and a part of the Southwest Quarter of Section 18 and a part of the Northeast Quarter and a part of the Northwest Quarter of Section 19, all in Township 18 North, Range 2 East, in Boone County, Indiana described as follows:

Commencing at the southeast corner of said Southwest Quarter; thence North 343.10 feet along the east line of said Southwest Quarter to the centerline of Harrison Street and the point of beginning of this description: thence continuing North 181.31 feet along said east line to the northeast corner of the tract of land conveyed by the Special Warranty Deed recorded as Instrument No. 201100007593 in the Office of the Recorder of Boone County, Indiana; thence West 151.46 feet along the north line of said tract of land and said north line prolonged westerly to the west line of the original corporate limits of the Town of Whitestown as established by Order of the Boone County Board of Commissioners on March 3, 1947; thence South 102.52 feet along said west line to a north line of said original corporate limits; thence West 1173.37 feet along said north line to the west line of the Southeast Quarter of said Southwest Quarter; thence South 425.58 feet along said west line to the southwest corner of said Quarter-Quarter Section which point is the northeast corner of the tract of land conveyed by the Warranty Deed recorded as Instrument No. 200500514200 in the Office of said Recorder; thence South 88 degrees 26 minutes 27 seconds West 231.88 feet along the north line of said Northwest Quarter to the northwest corner of said tract of land; thence the following four (4) courses along the west and south lines of said tract of land: (1) South 00 degrees 03 minutes 34 seconds East 430.50 feet; (2) thence North 88 degrees 26 minutes 27 seconds East 69.13 feet; (3) thence South 00 degrees 03 minutes 34 seconds East 430.50 feet; (4) thence North 88 degrees 26 minutes 27 seconds East 162.75 feet to the west line of Lot 50 of Buck's Second Addition to Whitestown, the plat of which is recorded in Plat Book 3, page 21 in the Office of said Recorder; thence North 83.25 feet along said west line to the north line of the tract of land appropriated on October 3, 1967 by the Town of Whitestown in Cause No. S67-105 in the Boone Superior Court; thence East 525.77 feet along said north line to the east line of Lot 47 in said Buck's Second Addition; thence South 151.44 feet along said east line and the east line of Lot 54 in said Buck's Second Addition to the centerline of Neese Street; thence East 488.27 feet along said centerline to the centerline of Bowers Street in said Addition; thence South 153.25 feet along the centerline of said Bowers Street to the centerline of the first alley south of Neese Street; thence East 304.50 feet along the centerline of said alley to the west line of the Northeast Quarter of said Section 19 which is the centerline of Main Street; thence North 306.50 feet along said west line to the centerline of the first alley north of Neese Street; thence East 149.25 feet along said centerline to the centerline of the first alley east of Main Street; thence South 15.00 feet along said centerline to the centerline of Hull Street as shown on the plat of Buck's Third Addition recorded in Plat Book 3, page 33 in the Office of said Recorder; thence East 463.00 feet along said centerline to the centerline of Peters Street; thence North 188.79 feet along said centerline to the northern line of the former C.C.C. & St. L. Railway right of way; thence Northwesterly 13.73 feet along said northern line to the centerline of said Peters Street; thence North 644.40 feet along said centerline to the north line of the Northeast Quarter of said Section 19 which is the centerline of Pierce Street; thence West 58.81 feet along said north line to the centerline

of Harrison Street; thence Northwesterly 635.06 feet along said centerline to the point of beginning.

