THIRD AMENDED PETITION AMENDING THE SECOND AMENDED PETITION,
THE AMENDED PETITION AND THE ESTABLISHMENT PETITION FOR THE
SOUTHERN HILLS COMMUNITY IMPROVEMENT DISTRICT

To the City of West Plains, Missouri:

The undersigned petitioners ("Petitioners") are the owners or representatives of the owners of record of more than fifty percent (50%) (a) by assessed value of all real property within the hereinafter described community improvement district, and (b) per capita of all owners of real property within the hereinafter described community improvement district. Petitioners hereby petition and request that the City of West Plains, Missouri (the "City"), amend and restate the "Second Amended Petition Amending the Establishment Petition, the Amended Petition and the Five-Year Plan for the Southern Hills Community Improvement District" approved by the City Council of the City on May 21, 2018, to increase the amount of the community improvement district-wide sales and use tax, authorize a special assessment, and to authorize the financing of additional projects within the Southern Hills Community Improvement District (the "District"), pursuant to the authority of the Community Improvement District Act, Sections 67.1401 to 67.1571 of the Revised Statutes of Missouri, as amended (the "CID Act").

1. The District is contiguous and located entirely within the City.


3. The name of the District is the Southern Hills Community Improvement District.

4. The District consists of seven (7) parcels of land totaling approximately 70.07 +/- acres, plus additional right-of-way, identified below, and all real property located within the District is included in the total current assessed value of approximately $4,356,638.

5. Petitioners represents 100% per capita of all owners of the real property located within the boundaries of the District, and 100% of all real property within the boundaries of the District by assessed value, as more particularly described in the Petitioners’ signature blocks, and as set forth in the table below.

<table>
<thead>
<tr>
<th>Owner</th>
<th>Locator Number</th>
<th>Acres +/-</th>
<th>Assessed Value</th>
</tr>
</thead>
<tbody>
<tr>
<td>Southern Hills Shopping Center I, LLC</td>
<td>15-9.0-29-000-000-079.000</td>
<td>5.05</td>
<td>$131,590</td>
</tr>
<tr>
<td>Southern Hills Shopping Center II, LLC</td>
<td>15-9.0-29-000-000-079.002</td>
<td>27.04</td>
<td>2,131,658</td>
</tr>
<tr>
<td>Southern Hills Shopping Center II, LLC</td>
<td>15-9.0-29-000-000-079.003</td>
<td>0.50</td>
<td>39,240</td>
</tr>
<tr>
<td>Southern Hills Shopping Center III, LLC</td>
<td>15-9.0-29-000-000-079.004</td>
<td>2.89</td>
<td>312,640</td>
</tr>
<tr>
<td>Southern Hills Shopping Center IV, LLC</td>
<td>15-9.0-32-000-000-003.000</td>
<td>15.02</td>
<td>1,481,760</td>
</tr>
<tr>
<td>Southern Hills Shopping Center V, LLC</td>
<td>15-9.0-32-000-000-003.005</td>
<td>17.18</td>
<td>118,390</td>
</tr>
<tr>
<td>Southern Hills Shopping Center VI, LLC</td>
<td>15-9.0-32-000-000-003.006</td>
<td>2.39</td>
<td>141,360</td>
</tr>
<tr>
<td>City of West Plains, Missouri</td>
<td>Right-of-way</td>
<td>NA</td>
<td>NA</td>
</tr>
<tr>
<td>Missouri Department of Transportation</td>
<td>Right-of-way</td>
<td>NA</td>
<td>NA</td>
</tr>
<tr>
<td><strong>Totals:</strong></td>
<td></td>
<td><strong>70.07+/-</strong></td>
<td><strong>$4,356,638</strong></td>
</tr>
</tbody>
</table>

6. The District was formed as a political subdivision and is governed by a board of directors composed of five (5) directors appointed by the City’s Mayor, with the consent of the City Council of the City. Each director, during his or her term, shall meet the qualifications of Section 67.1451.2(1)-(2) of the CID Act and shall be an authorized representative of an owner of property in the District.
Successor directors shall be appointed in the same manner. Successor directors shall serve for a term of four years.

7. The successor directors and their respective terms of office upon approval of this Third Amended Petition Amending the Second Amended Petition, the Amended Petition and the Establishment Petition for the Southern Hills Community Improvement District (this “Third Amended Petition”), shall be as set forth in the below table.

<table>
<thead>
<tr>
<th>Name</th>
<th>Term</th>
</tr>
</thead>
<tbody>
<tr>
<td>Ryan Kiser</td>
<td>4-year term through May 21, 2024</td>
</tr>
<tr>
<td>Travis Smith</td>
<td>4-year term through May 21, 2024</td>
</tr>
<tr>
<td>Mike Belew</td>
<td>4-year term through May 21, 2024</td>
</tr>
<tr>
<td>Mike Pettit</td>
<td>2-year term through May 21, 2022</td>
</tr>
<tr>
<td>Billy Cobb</td>
<td>2-year term through May 21, 2022</td>
</tr>
</tbody>
</table>

8. In accordance with the provisions of the first amended petition relating to this District, a determination has already been made that the District is blighted under the CID Act, and the CID Projects are intended to help remedy the blight conditions identified within the District.¹

9. The District shall have the authority to borrow funds from any public or private source and issue obligations, including, without limitation, promissory notes, and provide security for the repayment of same as provided by the CID Act and as otherwise provided by law, including, without limitation, pledging District sales and use tax revenues. Notwithstanding anything in this Petition to the contrary, obligations issued by or on behalf of the District to finance the costs of the CID Project (as defined herein) may be issued in one or more phases.

10. Petitioners do not seek limitations on the revenue generation of the District, except as otherwise provided in this Third Amended Petition.

11. The District shall have all powers provided in the CID Act, except as otherwise provided in this Third Amended Petition.

