

March 18, 2021

Ms. Sally Hamilton
Chief Administrative Officer
Lexington Fayette Urban County Government
200 East Main Street
Lexington, KY 40507

Re: Purchase of Property at 161 North Mill Street, Lexington, KY 40507

Dear Ms. Hamilton,

As you know, staff and members of the Board of Directors of LexArts and representatives from the Lexington-Fayette Urban County Government (the "City") began initial discussions regarding purchase of the above-referenced property ("Arts Place") in early 2020, prior to the focus of both entities shifting to pandemic response. The LexArts Board of Directors has now elected to renew its intent to purchase Arts Place.

LexArts' interest in purchasing the Arts Place property is contingent on the following:

1. Negotiation of a definitive purchase and sale agreement with terms and conditions acceptable to LexArts in LexArts' sole discretion.
2. Completion of an environmental study of the Arts Place property with results acceptable to LexArts in LexArts' sole discretion.
3. Completion of a facility inspection, including a structural assessment and an evaluation of short- and long-term maintenance needs, of the Arts Place property.
4. Completion of a feasibility study for financing of the purchase price and improvements.
5. Confirmation by current tenants of plans to remain tenants at the Arts Place property.
6. Continuation of the current lease with LexArts paying the City rent in the amount of \$1,000 per month.
7. The City's agreement not to market the Arts Place property for sale during negotiations with LexArts.



LexArts intends to complete the studies, inspections, and consultations described above as soon as possible and desires to begin negotiations with the City at the earliest convenience. LexArts' goal is to complete negotiations of the definitive purchase and sale agreement by June 30, 2021.

If the terms of this letter of intent are acceptable to the City, please sign the acknowledgement below and return to LexArts.

LexArts appreciates the City's efforts to date to ensure that the Arts Place building remains the hub of arts activity in the City. We look forward to working with the City towards a final resolution for the property that works for the City, LexArts, and the arts community as a whole.

If you have any questions please do not hesitate to contact us at 859-333-1495 (Greg Padgett) or 859-333-3841 (Robin Thomerson).

Sincerely,

Greg Padgett
Board Chair, LexArts

Robin Thomerson
Facilities Chair, LexArts

Acknowledged:

Name: Sally Hamilton
(Print)

Signature: Sally Hamilton

Title: Chief Administrative Officer
(Print) 4/7/21

Lexington-Fayette Urban County Government