Town of Whitestown, Indiana
Legacy Core Redevelopment Area #1
Original Area/Original Allocation Area

The following lots are located in the Area, as identified by Parcel #:

County Parcel No.	State Parcel No.
0180271000	06-08-18-000-001.081-019
0180270000	06-08-18-000-001.075-019
0180187000	06-08-18-000-001.059-019
0180029000	06-08-18-000-001.043-019
0180289000	06-08-18-000-001.003-019
0180171000	06-08-18-000-001.004-019
0180214000	06-08-18-000-001.002-019
0180078000	06-08-19-000-001.101-019
0180222000	06-08-19-000-001.298-019
0180030000	06-08-19-000-001.278-019
0180217003	06-08-19-000-010.000-019
0180262000	06-08-19-000-001.289-019
0180263000	06-08-19-000-001.290-019
0180291000	06-08-19-000-001.014-019
0180064000	06-08-19-000-001.058-019
0180031000	06-08-19-000-001.281-019
0180206000	06-08-19-000-001.107-019
0180217002	06-08-19-000-001.013-019
0180075001	06-08-19-000-001.104-019
0180244000	06-08-19-000-001.115-019
0180245000	06-08-19-000-001.123-019
0180157000	06-08-19-000-001.006-019
0180217002	06-08-19-000-001.013-019
0180246000	06-08-19-000-001.126-019
0180244000	06-08-19-000-001.115-019

0180217002	06-08-19-000-001.013-019
0180221001	06-08-19-000-001.297-019
0180073000	06-08-19-000-001.294-019
0180032000	06-08-19-000-001.280-019
0180032001	06-08-19-000-001.282-019
0180185000	06-08-19-000-001.263-019
0180185000	06-08-19-000-001.263-019
0180007000	06-08-19-000-001.102-019
0180008000	06-08-19-000-001.103-019
0180176000	06-08-19-000-001.292-019
0180172000	06-08-18-000-001.047-019
0180171000	06-08-18-000-001.004-019
0180265000	06-08-18-000-001.001-019
0180123000	06-08-19-000-001.303-019
0180126000	06-08-19-000-001.301-019
0180099000	06-08-18-000-001.071-019
0180076000	06-08-18-000-001.073-019
0180077000	06-08-18-000-001.072-019
0180294000	06-08-18-000-001.048-019
0180293000	06-08-18-000-001.005-019
0180159000	06-08-18-000-001.061-019
0180257000	06-08-18-000-001.054-019
0180152000	06-08-18-000-001.044-019
0180189000	06-08-18-000-001.009-019
0180043000	06-08-18-000-001.008-019
0180219000	06-08-18-000-001.012-019
0180102000	06-08-18-000-001.051-019
0180101000	06-08-18-000-001.052-019
0180058000	06-08-18-000-001.006-019
0180311000	06-08-18-000-001.007-019
0180243000	06-08-19-000-001.125-019
0180292000	06-08-19-000-001.027-019

0180218000	06-08-18-000-002.000-019
0180000005	06-08-19-000-001.111-019
0180075000	06-08-19-000-001.105-019
0180000002	06-08-19-000-001.127-019
0180120000	06-08-19-000-001.118-019
0180121000	06-08-19-000-001.017-019
0180173000	06-08-19-000-001.012-019
0180181000	06-08-19-000-001.016-019
0180166001	06-08-19-000-001.332-019
0180186000	06-08-19-000-001.235-019
0180184000	06-08-19-000-001.254-019
0180286000	06-08-19-000-001.279-019
0180310000	06-08-19-000-001.274-019
0180129000	06-08-19-000-001.269-019
0180192000	06-08-19-000-001.285-019
0180135000	06-08-19-000-001.284-019
0180134000	06-08-19-000-001.268-019
0180000010	06-08-19-000-001.277-019
0180032002	06-08-19-000-017.000-019
0180000008	06-08-19-000-014.000-019
0180023001	06-08-19-000-074.000-019
0180024000	06-08-19-000-001.188-019
0180023001	06-08-19-000-074.000-019
0180254000	06-08-19-000-001.253-019
0180170000	06-08-19-000-001.265-019
0180195000	06-08-19-000-001.252-019
0180227000	06-08-19-000-001.267-019
0180204000	06-08-19-000-001.007-019
0180300000	06-08-19-000-001.116-019
0180223000	06-08-19-000-001.245-019
0180224000	06-08-19-000-001.247-019
0180225000	06-08-19-000-020.000-019

