

MEMORANDUM OF OPTION TO PURCHASE REAL ESTATE

THIS MEMORANDUM OF OPTION TO PURCHASE REAL ESTATE is entered into this 25 day of September, 2019, by and between the Mennonite Brethren Foundation, a Kansas not-for-profit corporation (hereinafter collectively referred to as "Seller"), and **WESTAR ENERGY, INC.**, a Kansas corporation (hereinafter "Buyer").

In consideration of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged by Seller, Seller has granted to Buyer, and hereby grants to Buyer, the exclusive option to purchase the following-described real property located in **Marion** County, Kansas:

See Exhibit "A" attached hereto and made a part hereof

for a term of **12** months from the date hereof. The parties have executed a separate Option to Purchase Real Estate of even date herewith (the "Option Agreement"), and the terms, conditions and covenants of the Option Agreement are incorporated herein by reference as though fully set forth herein. At Buyer's election, the option period granted in the Option Agreement and this Memorandum may be extended for an additional **6** months, on the terms set forth in the Option Agreement.

The Option Agreement includes a covenant by Seller that he will not grant any interests in the above-described property to third parties during the term of Buyer's option, including without limitation the granting of easements, rights-of-way, fee interests, mortgages, or liens.

This Memorandum of Option to Purchase Real Estate has been executed by the parties and recorded for the purposes of placing all parties on notice of Buyer's rights under the Option Agreement.

IN WITNESS WHEREOF, the parties hereto have executed and delivered this Memorandum of Option to Purchase Real Estate as of the date first written above.

Dated this 25 day of September, 2019.

(SELLER)

**Mennonite Brethren Foundation,
a Kansas not-for-profit corporation**

(BUYER)

**WESTAR ENERGY, INC.
a Kansas corporation**

By: _____

Jon C Wiebe
Jon C Wiebe

By: _____

Gerald K. Cain, Sr.
Gerald K. Cain, Sr. Right of Way Specialist

CORPORATE ACKNOWLEDGMENT

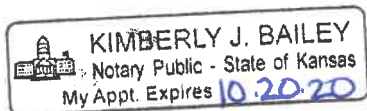
STATE OF KANSAS)
) SS:
COUNTY OF SEDGWICK)

BE IT REMEMBERED, that on this 25 day of September, 2019, before me, a Notary Public in and for said State, came Kimberly J Bailey the Mennonite Brethren Foundation, a Kansas not-for-profit corporation to me personally known to be the same person who executed the foregoing instrument and duly acknowledged the execution of the same for and on behalf of, and as the act and deed of, said corporation.

IN WITNESS WHEREOF, I have subscribed my name and affixed my official seal the day and year last above written.

My Appointment Expires:

10.20.20



Kimberly J Bailey
Notary Public Signature

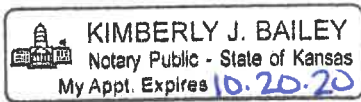
Kimberly J Bailey
Print name

CORPORATE ACKNOWLEDGMENT

STATE OF KANSAS)
) SS:
COUNTY OF SEDGWICK)

BE IT REMEMBERED, that on this 25 day of September, 2019, before me, a Notary Public in and for said State, came Gerald K. Cain, Sr. Right of Way Specialist of Westar Energy, Inc., a Kansas corporation, to me personally known to be the same person who executed the foregoing instrument and duly acknowledged the execution of the same for and on behalf of, and as the act and deed of, said corporation.

IN WITNESS WHEREOF, I have subscribed my name and affixed my official seal the day and year last above written.