12. The District shall be authorized, upon approval by the qualified voters of the District, to increase the existing community improvement districtwide sales and use tax imposed within the District to a rate of up to one percent (1.0%) (the “CID Sales Tax”) on all eligible retail sales made in the District in accordance with Section 67.1545 of the CID Act.

13. Petitioners do not seek limitations on the borrowing capacity of the District.

Notwithstanding anything in the CID Act to the contrary, upon the District’s Board of Directors approval of a proper special assessment petition submitted in accordance with the CID Act (the “Special Assessment Petition”), the District’s Board of Directors may levy a special assessment within the District in accordance with the CID Act and the Special Assessment Petition (the “CID Special Assessment”) on improved commercial real property located within the District. The District may establish different classes or subclasses of commercial real property within the District for the purpose of the CID Special Assessment. The CID Special Assessment may vary for each class or subclass based upon the level of benefit derived from the services or improvements funded or caused to be provided by the District. The CID Special Assessment will be based upon a formula

determined by the District's Board of Directors to be compliant with the requirements of the CID Act and other applicable law, including, without limitation, a formula based upon (i) a per square foot calculation on all improved commercial real property, or (ii) such other formula as may be allowed under the CID Act. The maximum rate of the CID Special Assessment shall be no more than $5.00 per square foot of commercial building space.

14. Notwithstanding anything in the CID Act or this Third Amended Petition to the contrary, the District shall have no power to levy real property taxes or business license taxes and, therefore, the maximum rates of real property taxes and business license taxes proposed in this Third Amended Petition are zero.

15. A five-year plan stating a description of the purposes of the District, the services it will provide, the improvements it will make, and an estimate of costs of these services and improvements to be incurred (collectively, the "CID Project") is set forth as Exhibit C, attached hereto and incorporated herein by reference. The District will use the moneys received from the CID Sales Tax and the CID Special Assessment to finance and/or reimburse eligible costs incurred on its behalf.

16. In addition to any yet to be completed CID Projects the establishment petition, the amended petition and the second amended petition relating to the District, the estimated cost of the CID Project is identified in Exhibit D, attached hereto and incorporated herein by reference, (excluding Costs of Issuance\(^2\) if any, and the District’s operational expenses including, but not limited to, professional fees and costs related to the District’s formation, consultants, advisors, and legal counsel).

17. The District’s Board of Directors shall commence the procedures provided in the CID Act for the termination of the District once all of the District’s obligations used to finance and reimburse all eligible CID Project costs incurred within the boundaries of the District having been fully redeemed in accordance with the terms of the CID Act, or (b) upon repayment of all costs associated with the CID Project. For the purposes of the CID Act, this paragraph constitutes the proposed length of time for the existence of the District.

18. The signature of the signers of this Third Amended Petition may not be withdrawn later than seven days after this Petition is filed with the City Clerk of the City.

19. Petitioners respectfully requests that the District be authorized to (i) increase the CID Sales Tax, and (ii) finance additional projects, all in accordance with the CID Act and as set forth in this Third Amended Petition.

Dated this 27th day of May, 2020.

\(^2\) "Costs of Issuance" means any costs reasonably incurred by the District in furtherance of the issuance of any bonds or notes, singly or in series, issued by or on behalf of the District including but not limited to the fees and expenses of financial advisors, municipal advisors and consultants, attorneys (including issuer’s counsel and special tax counsel), underwriters’ discounts, the costs of printing any obligations or official statements relating thereto, the costs, if any, of credit enhancement, capitalized interest, debt service reserves and any rating agency fees.
EXECUTION PAGE FOR THE THIRD AMENDED PETITION FOR THE
SOUTHERN HILLS COMMUNITY IMPROVEMENT DISTRICT

Name of owner: Southern Hills Shopping Center I, LLC
Owner’s telephone number and mailing address: 1307 Southern Hills Center, West Plains, Missouri 65775

IF SIGNER IS DIFFERENT FROM OWNER:
Name of signer: Travis Smith
Legal authority: Managing partner
Signer’s telephone number: (417) 293-4172
Signer’s mailing address: same as above

If owner is an individual:
☐ Single ☐ Married

If owner is not an individual, state what type of entity:
☐ Corporation ☐ General Partnership
☐ Limited Partnership ☒ Limited Liability Company
☐ Partnership ☐ Other
☐ Not-for-profit Corp

Parcel Locater #: 15-9-0-29-000-000-079.0000
Assessed value: $131,590

By executing this petition, the undersigned represents and warrants that he or she is authorized to execute this petition on behalf of the property owner named immediately above.

Date: 5/6/2020 Signature: _________________________

STATE OF MISSOURI )
COUNTY OF HOWELL ) ss.

Before me personally appeared Travis Smith, to me personally known to be the individual described in and who executed the foregoing instrument.

WITNESS my hand and official seal this 6th day of March, 2020.

LOGAN MALCOLM BRIDGES
Notary Public – Notary Seal
STATE OF MISSOURI
Howell County
My Commission Expires Dec. 2, 2023
Commission #19036037

Printed Name: Logan Malcolm Bridges
EXECUTION PAGE FOR THE THIRD AMENDED PETITION FOR THE
SOUTHERN HILLS COMMUNITY IMPROVEMENT DISTRICT

Name of owner: Southern Hills Shopping Center II, LLC
Owner’s mailing address: 1307 Southern Hills Center, West Plains, Missouri 65775
Authority to sign: Managing partner

IF SIGNER IS DIFFERENT FROM OWNER:
Name of signer: Travis Smith
Signer’s telephone number: (417) 293-4172
Signer’s mailing address: same as above

If owner is an individual: □ Single □ Married
If owner is not an individual, state what type of entity:
□ Corporation □ General Partnership
□ Limited Partnership X Limited Liability Company
□ Partnership □ Other _________
□ Not-for-profit Corp

Parcel Locater #: 15-9.0-29-000-000-079.0020
Assessed value: $2,131,658

By executing this petition, the undersigned represents and warrants that he or she is authorized to execute this petition on behalf of the property owner named immediately above.

