

**FIRST AMENDMENT TO
MEMORANDUM OF UNDERSTANDING**

THIS FIRST AMENDMENT TO MEMORANDUM OF UNDERSTANDING ("Amendment") is made and entered unto this 28 day of July, 2003, by and between the CITY OF JACKSONVILLE, a municipal corporation, hereinafter referred to as "City" and DUVAL COUNTY SCHOOL BOARD, a body politic and corporate, hereinafter referred to as "DCSB".

WITNESSETH:

WHEREAS, the City and DCSB have entered into a Joint Use Agreement dated January 20, 1998 (the "Agreement") allowing the City and DCSB to jointly use certain DCSB property and certain City property more particularly described therein for recreational and educational purposes in accordance with said Agreement and the limitations set forth therein;

WHEREAS, the Agreement requires the parties to enter into a Memorandum of Understanding for each DCSB property and City property setting forth in detail the extent of the use to be made of each property;

WHEREAS, the parties entered into a Memorandum of Understanding dated August 12, 1999 ("Memorandum") setting forth the terms and conditions for the joint use of certain property at Southside Estates Elementary School;

WHEREAS, the parties desire to amend the Memorandum to include additional improvements to Exhibit C of the Memorandum.

NOW THEREFORE, the parties in consideration of the foregoing and the mutual promises and covenants herein, agree as follows:

1. The Memorandum is hereby amended by striking the Exhibit C attached thereto and inserting in lieu thereof the Exhibit C attached hereto and made a part hereof.
2. Except as herein amended, the Memorandum shall remain in full force and effect.

EXHIBIT C

CONCESSION BUILDING IMPROVEMENTS

1. Two new awnings
2. Carpeting at second floor
3. Sprinkler repair –New well and reassignment of water lines

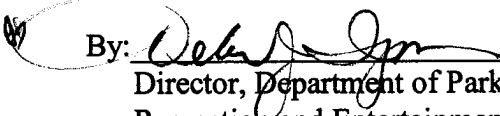
IN WITNESS WHEREOF, the parties have executed this Amendment on the date set forth above.

DUVAL COUNTY SCHOOL BOARD

By: 
Assistant Superintendent
Facilities Services

By: Patricia A. Latimer
Principal

CITY OF JACKSONVILLE

By:  07
Director, Department of Parks,
Recreation and Entertainment