0180307000	06-08-19-000-001.238-019
0180285000	06-08-19-000-001.227-019
0180284000	06-08-19-000-001.232-019
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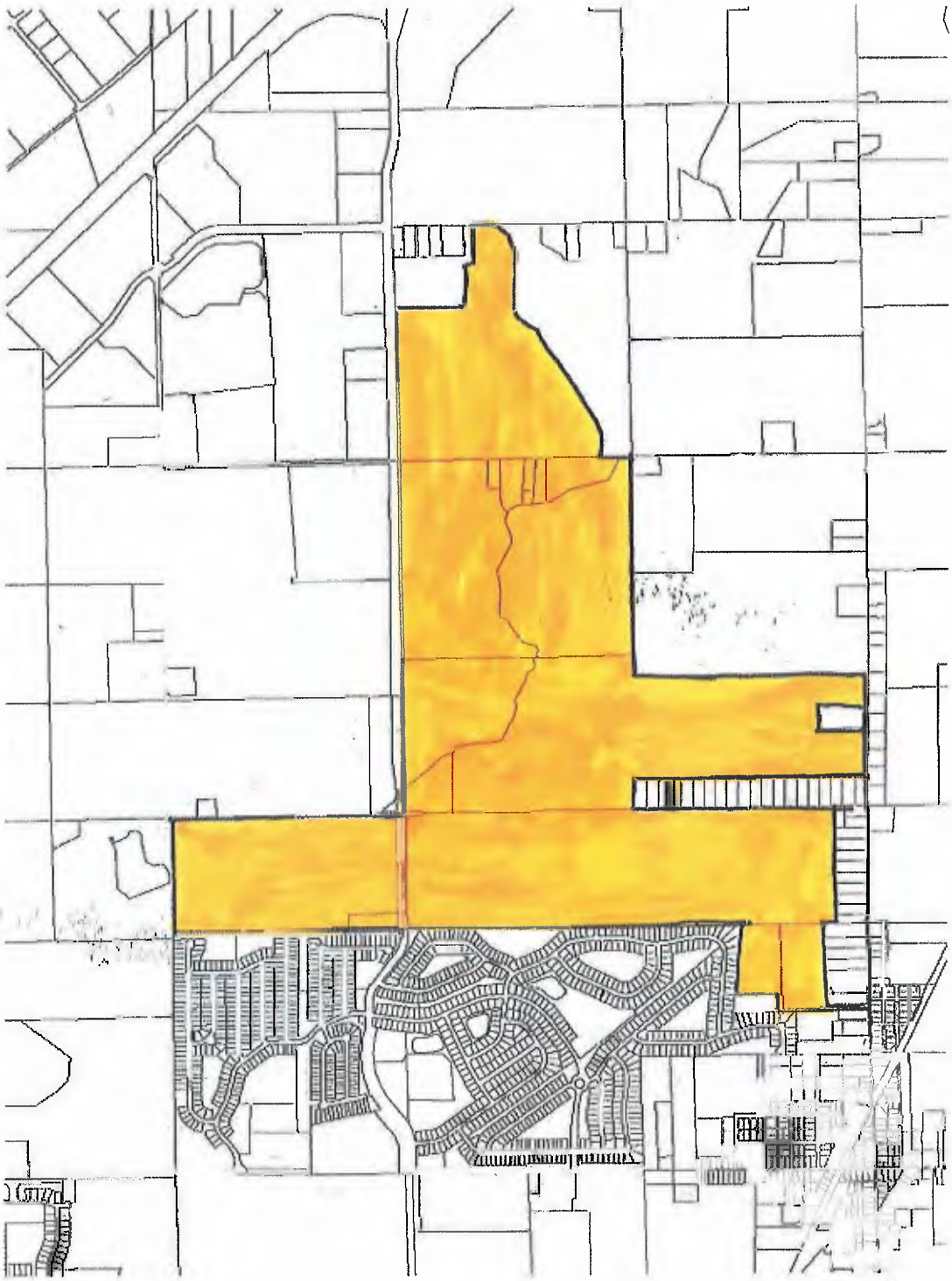
0180183000	06-08-19-000-001.195-019
0180023000	06-08-19-000-001.181-019
0180000012	06-08-19-000-001.197-019
0180139000	06-08-19-000-001.183-019
0180248000	06-08-19-000-001.237-019
0180190000	06-08-19-000-001.236-019
0180302000	06-08-19-000-001.203-019
0180303000	06-08-19-000-001.202-019
0180259000	06-08-18-000-001.108-019
0180319000	06-08-18-000-001.107-019
0180298000	06-08-18-000-004.000-019
0180150000	06-08-18-000-001.141-019
0180131000	06-08-18-000-001.140-019
0180125000	06-08-19-000-001.076-019
0180251000	06-08-19-000-001.077-019
0180252000	06-08-19-000-001.287-019
0180253000	06-08-19-000-001.306-019
0180000013	06-08-19-000-001.304-019
0180005000	06-08-19-000-001.302-019
0180000006	06-08-19-000-001.305-019
0180093000	06-08-19-000-001.083-019
0180092000	06-08-19-000-001.082-019
0180215000	06-08-19-000-001.078-019
0180017000	06-08-19-000-001.061-019
0180072000	06-08-19-000-001.057-019
0180148000	06-08-19-000-001.039-019
0180122000	06-08-19-000-001.018-019
0180180000	06-08-19-000-001.015-019