Date: 5/6/2020 Signature: Travis Smith

STATE OF MISSOURI )
) ss.
COUNTY OF HOWELL )

Before me personally appeared Travis Smith, to me personally known to be the individual described in and who executed the foregoing instrument.

WITNESS my hand and official seal this 6th day of March, 2020.

[Signature]
Notary Public
EXECUTION PAGE FOR THE THIRD AMENDED PETITION FOR THE
SOUTHERN HILLS COMMUNITY IMPROVEMENT DISTRICT

Name of owner: Southern Hills Shopping Center III, LLC
Owner's mailing address: 1307 Southern Hills Center, West Plains, Missouri 65775
Authority to sign: Managing partner

IF SIGNER IS DIFFERENT FROM OWNER:
Name of signer: Travis Smith
Signer's telephone number: (417) 293-4172
Signer's mailing address: same as above

If owner is an individual:
□ Single □ Married

If owner is not an individual, state what type of entity:
□ Corporation □ General Partnership
□ Limited Partnership X Limited Liability Company
□ Partnership □ Other ________
□ Not-for-profit Corp

Parcel Locater #: 15-9-0-29-000-000-079.00400
Assessed value: $312,640

By executing this petition, the undersigned represents and warrants that he or she is authorized to execute this petition on behalf of the property owner named immediately above.

Date: 5/6/2020 Signature: Travis Smith

STATE OF MISSOURI )
) ss.
COUNTY OF HOWELL )

Before me personally appeared Travis Smith, to me personally known to be the individual described in and who executed the foregoing instrument.

WITNESS my hand and official seal this 6th day of March, 2020.

LOGAN MALCOLM BRIDGES
Notary Public – Notary Seal
STATE OF MISSOURI
Howell County
My Commission Expires Dec. 2, 2023
Commission 81856837
Notary Public
EXECUTION PAGE FOR THE THIRD AMENDED PETITION FOR THE SOUTHERN HILLS COMMUNITY IMPROVEMENT DISTRICT

Name of owner: Southern Hills Shopping Center IV, LLC
Owner’s mailing address: 1307 Southern Hills Center, West Plains, Missouri 65775
Authority to sign: Managing partner

IF SIGNER IS DIFFERENT FROM OWNER:
Name of signer: Travis Smith
Signer’s telephone number: (417) 293-4172
Signer’s mailing address: same as above

If owner is an individual: □ Single □ Married
If owner is not an individual, state what type of entity:
□ Corporation □ General Partnership
□ Limited Partnership X □ Limited Liability Company
□ Partnership □ Other
□ Not-for-profit Corp
Parcel Locater #: 15-9-0-32-000-000-003.000
Assessed value: $1,481,760

By executing this petition, the undersigned represents and warrants that he or she is authorized to execute this petition on behalf of the property owner named immediately above.

Date: 5/6/2020 Signature: Travis Smith

STATE OF MISSOURI )
) ss.
COUNTY OF HOWELL )

Before me personally appeared Travis Smith, to me personally known to be the individual described in and who executed the foregoing instrument.

WITNESS my hand and official seal this ___ day of March, 2020.

LOGAN MALCOLM BRIDGES
Notary Public — Notary Seal
STATE OF MISSOURI
Howell County
My Commission Expires Dec. 2, 2023
Commission #19536837
**EXECUTION PAGE FOR THE THIRD AMENDED PETITION FOR THE SOUTHERN HILLS COMMUNITY IMPROVEMENT DISTRICT**

<table>
<thead>
<tr>
<th>Name of owner:</th>
<th>Southern Hills Shopping Center V, LLC</th>
</tr>
</thead>
<tbody>
<tr>
<td>Owner’s mailing address:</td>
<td>1307 Southern Hills Center, West Plains, Missouri 65775</td>
</tr>
<tr>
<td>Authority to sign:</td>
<td>Managing partner</td>
</tr>
</tbody>
</table>

**IF SIGNER IS DIFFERENT FROM OWNER:**

<table>
<thead>
<tr>
<th>Name of signer:</th>
<th>Travis Smith</th>
</tr>
</thead>
<tbody>
<tr>
<td>Signer’s telephone number</td>
<td>(417) 293-4172</td>
</tr>
<tr>
<td>Signer’s mailing address:</td>
<td>same as above</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>If owner is an individual:</th>
<th>□ Single</th>
<th>□ Married</th>
</tr>
</thead>
<tbody>
<tr>
<td>If owner is not an individual, state what type of entity:</td>
<td>□ Corporation</td>
<td>□ General Partnership</td>
</tr>
<tr>
<td></td>
<td>□ Limited Partnership</td>
<td>X Limited Liability Company</td>
</tr>
<tr>
<td></td>
<td>□ Partnership</td>
<td>□ Other</td>
</tr>
<tr>
<td></td>
<td>□ Not-for-profit Corp</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Parcel Locater #:</th>
<th>15-90-32-000-000-003.005</th>
</tr>
</thead>
<tbody>
<tr>
<td>Assessed value:</td>
<td>$118,390</td>
</tr>
</tbody>
</table>

By executing this petition, the undersigned represents and warrants that he or she is authorized to execute this petition on behalf of the property owner named immediately above.

Date: 5/6/2020  
Signature: [Signature]

STATE OF MISSOURI  
COUNTY OF HOWELL  

Before me personally appeared Travis Smith, to me personally known to be the individual described in and who executed the foregoing instrument.

WITNESS my hand and official seal this 5th day of March, 2020.

