

FIRST ADDENDUM
INVESTMENT BANKING AND FINANCIAL
ADVISORY SERVICES AGREEMENT

THIS FIRST ADDENDUM made this 19 day of July, 2012,
by and between **JACKSON COUNTY, MISSOURI**, (hereinafter called "County") and
OPPENHEIMER & CO., INC., 4717 Grand Avenue, Suite 700, Kansas City, MO 64112,
hereinafter called "Oppenheimer".

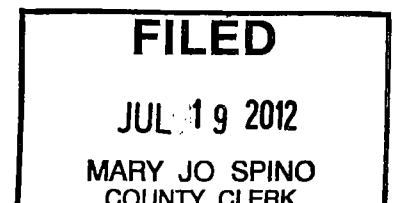
WITNESSETH:

WHEREAS, Oppenheimer and County entered into an Investment Banking and
Financial Advisory Services Agreement ("the Prior Agreement") dated May 12, 2011,
whereunder Oppenheimer agreed to assist in the analysis, oversight, and administration of
the financial aspects of the agreements and contracts with the Jackson County Sports
Complex Authority, the Kansas City Royals Baseball Corporation, and the Kansas City
Chiefs Football Club, Inc., for the County pursuant to Request for Proposals No. 22-11 and
authorized by Ordinance 4306, dated April 18, 2011; and,

WHEREAS, the Prior Agreement provides that it can be extended by mutual
agreement of the parties; and,

WHEREAS, the parties now desire to extend the Prior Agreement through
December 31, 2012, at an additional cost to the County;

NOW, THEREFORE, in consideration of the foregoing and the terms and provisions
herein contained, County and Oppenheimer respectively agree with each other as follows:



1. Except as expressly provided herein, all provisions of the Prior Agreement dated May 12, 2011, between Oppenheimer and County shall remain in full force and effect.

2. The maximum sum to be paid by County to Oppenheimer shall be increased by an amount not to exceed \$100,000.00, for a maximum total of \$300,000.00.

3. Oppenheimer shall submit periodic statements itemizing the charges to be paid by the County.

4. This First Addendum shall be effective as of January 1, 2012, and shall extend until December 31, 2012.


5. This First Addendum, together with the Agreement dated May 12, 2011, incorporates the entire understanding and agreement of the parties.

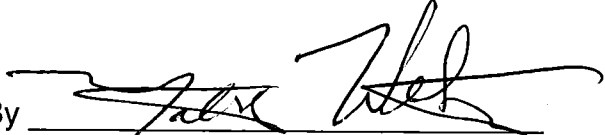
(Signature page to follow)

IN WITNESS WHEREOF, the parties hereto have signed and executed this Agreement on the date first above written.

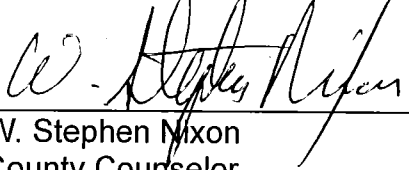
JACKSON COUNTY, MISSOURI

OPPENHEIMER & CO., INC.

By 
Michael D. Sanders
County Executive

By 
Federal Tax ID No: 13-5657518

APPROVED AS TO FORM:



W. Stephen Nixon
County Counselor


ATTEST:


Mary Jo Spind
Clerk of the Legislature

REVENUE CERTIFICATE

I hereby certify that there is a balance otherwise unencumbered to the credit of the appropriation to which this contract is chargeable, and a cash balance otherwise unencumbered in the treasury from which payment is to be made, each sufficient to meet the obligation of \$100,000.00 which is hereby authorized.


Date


Director of Finance and Purchasing
Account No. 001-5101-56080
51012012027