0180071000	06-08-19-000-001.043-019
0180044000	06-08-19-000-001.062-019
0180087000	06-08-19-000-001.075-019
0180086000	06-08-19-000-001.059-019
0180235000	06-08-19-000-001.037-019
0180109000	06-08-19-000-001.119-019
0180108000	06-08-19-000-001.120-019
0180028000	06-08-19-000-001.205-019
0180027000	06-08-19-000-001.204-019
0180322000	06-08-19-000-001.106-019
0180000012	06-08-19-000-001.197-019
0180236000	06-08-19-000-001.036-019
0180071001	06-08-19-000-001.042-019
0180174000	06-08-19-000-001.011-019
0180000001	06-08-19-000-001.024-019
0180207000	06-08-19-000-001.029-019
0180000006	06-08-19-000-001.305-019
0180146000	06-08-18-000-001.130-019
0180160000	06-08-18-000-001.131-019
0180160002	06-08-18-000-001.129-019
0180160001	06-08-18-000-001.118-019
0180160003	06-08-18-000-001.121-019

EXHIBIT B

Map, Description and Parcel Number List for Enlarged Area and the Enlarged Allocation Area



ENLARGED AREA/ENLARGED ALLOCATION AREA - HIGHLIGHTED IN ORANGE

Description of Enlarged Area/ Enlarged Allocation Area

The Enlarged Area/Enlarged Allocation Area is located generally to the west and southwest of the Original Redevelopment Area. The Enlarged Area/Enlarged Allocation Area connects at its northern boundary to the Original Redevelopment Area starting at West Pierce Street on the northeast side of the Enlarged Area/Enlarged Allocation Area (this being also the northwest side of the Original Redevelopment Area). The northern boundary of the Enlarged Area/Enlarged Allocation Area then proceeds west on West Pierce Street connecting to northern boundaries of parcel nos. 0180370000 and 018037000 where such parcels meet West Pierce Street (such parcels are included in the Enlarged Area/Enlarged Allocation Area). The southern border of the Enlarged Area/Enlarged Allocation Area includes Albert S White Drive and on the southeast corner of the Enlarged Area/Enlarged Allocation Area extends south to CR 450S. The Enlarged Area/Enlarged Allocation Area is bordered on the east generally by the Walker Farms subdivision and on the west by CR 450E.