[Notary Public Stamp]
EXECUTION PAGE FOR THE THIRD AMENDED PETITION FOR THE 
SOUTHERN HILLS COMMUNITY IMPROVEMENT DISTRICT

Name of owner: Southern Hills Shopping Center VI, LLC 
Owner’s mailing address: 1307 Southern Hills Center, West Plains, Missouri 65775 
Authority to sign: Managing partner

IF SIGNER IS DIFFERENT FROM OWNER:
Name of signer: Travis Smith 
Signer’s telephone number (417) 293-4172 
Signer’s mailing address: same as above

If owner is an individual: □ Single □ Married
If owner is not an individual, state what type of entity: □ Corporation □ General Partnership
□ Limited Partnership □ Limited Liability Company 
□ Partnership □ Other □ Not-for-profit Corp

Parcel Locater #: 15-9.0-32-000-000-003.006 
Assessed value: $141,360

By executing this petition, the undersigned represents and warrants that he or she is authorized to execute this petition on behalf of the property owner named immediately above.

Date: 5/6/2020 
Signature: 

STATE OF MISSOURI )
) ss.
COUNTY OF HOWELL )

Before me personally appeared Travis Smith, to me personally known to be the individual described in and who executed the foregoing instrument.

WITNESS my hand and official seal this 6th day of March, 2020.

LOGAN MALCOLM BRIDGES 
Notary Public – Notary Seal 
STATE OF MISSOURI 
Howell County 
My Commission Expires Dec. 2, 2023 Commission #19535637

Notary Public
Exhibit A

Legal Description of District

[Attached]
Tract # 1 (Sears) - A part of the S1/2 of the SW1/4 of Section 29, Township 24 North, Range 8 West, described as follows: Commenc ing at the southeast corner of said S1/2 of SW1/4, thence North 00°51'31" East, 1,055.44 feet to the POINT OF BEGINNING: thence North 89°08'07" West, 202.26 feet; thence South 81°08'59" West, 712.73 feet to the northeast corner of a tract conveyed to Rollin M. and Sybil Smith by deed recorded in Cabinet B, Drawer 4, at Page 2260-94 of the Howell County Deed Records; thence along said Smith tract the following seven (7) calls; 1.) thence South 16°04'11" West, 50.09 feet; 2.) thence North 77°24'46" West, 127.68 feet; 3.) thence South 88°14'08" West, 202.92 feet; 4.) thence North 18°43'49" East, 53.92 feet; 5.) thence North 88°41'01" East, 67.43 feet; 6.) thence North 88°03'42" East, 123.31 feet; 7.) thence South 77°22'48" East, 23.62 feet to the east line of a tract conveyed to Hoover Brothers Farms, Inc., by deed recorded in Cabinet B, Drawer 4, at Page 3373-94 of the Howell County Deed Records; thence along said east line, North 18°53'16" East, 292.07 feet to the south right-of-way line of U.S. Highway 63; thence along said south right-of-way line the following four (4) courses 1.) thence along the arc of a curve to the left 92.27 feet, said curve having a radius of 2,019.86 feet and a chord bearing South 82°50'21" East; 2.) thence South 87°12'00" East, 308.65 feet; 3.) thence South 84°30'53" East, 139.76 feet; 4.) thence South 88°37'04" East, 385.78 feet; thence South 00°51'31" West, 145.25 feet to the point of beginning containing 5.05 acres more or less.

Subject to easements and restrictions of record.

Tract # 2 (Instrument No. 2009R1772)(Walmart) - A part of the N1/2 of the NW1/4 of Section 32 and a part of the S1/2 of the SW1/4 of Section 29, all in Township 24 North, Range 8 West, described as follows: BEGINNING at the northeast corner of said N1/2 of NW1/4, thence South 00°55'23" West, 120.00 feet; thence North 89°09'03" West, 848.30 feet; thence North 22°55'05" West, 181.03 feet; thence North 71°13'18" West, 647.55 feet; thence North 18°46'57" East, 79.08 feet; thence North 18°42'19" East, 141.13 feet; thence North 18°50'27" East, 107.07 feet; thence South 76°12'13" East, 433.18 feet; thence North 13°38'20" East, 89.95 feet; thence North 74°10'48" West, 15.01 feet; thence North 16°04'11" East, 398.43 feet; thence North 81°08'59" East, 712.73 feet; thence South 89°08'07" East, 202.26 feet; thence South 00°51'31" West, 1,055.44 feet to the point of beginning containing 28.98 acres more or less.

Subject to easements and restrictions of record.

Tract # 3 (shoe store, KFC, Travis office, etc.) - A part of the S1/2 of the SW1/4 of Section 29, all in Township 24 North, Range 8 West, described as follows: Commenc ing at the southeast corner of said S1/2 of SW1/4, thence South 00°55'23" West, 120.00 feet; thence North 89°09'03" West, 848.30 feet; thence North 22°55'05" West, 181.03 feet; thence North 71°13'18" West, 647.55 feet; thence North 18°46'57" East, 79.08 feet; thence North 18°42'19" East, 141.13 feet; thence North 18°50'27" East, 107.07 feet to the POINT OF BEGINNING: thence South 76°12'13" East, 433.18 feet; thence North 13°38'20" East, 89.95 feet; thence North 74°10'48" West, 15.01 feet; thence North 16°04'11" East, 348.34 feet; thence North 77°24'46" West, 127.68 feet to the east line of a tract conveyed to Hoover Brothers Farms, Inc., by deed recorded in Cabinet B, Drawer 4, at Page 5485-92 of the Howell County Deed Records; thence along said line, South 20°53'57" West, 182.07 feet to the southeast corner of said Hoover Tract; thence along the south line of said Hoover Tract, North 80°39'31" West, 114.57 feet to the southeast corner of a tract conveyed to Hoover Brothers Farms, Inc., by deed recorded in Cabinet B, Drawer 4, at Page 1384-92 of the Howell County Deed Records; thence along the south line of said tract, North 81°00'55" West, 124.01 feet to the east right-of-way of U.S. 160; thence along said east right-of-way line South 26°53'09" West, 163.53 feet; thence continuing along said east right-of-way line South 18°50'27" West, 76.89 feet to the point of beginning containing 2.89 acres more or less.

