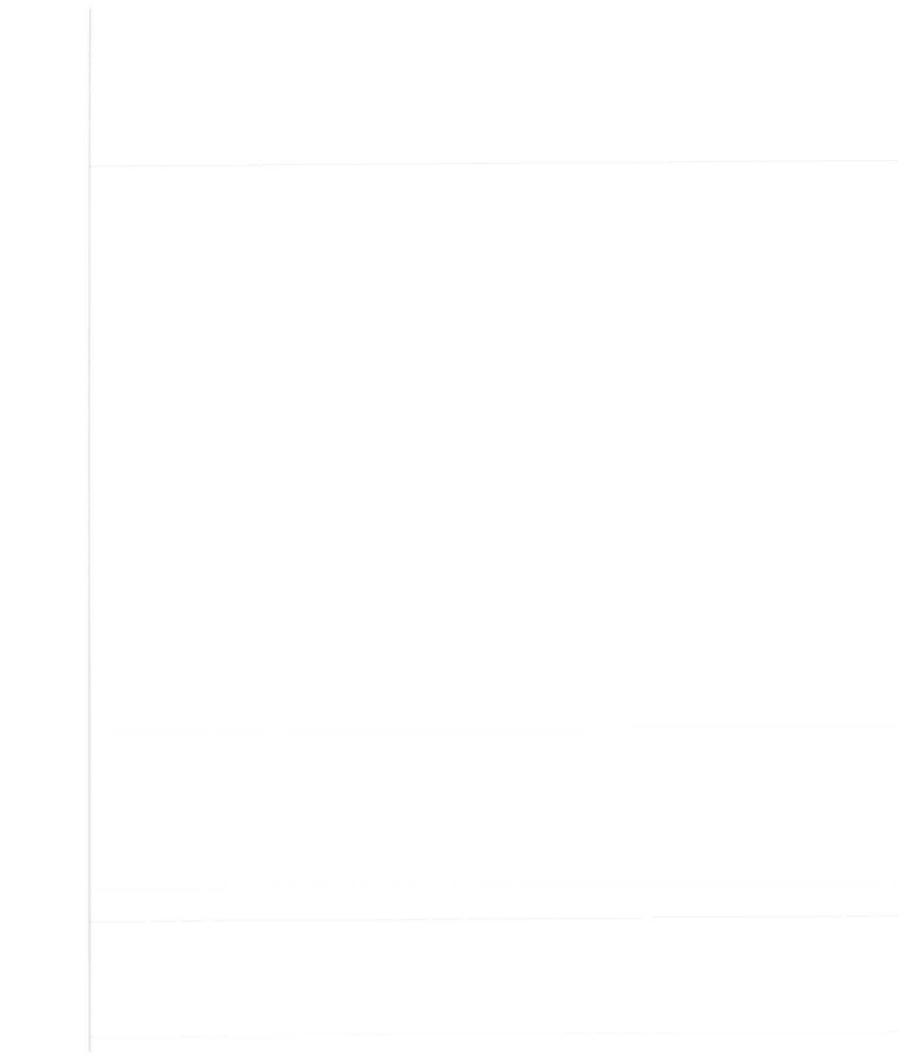
MEMORANDUM OF UNDERSTANDING

This Memorandum of Understanding is entered this 4 day of March, 2024, by and between LEXINGTON FAYETTE URBAN COUNTY GOVERNMENT ("LFUCG"), an Urban County Government pursuant to KRS 67A, and WAVELAND WOODS, LLC ("Waveland"), as owner of the real property located at 1100 Armstrong Mill Road, Lexington, Kentucky 40517 ("Property"). As owner of the Property, and pursuant to Note 13 on the Certified Development Plan for the development known as Millcreek Subdivision Unit 3 and Jonestown on the Property, PLN-MJDP-21-00039, Waveland hereby agrees and accepts that LFUCG shall build and maintain a shared-use trail/pedestrian path over that portion of the Property as shown in the document attached hereto as Exhibit 1. LFUCG and Waveland further agree and understand that the shared-use trail/pedestrian path shall be constructed by LFUCG at its sole expense; that LFUCG shall be exclusively responsible for all costs, expenses, obligations and liabilities with respect to the maintenance of this shared-use trail/pedestrian path once constructed; and that LFUCG, to the extent permitted by law, and without waiving the defense of sovereign immunity or any other legal defense it may have against third party claims, shall indemnify and hold Waveland harmless from any actions, demands, claims or liability of any kind relating to any claim for injury or damage arising out of any activity whatsoever occurring in connection with the construction, maintenance and use of the shared-use trail/pedestrian path shown in the attached Exhibit 1, including without limitation all costs and reasonable attorneys' fees relating thereto.

LEXINGTON FAYETTE URBAN COUNTY GOVERNMENT: By: ______ Printed Name: ______ Its: _____ COMMONWEALTH OF KENTUCKY COUNTY OF FAYETTE Subscribed and sworn to before me by ______, as duly authorized representative of Lexington Fayette Urban County Government on this the _____ day of ______, 2024. My commission expires: ______.



By: Game Name: Tennifer Personal Its: Manage

STATE OF Kentucky

COUNTY OF Hayette

Subscribed and sworn to before me by Jennifer Perry as duly authorized representative of Waveland Woods, LLC on this the 4th day of March , 2024.

My commission expires: 1-9-27

ROBIN MACHELLE TRUAX NOTARY PUBLIC

STATE AT LARGE KENTUCKY

COMMISSION # KYNP64731

MY COMMISSION # KYNP64731

WAVELAND WOODS, LLC: