

REINSTATEMENT OF AND FIRST AMENDMENT TO PURCHASE AGREEMENT

This REINSTATEMENT OF AND FIRST AMENDMENT TO PURCHASE AGREEMENT (“**Amendment**”) is made effective as of _____, 2025 (“**Effective Date**”), by and between Ramsey County Regional Railroad Authority, a political subdivision of the State of Minnesota (“**Seller**”) and Northern States Power Company, a Minnesota corporation (“**Purchaser**”).

WHEREAS, Seller and Purchaser entered into a Purchase Agreement effective as of August 13, 2024 (the “**Agreement**”) relating to certain real property located in the City of St. Paul, County of Ramsey, State of Minnesota (as more fully described in the Agreement, the “**Property**”);

WHEREAS, the Agreement automatically terminated pursuant to Section 6 thereof; however, neither Seller nor Purchaser intended the Agreement to terminate, and Seller and Purchaser mutually desire to reinstate the Agreement;

WHEREAS, the parties additionally wish to amend the Agreement as set forth herein.

NOW, THEREFORE, in consideration of the mutual covenants of the parties, plus other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Purchaser and Seller hereby agree as follows:

1. Terms used in this Amendment and not otherwise defined herein shall have the meanings given to such terms in the Agreement.

2. The Agreement and all of its terms and conditions are hereby reinstated and are in full force and effect, amended only by the amendments thereto that are set forth in this Amendment.

3. The Inspection Period is hereby extended to February 28, 2025.

4. References in the Agreement to causing the Property to be “subdivided”, including, without limitation, in Section 7(d) of the Agreement, are hereby replaced with causing the Property to be approved by the City of St. Paul for the proposed “administrative lot split” of the Property. Similarly, references to the “subdivision” of the Property and “subdivision plat” are hereby replaced with “administrative lot split” and “administrative lot split of the Property”, respectively.

5. Section 29 of the Agreement is hereby deleted in its entirety. The State Rail Bank Loan Agreement has been satisfied in full, and the State Rail Bank Mortgage has been satisfied in its entirety, pursuant to that certain Cancellation of Loan Agreement and Release and Satisfaction of Mortgage dated January 16, 2025 (“**Release**”), which Release shall be recorded in the official real property records of Ramsey County, Minnesota.

6. All terms and conditions of the Agreement not expressly and specifically amended hereby shall remain in full force and effect as if this Amendment had not occurred. In the event of a conflict between this Amendment and the Agreement, the terms and conditions of this Amendment shall govern. All capitalized terms not otherwise defined herein shall have the meaning set forth in the Agreement. This Amendment may be executed in one or more counterparts each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

Signature page follows.

IN WITNESS WHEREOF, Purchaser and Seller have executed or have caused this Amendment to be executed as of the day and year first above written.

SELLER: RAMSEY COUNTY REGIONAL RAILROAD AUTHORITY	
By: _____ Rafael E. Ortega, Chair Ramsey County Regional Railroad Authority Date: _____	<i>Recommended for Signature</i> By: <u><i>Jean Krueger</i></u> Jean Krueger Director of Property Management
	<i>Approved as to form:</i> By: <u><i>Kathleen Ritter</i></u> Assistant Ramsey County Attorney
PURCHASER: NORTHERN STATES POWER COMPANY, a MINNESOTA corporation By: _____ Print Name: <u>David Berklund</u> Title: <u>RVP of Transmission Operations, Xcel Energy Services, Inc., an authorized agent for Northern States Power Company, a Minnesota corporation</u> Date: _____	