Subject to easements and restrictions of record.

Including an 50 foot access easement described as follows: A part of the S1/2 of the SW1/4 of Section 29, Township 24 North, Range 8 West, described as follows: Commencing at the southeast corner of said S1/2 of SW1/4, thence North 00°51'31" East, 1,055.44 feet; thence North 89°08'07" West, 202.26 feet; thence South 81°08'59" West, 712.73 feet to the POINT OF BEGINNING: thence South 16°04'11" West, 50.09 feet; thence North 77°24'46" West, 127.68 feet; thence South 88°14'08" West, 202.92 feet; thence North 18°43'49" East, 53.92 feet; thence North 88°41'01" East, 67.43 feet; thence North 88°03'42" East, 123.31 feet; thence South 77°22'48" East, 136.86 feet to the point of beginning.

Tract # 4 (JC Penny, Bank and Mall) - A part of the N1/2 of the NW1/4 of Section 32 and a part of the S1/2 of the SW1/4 of Section 29, all in Township 24 North, Range 8 West, described as follows: Commencing at the northeast corner of said N1/2 of NW1/4, thence South 00°55'23" West, 120.00 feet; thence North 89°09'03" West, 703.18 feet to the POINT OF BEGINNING: thence South 34°55'15" West, 798.71 feet; thence South 63°12'26" West, 211.03 feet; thence North 31°13'23" West, 76.79 feet; thence North 53°50'35" West, 52.00 feet; thence North 31°13'23" West,
334.24 feet; thence along the arc of a curve to the left 20.61 feet, said curve having a radius of 175.00 feet and a chord bearing North 34°35'49" West; thence North 42°48'24" West, 59.24 feet; thence North 61°51'48" West, 94.26 feet; thence North 18°47'08" East, 226.59 feet; thence North 12°57'58" East, 100.43 feet; thence North 18°46'57" East, 346.38 feet; thence South 71°13'18" East, 647.55 feet; thence South 22°55'05" East, 181.03 feet; thence South 89°09'03" East, 145.12 feet to the point of beginning containing 15.02 acres more or less.

Subject to easements and restrictions of record.

Tract # 5 (Instrument No. 2009R1775) (Behind J.C. Penny) - A part of the N1/2 of the NW1/4 of Section 32, Township 24 North, Range 8 West, described as follows: Commencing at the northeast corner of said N1/2 of NW1/4, thence South 00°55'23" West, 120.00 feet to the POINT OF BEGINNING; thence South 09°57'04" West, 355.40 feet; thence South 00°56'39" West, 50.32 feet; thence South 51°29'51" West, 35.30 feet; thence South 62°19'10" West, 102.21 feet; thence South 63°56'19" West, 100.01 feet; thence South 52°45'15" West, 97.60 feet; thence South 53°30'40" West, 108.72 feet; thence South 50°13'11" West, 89.61 feet; thence South 37°56'03" West, 106.81 feet; thence South 36°03'50" West, 101.38 feet; thence South 36°54'36" West, 99.73 feet; thence South 38°36'19" West, 120.00 feet; thence South 37°22'05" West, 137.68 feet to the south line of said N1/2 of NW1/4; thence North 89°04'18" West, 494.10 feet; thence North 09°30'59" East, 29.37 feet; thence North 00°59'09" East, 220.78 feet; thence along the arc of a curve to the left 151.78 feet, said curve having a radius of 270.00 feet and a chord bearing North 15°07'05" West; thence North 31°13'23" West, 25.95 feet; thence North 63°12'26" East, 211.03 feet; thence North 34°55'15" East, 798.71 feet; thence South 89°09'03" East, 703.18 feet to the point of beginning containing 21.01 acres more or less.

Subject to easements and restrictions of record.

Tract # 6 (Strip Mall with State Farm/ Fire Department) A part of the N1/2 of the NW1/4 of Section 32, Township 24 North, Range 8 West, described as follows: Commencing at the northeast corner of said N1/2 of NW1/4, thence South 00°55'23" West, 120.00 feet; thence South 00°57'04" West, 355.40 feet; thence South 00°56'39" West, 50.32 feet; thence South 51°29'51" West, 35.30 feet; thence South 62°19'10" West, 102.21 feet; thence South 63°56'19" West, 100.01 feet; thence South 52°45'15" West, 97.60 feet; thence South 53°30'40" West, 108.72 feet; thence South 50°13'11" West, 89.61 feet; thence South 37°56'03" West, 106.81 feet; thence South 36°03'50" West, 101.38 feet; thence South 36°54'36" West, 99.73 feet; thence South 38°36'19" West, 120.00 feet; thence South 37°22'05" West, 137.68 feet to the south line of said N1/2 of NW1/4; thence North 88°04'18" West, 494.10 feet; thence North 09°30'59" East, 29.37 feet; thence North 00°59'09" East, 220.78 feet; thence along the arc of a curve to the left 151.78 feet, said curve having a radius of 270.00 feet and a chord bearing North 15°07'05" West; thence North 31°13'23" West, 25.95 feet; thence North 63°12'26" East, 211.03 feet; thence North 34°55'15" East, 798.71 feet; thence South 89°09'03" East, 703.18 feet to the point of beginning containing 21.01 acres more or less.

Subject to easements and restrictions of record.

CITY STREETS:

1. BRUCE SMITH PARKWAY Lying EAST OF HIGHWAY 160 PROPERTY OWNED BY THE CITY OF WEST PLAINS: All that part of the NW1/4 of Section 32, Township 24 North, Range 8 West, lying within widths as hereinafter designated both sides of the following described surveyed centerline for City Street East connection, containing 1.4 acres, more or less.

