

ARCO Environmental Remediation, L.L.C.
Attention: Rob Jordan
317 Anaconda Road
Butte, Montana 59701

TERMINATION AGREEMENT

(Conveyance Agreement and Memorandum of Conveyance Agreement)

THIS TERMINATION AGREEMENT (“Termination Agreement”) is entered into this _____ day of _____, 2020, by, between and among Anaconda-Deer Lodge County, a consolidated governmental entity organized under the Constitution and laws of the State of Montana (“ADLC”), whose address is 800 Main Street, Anaconda, Montana 59711, Old Works Golf Course, Inc., a Montana non-profit corporation (“Golf Course Authority”), whose address is 1200 Pizzini Drive, Anaconda, Montana 59711, and Atlantic Richfield Company, a Delaware corporation (“AR”), whose address is 317 Anaconda Road, Butte, Montana 59701. ADLC, the Golf Course Authority and AR are collectively referred to herein as the “Parties”.

Recitals

A. The Parties hereto are parties to the following agreements: (i) that certain Real Property Conveyance/Transfer Agreement dated May 5, 1994 (“Conveyance Agreement”); (ii) that certain Memorandum of Real Property Conveyance/Transfer Agreement dated May 5, 1994 and recorded on May 5, 1994 in the ADLC real property records at Book 95, Page 945 on May 5, 1994 (“Memorandum of Conveyance Agreement”); and (iii) that certain Old Works Golf Course Agreement dated December 13, 2019 and filed on February 14, 2020, in the permanent files of the Anaconda-Deer Lodge County Clerk & Recorder at Miscellaneous Files #5807 (“OWGC Agreement”).

B. Pursuant to Section 11.3 of the OWGC Agreement, the Parties previously agreed that the Conveyance Agreement would be terminated and would have no further force or effect insofar as it relates or refers to the real property more particularly described as Tract A in that certain Certificate of Survey No. 474-B recorded on December 12, 2019 at Reception No.

PUBLIC COMMENT DRAFT

206448 in the real property records of the Anaconda-Deer Lodge County Clerk and Recorder (“Reconfigured Golf Course Parcel”).

C. The Parties now wish to terminate the Conveyance Agreement and the Memorandum of Conveyance of Agreement in their entirety.

NOW, THEREFORE, in consideration of the premises and of other good and valuable consideration the receipt and sufficiency of which is hereby acknowledged, the Parties agree as follows:

TERMINATION AGREEMENT

1. General. This Termination Agreement is for the purpose of terminating the Conveyance Agreement and the Memorandum of Conveyance Agreement. To the extent that the provisions of this Termination Agreement conflict with the provisions of the Conveyance Agreement or the Memorandum of Conveyance Agreement, the provisions of this Termination Agreement shall control.

2. Termination of Conveyance Agreement. Except as otherwise provided in paragraph 4 below, the Conveyance Agreement is hereby terminated and shall have no further force or effect.

3. Termination of Memorandum of Conveyance Agreement. Except as otherwise provided in paragraph 4 below, the Memorandum of Conveyance Agreement is hereby terminated and shall have no further force or effect.

4. Coordination/Continuation of Covenants on Other Properties. This Termination Agreement is not intended to alter or impair any conveyances that occurred between or among the Parties pursuant to the Conveyance Agreement and/or the Memorandum of Conveyance Agreement at any time prior to the effective date of this Termination Agreement.

5. Effectiveness of Termination Agreement. This Termination Agreement shall be effective as of the date recorded in the Anaconda-Deer Lodge County real property records.

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The Parties have executed this Termination Agreement as of the date first written above.

ANACONDA-DEER LODGE COUNTY, a consolidated governmental entity organized under the Constitution and laws of the State of Montana

By: _____

Name: _____

Title: _____

OLD WORKS GOLF COURSE, INC., a Montana non-profit corporation

By: _____

Name: _____

Title: _____

ATLANTIC RICHFIELD COMPANY, a Delaware corporation

By: _____

Name: _____

Title: _____

PUBLIC COMMENT DRAFT

STATE OF MONTANA)
) ss.

COUNTY OF DEER LODGE)

The foregoing instrument was acknowledged before me this ____ day of ____, 2020 by _____ as _____ of Anaconda-Deer Lodge County on behalf of Anaconda-Deer Lodge County.

Witness my hand and official seal.

My commission expires: _____

Notary Public

STATE OF MONTANA)
) ss.

COUNTY OF DEER LODGE)

The foregoing instrument was acknowledged before me this ____ day of ____, 2020 by _____ as _____ of Old Works Golf Course, Inc. on behalf of Old Works Golf Course, Inc.

Witness my hand and official seal.

My commission expires: _____

Notary Public

PUBLIC COMMENT DRAFT

STATE OF _____)

) ss.

COUNTY OF _____)

The foregoing instrument was acknowledged before me this ____ day of _____, 2020 by _____ as _____ of Atlantic Richfield Company on behalf of Atlantic Richfield Company.

Witness my hand and official seal.

My commission expires: _____

Notary Public