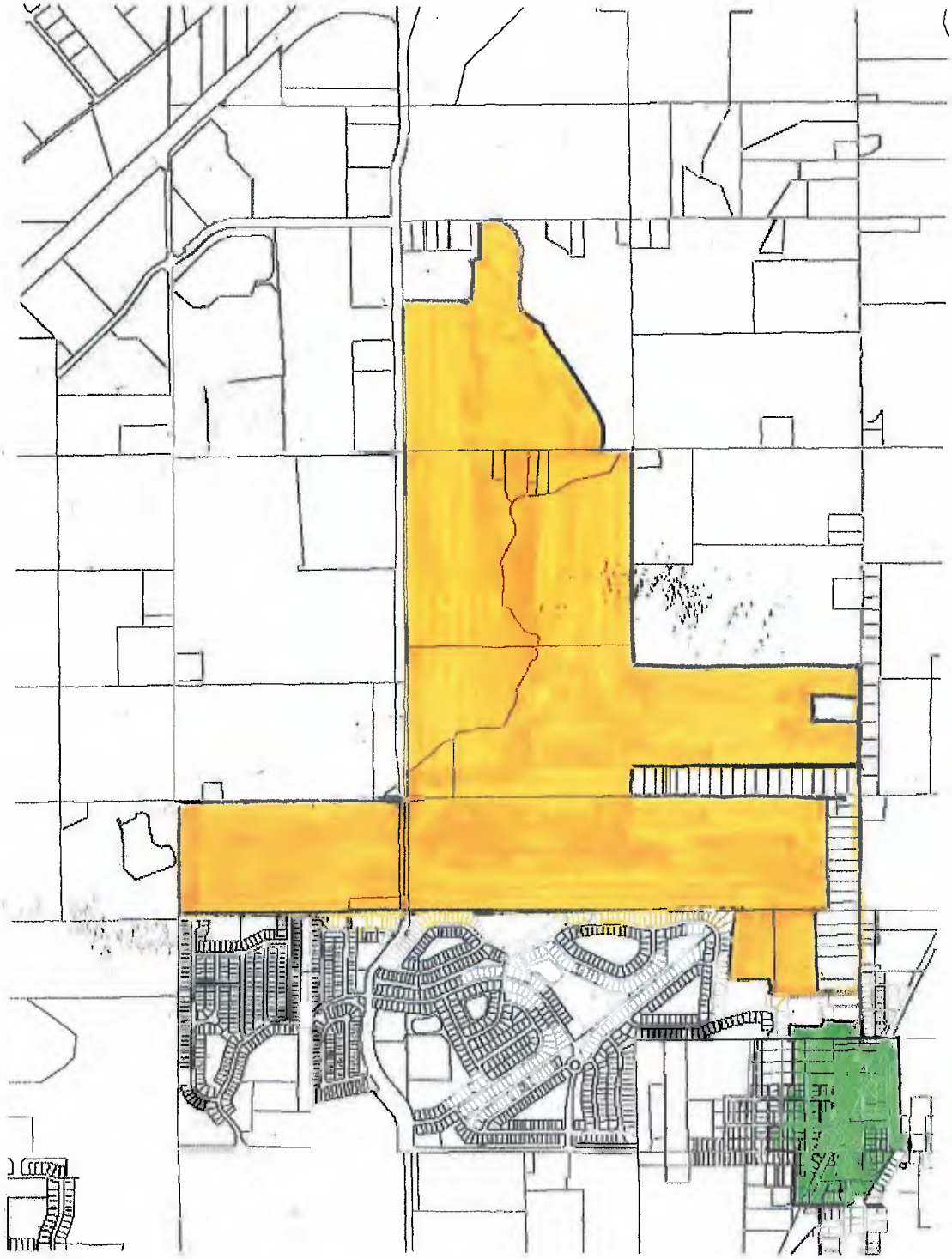
Town of Whitestown, Indiana
Legacy Core Redevelopment Area #1
Enlarged Area/Enlarged Allocation Area Parcel List