2. The centerline for City Street East connection is located and described as follows: Commencing at Station 940+83.48 on the centerline of Relocated Route 160, which is equal to Station 4+94 on the centerline of City Street East, the beginning of said centerline description; thence South 71°0 13'58" East for a distance of 119.02 feet to P.C. Station 6+13.02; thence to the right on a curve having a radius of 150 feet and an interior angle of 40°00'27" for a distance of 104.74 feet to P.T. Station 7+17.76; thence South 31°0 13'31" East for a distance of 484.98 feet to P.C. Station 12+02.74; thence, to the right on a curve having a radius of 225 feet and an interior angle of 32°12'31" for a distance of 126.48 feet to P.T. Station 13+29.22; thence South 0°59'00" West for a distance of 385.04 feet to P.O.T. Station 17+14.26.
wide at Station 7+00; thence continuing 25.00 feet wide to Station 10+52; thence increasing in width to 45.00 feet at Station 11+00 and continuing 45.00 feet wide to Station 15+25.

The widths of the parcel on the left or northerly side of the above described centerline are as follows: A tract of land decreasing in width along a straight line from 30.00 feet at Station 6+50 (which is a point on the east right of way line of Relocated Route 160, 162.95 feet as measured at right angles from Station 941+08.04) to 25.00 feet at Station 7+00 and continuing 25.00 feet wide to a Station 10+52; thence increasing in width to 45.00 feet at Station 11+00 and continuing 45.00 feet wide to Station 15+50; thence decreasing in width to 30.00 feet at Station 16+50; thence continuing 30 feet in width to Station 17+14.26; thence decreasing in width to 15 feet wide at said Station 17+14.26.

MoDOT ROW: ALL THAT PART OF THE SOUTHWEST QUARTER OF SECTION 29, TOWNSHIP 24 NORTH, RANGE 8 WEST OF THE FIFTH PRINCIPAL MERIDIAN, HOWELL COUNTY, STATE OF MISSOURI, DESCRIBED AS FOLLOWS: BEGINNING AT A POINT ON THE SOUTH RIGHT OF WAY LINE OF US HIGHWAY 63 AT ITS INTERSECTION WITH THE EAST LINE OF THE SOUTHWEST QUARTER OF SECTION 29, THENCE NORTHERLY ALONG SAID EAST LINE OF THE SOUTHWEST QUARTER TO A POINT 80.0 FEET SOUTH OF THE CENTERLINE OF US HIGHWAY 63 AS EXISTS ON FEBRUARY 6, 2020; THENCE NORTHWESTERLY PARALLEL TO AND 80.0 FEET SOUTH OF SAID CENTERLINE TO A POINT 60 FEET EAST OF THE CENTERLINE OF US HIGHWAY 160; THENCE SOUTHERLY PARALLEL TO AND 60 FEET EAST OF THE CENTERLINE OF US HIGHWAY 160 TO A POINT ON THE EXISTING SOUTH RIGHT OF WAY LINE OF US HIGHWAY 63; THENCE EASTERLY ALONG SAID EXISTING SOUTH RIGHT OF WAY LINE OF US HIGHWAY 63 TO THE POINT OF BEGINNING. (SUBJECT TO MODOT VACATION OF ROW)
Exhibit B

Boundary Map of the District

[Attached]
Exhibit C

District Revenues

A. Five-Year Plan

Currently, the District is authorized to imposed a community improvement districtwide sales and use tax at a rate of up to one half of one percent (0.5%) on all taxable retail sales within its boundaries which are subject to taxation pursuant to Sections 144.010 to 144.525 of the Revised Statutes of Missouri, as amended, except sales of motor vehicles, trailers, boats or outboard motors and sales to or by public utilities and providers of communications, cable or video services. The District intends to increase the existing community improvement districtwide sales and use tax imposed within the District to a rate of up to one percent (1.0%) (the "CID Sales Tax") on all eligible retail sales made in the District in accordance with Section 67.1545 of the CID Act.

The increase in the rate of the CID Sales Tax is subject to approval by the qualified voters within the District. To the extent that there are no registered voters within the proposed District, the CID Act provides that the qualified voters are the owners of one or more parcels of real property located within the proposed District per the tax records of Howell County, Missouri as of the thirtieth day before the date of the applicable election. Upon approval of this third amended petition, the proposed District’s Board of Directors will submit the question of whether it shall be authorized to impose the increase in the rate of the CID Sales Tax to the qualified voters for approval in accordance with this Five-Year Plan.

Notwithstanding anything in the CID Act or the Third Amended Petition to the contrary, upon the District’s Board of Directors approval of a proper special assessment petition submitted in accordance with the CID Act (the “Special Assessment Petition”), the District’s Board of Directors may levy a special assessment within the District in accordance with the CID Act and the Special Assessment Petition (the “CID Special Assessment”) on improved commercial real property located within the District. The District may establish different classes or subclasses of commercial real property within the District for the purpose of the CID Special Assessment. The CID Special Assessment may vary for each class or subclass based upon the level of benefit derived from the services or improvements funded or caused to be provided by the District. The CID Special Assessment will be based upon a formula determined by the District’s Board of Directors to be compliant with the requirements of the CID Act and other applicable law, including, without limitation, a formula based upon (i) a per square foot calculation on all improved commercial real property, or (ii) such other formula as may be allowed under the CID Act. The maximum rate of the CID Special Assessment shall be no more than $5.00 per square foot of commercial building space.

Notwithstanding anything in the CID Act or the Third Amended Petition to the contrary the District shall have no power to levy real property taxes or business license taxes.

B. Summary of Services and Improvements to be Provided

To fund any or all of its activities in connection with the exercise of any of the above or any other powers of the District under Section 67.1461 of the CID Act, the District may borrow money from any public or private source and issue obligations or cause obligations to be issued on its behalf, in one or more phases, and provide security for repayment of the same as provided in the CID Act. The District will provide assistance to or to construct, reconstruct, install, repair, maintain, and equip certain public improvements within its boundaries, and to support business activity and economic development in the proposed District and to provide services and activities as allowed under Section 67.1461 of the CID Act.

