

**TRANSFER OF TITLE AGREEMENT**

This Transfer of Title Agreement is made this \_\_\_ day of \_\_\_\_\_, 2020, by and between Breaking the Bronze Ceiling, Inc., a Kentucky non-profit corporation, which has an address of 200 East Main Street, 5th Floor, Lexington, Kentucky 40507 ("Transferor"), and the Lexington-Fayette Urban County Government, an urban county government created pursuant to Chapter 67A of the Kentucky Revised Statutes, which has an address of 200 East Main Street, Lexington, Kentucky 40507 ("Transferee").

Transferor is the owner of a sculpture (hereinafter "the Sculpture") located in Lexington, Kentucky, at the intersection of Vine Street and Mill Street, upon the property of the Lexington Financial Center, which has an address of 250 West Main Street, by virtue of an Agreement for Commission of Public Art (hereinafter "the Commission Agreement"), a copy of which is attached hereto as Exhibit A and incorporated herein by reference. The Sculpture has been installed and is on display at 250 West Main Street per a license issued by Lexington Financial Center, LLC, the record owner of the property, granted via the Agreement (hereinafter "the License Agreement") attached hereto as Exhibit B and incorporated herein by reference.

For good and valuable consideration, receipt of which is hereby acknowledged, Transferor does now grant, convey, and transfer all its rights and obligations under the Commission Agreement and License Agreement to Transferee, and Transferee does hereby accept all such rights and obligations, including without limitation title to the Sculpture under Sec. 6.1 of the Commission Agreement, the warranties listed in Art. 4 of the Commission Agreement, and the reproduction rights listed in Sec. 6.4 of the Commission Agreement. The parties acknowledge and agree that rights pertaining to the Sculpture arising under the Copyright Act of 1976, 17 U.S.C. § 101, *et seq.*, have been retained by Barbara Grygutis Sculpture, LLC, to the extent so stated in Exhibit A.

The parties have executed this agreement the day and year written above.

**BREAKING THE BRONZE  
CEILING, INC. (Transferor)**

**LEXINGTON-FAYETTE URBAN  
COUNTY GOVERNMENT  
(Transferee)**

*Jennifer Mossotti Chair*  
\_\_\_\_\_  
Jennifer Mossotti, Chair / BTBC

\_\_\_\_\_  
Linda Gorton, Mayor

*June 30, 2020*  
\_\_\_\_\_  
Date

\_\_\_\_\_  
Date