

**AMENDMENT TWO  
TO SWITCHING SERVICES AGREEMENT  
BETWEEN BURLINGTON JUNCTION RAILWAY, INC. AND CITY OF ROCHELLE, ILLINOIS**

This Amendment Two ("Amendment") to Switching Service Agreement ("Agreement between Burlington Junction Railway, Inc. ("BJRY") and City of Rochelle, Illinois ("City") is entered into and effective as of July 15, 2020.

**RECITALS**

**Whereas**, the City notified BJRY, in accordance with the Agreement, that the City did not want to extend the current Agreement for an additional five (5) years; and

**Whereas**, the BJRY and City entered into Amendment One extending the termination date of the Agreement to 11:59 pm on July 14, 2020; and

**Whereas**, the City desires to continue its review of various options for the future operation, management, and economic development of the Rochelle Industrial Park, the Rochelle Transload Center, intermodal opportunities, and the CIR switching operator services, which process will include proposals submitted by BJRY, as well as other potential operators for some or all of such rail operations; and

**Whereas**, the review process will extend beyond the current termination of Amendment One; and

**Whereas**, the City and BJRY desire to extend the current Agreement to the end of 2020, to terminate at 11:59 am on December 31, 2020;

**Now, therefore**, for good and valuable consideration, including the interest of the parties in providing undisturbed rail switching services to customers located on City's rail lines, the parties agree to amend the Agreement as follows:

1. The Recitals set forth above are incorporated into this Amendment One.
2. Section 6. Term and Termination is hereby amended to extend the Initial Term, set to expire at 11:59 am on April 14, 2020, and extended to 11:59 am on July 14, 2020 by Amendment One, to the end of 2020, to expire at 11:59 pm on December 31, 2020.
3. The parties acknowledge that the City has (1) opened up the Rochelle Transload Center ("RTC") and (2) authorized BJRY to serve RTC under separate transload agreements with RTC customers. Notwithstanding such agreements between BJRY and RTC customers, the terms and conditions of this Agreement shall continue to apply to as between BJRY and City until the parties execute a new agreement or specifically agree otherwise in writing.
4. Except as otherwise stated here, all terms and conditions of the Agreement shall continue in full force and effect.

In Witness Whereof, the parties execute this Amendment Two on the 1<sup>st</sup> day of July, 2020 to be effective 12:01 am July 15, 2020.

**BURLINGTON JUNCTION RAILWAY, INC.**

**CITY OF ROCHELLE**

By: C. W. H. H.

By: \_\_\_\_\_

Its: Treasurer

Its: \_\_\_\_\_