The District may undertake any of the public improvements or provide for any of the activities or services set forth in the CID Act. Pursuant to Section 67.1461 of the CID Act the District may acquire by purchase, lease, gift, grant, bequest, devise or otherwise, any real property within its boundaries, personal
property, or any interest in such property. The District may also sell, lease, exchange, transfer, assign, mortgage, pledge, hypothecate, or otherwise encumber or dispose of any real or personal property or any interest in such property. The District may dedicate to the City, with the City’s consent, streets, sidewalks, parks, and other real property and improvements located within its boundaries for public use. In addition, the District may enter into one or more agreements with the City for the purpose of abating any public nuisance within the boundaries of the proposed District including, but not limited to, the stabilization, repair or maintenance or demolition and removal of buildings or structures.

Specifically, the District is proposed to provide funding for those powers provided under Section 67.1461.1 of the CID Act and various improvements (as further described below) within the proposed District’s boundaries, which improvements are anticipated to be made in connection with the Southern Hills development located within the City, as permitted under the CID Act.

C. Estimate of Costs of Services and Improvements to be Incurred

The total estimated cost of the CID Project detailed in this Third Amended Petition is approximately $44,703,550. CID Sales Tax or CID Special Assessment revenues may be used to fund in part either direct costs of the CID Project or financing costs of the CID Project, or both. The District does not intend to limit its ability to issue debt under the CID Act.

D. Anticipated Schedule

On the next page is a summary of the improvements, activities and services anticipated to be provided by the proposed District over the initial five-year period.

<table>
<thead>
<tr>
<th>Year</th>
<th>Improvements, Activities and Services</th>
</tr>
</thead>
</table>
| 2020 | • District’s Board of Directors authorizes imposition of CID Sales Tax  
      • District holds mail-in election to impose CID Sales Tax  
      • CID Project construction commences  
      • Approval of Note Transfer/Certificates of Reimbursable Project Costs  
      • District provides for its on-going administration. |
| 2021 | • CID Project construction continues  
      • Financial monitoring and payment/reimbursement for project expenditures and/or repayment of District obligations  
      • District provides for its on-going administration.  
      • Repayment of District obligations, if any |
| 2022 | • CID Project construction continues  
      • Financial monitoring and payment/reimbursement for project expenditures and/or repayment of District obligations  
      • District provides for its on-going administration.  
      • Repayment of District obligations, if any. |
<table>
<thead>
<tr>
<th>Year</th>
<th>Improvements, Activities and Services</th>
</tr>
</thead>
<tbody>
<tr>
<td>2023</td>
<td>• CID Project construction continues</td>
</tr>
<tr>
<td></td>
<td>• Financial monitoring and payment/reimbursement for project expenditures and/or repayment of District obligations</td>
</tr>
<tr>
<td></td>
<td>• District provides for its on-going administration.</td>
</tr>
<tr>
<td></td>
<td>• Repayment of District obligations, if any.</td>
</tr>
<tr>
<td>2024</td>
<td>• CID Project construction continues</td>
</tr>
<tr>
<td></td>
<td>• Financial monitoring and payment/reimbursement for project expenditures and/or repayment of District obligations</td>
</tr>
<tr>
<td></td>
<td>• District provides for its on-going administration.</td>
</tr>
<tr>
<td></td>
<td>• Repayment of District obligations, if any.</td>
</tr>
</tbody>
</table>

• Notwithstanding anything in the CID Act or the Third Amended Petition to the contrary Amended Petition to the contrary, the District's Board of Directors may consider approval of a proper special assessment petition submitted in accordance with the CID Act (the "Special Assessment Petition") the District's Board of Directors may levy a special assessment within the District in accordance with the CID Act and the Special Assessment Petition (the "CID Special Assessment") on improved commercial real property located within the District.
Exhibit D

Project/Costs

[Attached]
## Estimated CID Revenues

### Cash Flow Data

<table>
<thead>
<tr>
<th>Event</th>
<th>Date</th>
<th>Amount</th>
<th>Number</th>
<th>Period</th>
<th>End Date</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Event 1</strong>: Loan 6/30/20</td>
<td>14,764,289</td>
<td>14,764,289</td>
<td>14,764,289</td>
<td>14,764,289</td>
<td></td>
</tr>
</tbody>
</table>