My Appointment Expires:

10.20.20


Notary Public Signature

Kimberly J Bailey
Print name

EXHIBIT A

Revised 6/28/2019

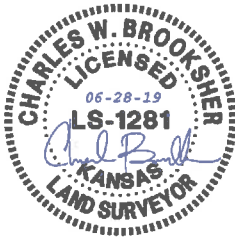
Hillsboro Substation Legal Description

A PORTION OF THE SOUTHWEST QUARTER OF SECTION 35, TOWNSHIP 19 SOUTH, RANGE 2 EAST OF THE SIXTH PRINCIPAL MERIDIAN, MARION COUNTY, KANSAS, BEING DESCRIBED AS FOLLOWS:

THE WEST 540 FEET OF THE NORTH 640 FEET OF THE SOUTHWEST QUARTER OF SECTION 35, TOWNSHIP 19 SOUTH, RANGE 2 EAST, OF THE SIXTH PRINCIPAL MERIDIAN, MARION COUNTY, KANSAS EXCEPT THE NORTH 50 FEET THEREOF, MORE PARTICULARLY DESCRIBED AS:

COMMENCING AT THE NORTHWEST CORNER OF SAID SOUTHWEST QUARTER; THENCE BEARING S00°42'22"E (BEARINGS BASED ON THE KANSAS COORDINATE SYSTEM 1983 SOUTH ZONE) ALONG THE WEST LINE OF SAID SOUTHWEST QUARTER A DISTANCE OF 50.00 FEET TO THE SOUTH LINE OF THE RAILROAD RIGHT OF WAY AND THE POINT OF BEGINNING; THENCE CONTINUING BEARING S00°42'22"E ALONG THE WEST LINE OF SAID SOUTHWEST QUARTER A DISTANCE OF 590.00 FEET; THENCE BEARING N89°06'35"E PARALLEL WITH THE NORTH LINE OF SAID SOUTHWEST QUARTER A DISTANCE OF 540.00 FEET; THENCE BEARING N00°42'22"W PARALLEL WITH THE WEST LINE OF SAID SOUTHWEST QUARTER A DISTANCE OF 590.00 FEET TO SAID SOUTH RAILROAD RIGHT OF WAY LINE; THENCE BEARING S89°06'35"W ALONG SAID SOUTH LINE A DISTANCE OF 540.00 FEET TO THE POINT OF BEGINNING.

ENCOMPASSING 318,602 SQ. FT. OR 7.3 ACRES MORE OR LESS.



Prepared by Charles W. Brooksher PS #1281
PEC Project No. 199030-029

AUTHORIZATION OF PROPERTY OWNER

The undersigned, the Mennonite Brethren Foundation, being the owner of a certain tract of land described as follows:

See Exhibit "A" Attached hereto and made a part hereof

has entered into an Option to Purchase Real Estate for said property with WESTAR ENERGY, INC., as Buyer.

In connection with said Option to Purchase Real Estate, the Owner hereby authorizes Westar Energy, Inc., to act on his behalf in obtaining all permits and/or zoning changes necessary for compliance with Buyer's intended use of the property.

[Remainder of page intentionally blank, signature pages follow.]

Dated this 25 day of September, 2019.

(SELLER)

**Mennonite Brethren Foundation,
a Kansas not-for-profit corporation**

By: _____

Jon C Wiebe
Jon C Wiebe

(BUYER)

**WESTAR ENERGY, INC.
a Kansas corporation**

By: _____

Gerald K. Cain, Sr.
Gerald K. Cain, Sr. Right of Way Specialist

CORPORATE ACKNOWLEDGMENT

STATE OF KANSAS)
) SS:
COUNTY OF SEDGWICK)

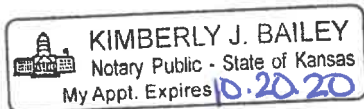
BE IT REMEMBERED, that on this 25 day of September, 2019, before me, a Notary Public in and for said State, came Kimberly J Bailey for the Mennonite Brethren Foundation, a Kansas not-for-profit corporation to me personally known to be the same person who executed the foregoing instrument and duly acknowledged the execution of the same for and on behalf of, and as the act and deed of, said corporation.

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10.20.20

Kimberly J Bailey
Notary Public Signature



Kimberly J Bailey
Print name

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Revised 6/28/2019

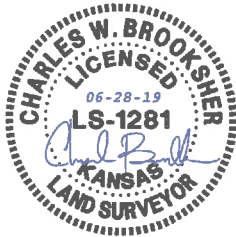
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