County Parcel No.	State Parcel No.
0180373000	06-07-25-000-001.006-019
0180370000	06-07-24-000-001.001-019
0180287000	06-08-19-000-001.222-019
0180050000	06-08-19-000-001.170-019
0180370001	06-07-24-000-001.002-019
0180370000	06-07-24-000-001.001-019
0180370007	06-07-24-000-001.008-019
0180322003	06-07-24-000-003.000-019
0120319000	06-07-24-000-032.000-018
0181320000	06-07-24-000-004.000-019
0120322000	06-07-24-000-031.000-018
0120293000	06-07-24-000-044.000-018
0120293001	06-07-24-000-044.001-018
0120322001	06-07-24-000-031.001-018
0120139001	06-07-24-000-011.001-018
0120213003	06-07-23-000-012.003-018
0180313100	06-08-30-000-001.007-019

EXHIBIT C

Map of Original Area and Original Allocation Area with Enlarged Area and the Enlarged Allocation Area

(note, Original Area and Original Allocation Area are shaded in green and the Enlarged Area and Enlarged Allocation Area are shaded in orange)



ORIGINAL REDEVELOPMENT AREA/ORIGINAL ALLOCATION AREA HIGHLIGHTED IN GREEN

ENLARGED AREA/ENLARGED ALLOCATION AREA HIGHLIGHTED IN ORANGE

EXHIBIT D

Plan Amendments

REDEVELOPMENT PLAN
FOR THE TOWN OF WHITESTOWN, INDIANA
LEGACY CORE REDEVELOPMENT AREA #1

WHITESTOWN REDEVELOPMENT COMMISSION

AMENDMENTS FOR ENLARGED AREA

The Redevelopment Plan for the Town of Whitestown, Indiana Legacy Core Redevelopment Area #1 (the "Original Plan"), confirmed by Resolution No. 2014-10 of the Whitestown Redevelopment Commission (the "Commission"), is hereby amended pursuant to the resolution of the Commission of which these Original Plan amendments are a part (the "Amendatory Resolution") as follows:

Description of Area

The Original Plan description of the Original Redevelopment Area (as defined in the Amendatory Resolution) is hereby amended to include the area described in Exhibit B of the Amending Resolution (the "Enlarged Area"). The list of parcels in the Enlarged Area is also included in Exhibit B. The Original Redevelopment Area as enlarged to include the Enlarged Area is described in Exhibit C of the Amendatory Resolution and the Plan is so amended to reflect such enlargement of the Original Redevelopment Area to include the Enlarged Area.

Allocation Area

The Original Plan description of the allocation area is hereby amended to include both the Original Redevelopment Area (the "Original Allocation Area") and the Enlarged Area (the "Enlarged Allocation Area") (collectively, the "Allocation Area"), each as described individually in Exhibit A and Exhibit B, and collectively as Exhibit C, attached to the Amendatory Resolution. With respect to the Enlarged Allocation Area, this allocation provision shall expire no later than 25 years after the date on which the first obligation is incurred to pay principal and interest on bonds or lease rentals on leases payable from tax increment revenues from the Enlarged Allocation Area. In addition, the Original Plan is hereby amended to reflect that seventy percent (70%) of the Enlarged Area TIF (as defined in the Amendatory Resolution) shall be distributed to the allocation fund of the Commission and thirty percent (30%) shall be passed through to the Enlarged Allocation Area Taxing Units (as defined in the Amendatory Resolution).

Project Description

The total estimated costs of the Projects as set forth in the Original Plan is hereby amended to include an additional cost of $10,000,000 for the projects for the Enlarged Area, which is inclusive of financing costs. The projects for the Enlarged Area include infrastructure improvements needed to serve and redevelop the Enlarged Area, such as streets, facades, streetside improvements such as sidewalks and street lighting, drainage,

parks, trails, utilities, municipal facilities, economic development facilities and landscaping.

Effective Date

These amendments to the Original Plan shall take effect upon adoption by the Commission of its confirming resolution confirming the Amendatory Resolution. Any provisions of the Original Plan not amended hereby shall remain in full force and effect.