### Amortization Schedule - Normal Amortization

<table>
<thead>
<tr>
<th>Date</th>
<th>Payment</th>
<th>Interest</th>
<th>Principal</th>
<th>Balance</th>
<th>REVENUES</th>
<th>Principal %</th>
<th>Coupon Rate</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>922,759</td>
<td>462,829</td>
<td>459,930</td>
<td>922,759</td>
<td>14,764,289</td>
<td>3.35%</td>
<td>6.00%</td>
</tr>
<tr>
<td>2</td>
<td>1,215,986</td>
<td>462,829</td>
<td>753,157</td>
<td>1,128,356</td>
<td>14,764,289</td>
<td>4.05%</td>
<td>6.00%</td>
</tr>
<tr>
<td>3</td>
<td>1,406,954</td>
<td>462,829</td>
<td>944,125</td>
<td>998,240</td>
<td>14,764,289</td>
<td>4.05%</td>
<td>6.00%</td>
</tr>
<tr>
<td>4</td>
<td>1,597,911</td>
<td>462,829</td>
<td>1,135,082</td>
<td>462,911</td>
<td>14,764,289</td>
<td>4.05%</td>
<td>6.00%</td>
</tr>
<tr>
<td>5</td>
<td>1,788,867</td>
<td>462,829</td>
<td>1,325,038</td>
<td>806,867</td>
<td>14,764,289</td>
<td>4.05%</td>
<td>6.00%</td>
</tr>
<tr>
<td>6</td>
<td>1,979,823</td>
<td>462,829</td>
<td>1,516,994</td>
<td>318,835</td>
<td>14,764,289</td>
<td>4.05%</td>
<td>6.00%</td>
</tr>
<tr>
<td>7</td>
<td>2,170,789</td>
<td>462,829</td>
<td>1,708,960</td>
<td>61,879</td>
<td>14,764,289</td>
<td>4.05%</td>
<td>6.00%</td>
</tr>
<tr>
<td>8</td>
<td>2,361,755</td>
<td>462,829</td>
<td>1,899,926</td>
<td>0</td>
<td>14,764,289</td>
<td>4.05%</td>
<td>6.00%</td>
</tr>
<tr>
<td>9</td>
<td>2,552,721</td>
<td>462,829</td>
<td>2,090,892</td>
<td>0</td>
<td>14,764,289</td>
<td>4.05%</td>
<td>6.00%</td>
</tr>
<tr>
<td>10</td>
<td>2,743,687</td>
<td>462,829</td>
<td>2,281,854</td>
<td>0</td>
<td>14,764,289</td>
<td>4.05%</td>
<td>6.00%</td>
</tr>
<tr>
<td>11</td>
<td>2,934,653</td>
<td>462,829</td>
<td>2,472,815</td>
<td>0</td>
<td>14,764,289</td>
<td>4.05%</td>
<td>6.00%</td>
</tr>
<tr>
<td>12</td>
<td>3,125,619</td>
<td>462,829</td>
<td>2,663,774</td>
<td>0</td>
<td>14,764,289</td>
<td>4.05%</td>
<td>6.00%</td>
</tr>
<tr>
<td>13</td>
<td>3,316,585</td>
<td>462,829</td>
<td>2,854,741</td>
<td>0</td>
<td>14,764,289</td>
<td>4.05%</td>
<td>6.00%</td>
</tr>
<tr>
<td>14</td>
<td>3,507,551</td>
<td>462,829</td>
<td>3,045,705</td>
<td>0</td>
<td>14,764,289</td>
<td>4.05%</td>
<td>6.00%</td>
</tr>
<tr>
<td>15</td>
<td>3,706,697</td>
<td>462,829</td>
<td>3,136,661</td>
<td>0</td>
<td>14,764,289</td>
<td>4.05%</td>
<td>6.00%</td>
</tr>
<tr>
<td>16</td>
<td>3,905,843</td>
<td>462,829</td>
<td>3,327,601</td>
<td>0</td>
<td>14,764,289</td>
<td>4.05%</td>
<td>6.00%</td>
</tr>
<tr>
<td>17</td>
<td>4,105,167</td>
<td>462,829</td>
<td>4,028,184</td>
<td>0</td>
<td>14,764,289</td>
<td>4.05%</td>
<td>6.00%</td>
</tr>
</tbody>
</table>

### CID Revenue Estimation Assumptions

- **$ 576,120 Year 1** (1/2 cent CID sales tax, 5 year, based upon MoDOR reported sales)
- **$ 964,519 Year 2** (CID sales tax raised to 1-cent with vacancy offset during year)
- **$ 964,519 Year 3** (CID sales tax raised to 1-cent with vacancy offset during year)
- **$ 1,353,252 Year 4** (1 cent CID sales tax, full year, no sales annual sales growth)

### Estimated Year of Debt Payoff

<table>
<thead>
<tr>
<th>Date</th>
<th>Amount</th>
<th>Number</th>
<th>Period</th>
<th>End Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>9,656</td>
<td>9,656</td>
<td>0</td>
<td>332,197</td>
</tr>
<tr>
<td>2</td>
<td>342,197</td>
<td>342,197</td>
<td>0</td>
<td>332,197</td>
</tr>
</tbody>
</table>

### Grand Totals

<table>
<thead>
<tr>
<th>Date</th>
<th>Amount</th>
<th>Number</th>
<th>Period</th>
<th>End Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>9,656</td>
<td>9,656</td>
<td>0</td>
<td>332,197</td>
</tr>
<tr>
<td>2</td>
<td>342,197</td>
<td>342,197</td>
<td>0</td>
<td>332,197</td>
</tr>
</tbody>
</table>

---

<table>
<thead>
<tr>
<th>Duration</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>3</td>
<td>Exhibit D</td>
</tr>
<tr>
<td>Item</td>
<td>Description</td>
</tr>
<tr>
<td>------</td>
<td>-------------</td>
</tr>
<tr>
<td>1</td>
<td>Mobilization</td>
</tr>
<tr>
<td>2</td>
<td>Demolition</td>
</tr>
<tr>
<td>3</td>
<td>Earthwork</td>
</tr>
<tr>
<td>4</td>
<td>Roadway Preparation</td>
</tr>
<tr>
<td>5</td>
<td>5' Aggregate Base</td>
</tr>
<tr>
<td>6</td>
<td>6' Aggregate Base</td>
</tr>
<tr>
<td>7</td>
<td>Gravel Fill</td>
</tr>
<tr>
<td>8</td>
<td>Gravel Fill</td>
</tr>
<tr>
<td>9</td>
<td>Gravel Fill</td>
</tr>
<tr>
<td>10</td>
<td>Gravel Fill</td>
</tr>
<tr>
<td>11</td>
<td>Gravel Fill</td>
</tr>
<tr>
<td>12</td>
<td>Contouring</td>
</tr>
<tr>
<td>13</td>
<td>Contouring</td>
</tr>
<tr>
<td>14</td>
<td>Contouring</td>
</tr>
<tr>
<td>15</td>
<td>Landform &amp; Topographic</td>
</tr>
<tr>
<td>16</td>
<td>Professional Fees</td>
</tr>
</tbody>
</table>

**Total: $8,890,000**

**CID Project Total: $4,243,580**

---

**CID Project Cost Estimates**

---

3 CID Project budget categories are forward-looking, line item categories are not limited but in combination, will not exceed the overall total. The total excludes costs of issuance as defined earlier in the petition or ongoing operational costs, administrative fees, or legal expenses with regard to the ongoing operation, functions and administration of the District.