

**REAL ESTATE TRANSFER AGREEMENT  
BETWEEN  
CITY OF FRANKLIN, INDIANA  
AND THE  
FRANKLIN REDEVELOPMENT COMMISSION**

**Wayne Street Parcels**

This Agreement is entered into as of the \_\_\_\_ day of \_\_\_\_\_, 2016 (the "Agreement Date") by and between the City of Franklin, Indiana, by and through its Board of Public Works and Safety ("City"), and the Franklin Redevelopment Commission, as the governing body for the City of Franklin Redevelopment Department ("RDC"), pursuant to Indiana Code 36-7-14 *et seq.*, as amended (the "Act").

**WHEREAS**, the RDC owns the following real estate (the "Parcels") located in the City, and with respect to each, the RDC is the "Transferring Party" and the City is the "Receiving Party": see the attached Exhibit "A" attached hereto and incorporated herein by reference, commonly known as:

- 45 East Wayne Street, Franklin, Indiana;
- 49 East Wayne Street, Franklin, Indiana;
- 51 East Wayne Street, Franklin, Indiana; and
- 55 East Wayne Street, Franklin, Indiana.

**WHEREAS**, the parties desire that the Parcels be transferred by deed from the RDC to the City.

**NOW, THEREFORE**, in consideration of the foregoing and other valuable consideration, the receipt and legal sufficiency of which the parties acknowledge, the RDC agrees to transfer the Parcels to the City and the City agrees to accept the transfer on the terms and conditions set forth below:

- 1. Cooperation of Transferring Party.** Transferring Party will cooperate with Receiving Party and its representatives in obtaining information about the Parcels, and will furnish same to Receiving Party and its representatives, whenever reasonably requested by Receiving Party. Transferring Party will further cooperate with and furnish Receiving Party with all information necessary to obtain all approvals.
- 2. Closing.** The closing of the transfer of the Parcels (the "Closing") will occur at a time and place that is mutually agreeable to the parties.
- 3. Closing Documents.** At the Closing, Transferring Party will execute and deliver to Receiving Party a quitclaim deed conveying the Parcels to Receiving Party subject only to permitted exceptions and otherwise free and clear of all liens and encumbrances except such as have been approved in writing by Receiving Party.

**4. Possession.** Possession of the Parcels will be delivered to Receiving Party on the Closing Date, free and clear of the claims of any other party, except as provided otherwise in this agreement. Notwithstanding the foregoing, Receiving Party or its designee will be entitled to enter the property on and after the date hereof for the purpose of making all tests and inspections deemed necessary by Receiving Party to determine the condition of the Parcels.

**5. Rights and Obligations.** The rights and obligations of Transferring Party and Receiving Party herein contained will inure to the benefit of and be binding upon the parties hereto and their respective personal representatives, heirs, successors, and assigns.

**6. Notices.** All notices required or permitted to be given hereunder will be in writing and delivered either in person or by certified first-class prepaid mail, return receipt requested, or by a nationally-recognized overnight courier, to Transferring Party or Receiving Party at 70 East Monroe Street, Franklin, Indiana, 46131, or at such other address, notice of which may have been given to the other party in accordance with this paragraph. Any notice given in accordance with this paragraph will be deemed to have been given or delivered on the date the same is personally delivered to the recipient or received by the recipient as evidenced by the return receipt.

**IN WITNESS WHEREOF**, the parties have entered into this Agreement as the date set forth above.

**Agreed:**

**CITY OF FRANKLIN, INDIANA by and through its  
Board of Public Works and Safety**

By: \_\_\_\_\_  
Joseph McGuiness, Mayor/Member

By: \_\_\_\_\_  
Stephen Barnett, Member

By: \_\_\_\_\_  
Robert Swinehamer, Member

Attest: \_\_\_\_\_  
Jayne W. Rhoades, Franklin Clerk-Treasurer

**FRANKLIN REDEVELOPMENT COMMISSION,  
Governing Body of the City of Franklin  
Department of Redevelopment**

\_\_\_\_\_  
Robert D. Heuchan, President

\_\_\_\_\_  
Brian J. Deppe, Secretary