

**AMENDMENT TWO TO AGREEMENT FOR THE CONVEYANCE
OF LANDS AND INTERESTS IN LANDS
BETWEEN THE
STATE OF WYOMING BOARD OF LAND COMMISSIONERS
AND
THE UNITED STATES OF AMERICA
AT GRAND TETON NATIONAL PARK, WYOMING**

This second Amendment to the Agreement for the Conveyance of Lands and Interests in Lands (Amendment Two) is entered into this ____ day of _____, 2016 by and between: the State of Wyoming, Board of Land Commissioners (Board), whose address is 122 West 25th Street, Cheyenne, WY 82002, and the United States of America, acting through the Department of the Interior (Department), whose address is 1849 C Street, NW, Washington D.C. 20240 (collectively referred to as Parties).

RECITALS

Whereas the Parties entered into an Agreement for the Conveyance of Lands and Interests in Lands (Agreement) on December 16, 2010 whereby the Department would acquire 1405.91 acres of state trust lands within the boundaries of the Grand Teton National Park (Park or GRTE) and generally identified as follows:

Antelope Flats (DOI Reference No. GRTE Tract 05-121): surface and minerals -- 640 acres, more or less

Kelly on Gros Ventre Road (DOI Reference No. GRTE Tract 06-102): surface and minerals -- 640 acres, more or less

Snake River (DOI Reference No. GRTE Tract 02-118): surface and minerals – 86.32 acres, more or less

Jackson Lake (DOI Reference No. GRTE Tract 08-167): surface and minerals – 39.59 acres, more or less; and

Whereas the Agreement specified that the United States, acting through the Department, would acquire the state trust lands that lie within the Grand Teton National Park through a phased acquisition on a parcel-by-parcel basis, each for a specified amount, and on or before a specific date, as follows:

Jackson Lake Parcel	\$ 2,000.00	On or before January 5, 2012
Snake River Parcel	\$16,000,000.00	On or before January 5, 2013
Antelope Flats Parcel	\$45,000,000.00	On or before January 5, 2014
Kelly on Gros Ventre Road Parcel	\$46,000,000.00	On or before January 5, 2015;

Whereas the United States has acquired the Jackson Lake Parcel and the Snake River Parcel but did not acquire the Antelope Flats Parcel by the specified deadline of January 5, 2014 or the Kelly on Gros Ventre Road Parcel by the specified deadline of January 5, 2015; and

4. **Conditions.** The actions provided for under this Amendment Two are conditioned upon the availability of appropriations and compliance by each Party with the requirements of applicable laws. The Parties hereto intend to use their best efforts to effectuate the conveyances.
5. **Recording.** The Department is responsible for recording the documents conveying title to the two state parcels with the Register of Deeds of the Teton County Clerk's Office. The Department is responsible for paying its own recording fees.

General Provisions:

1. **Same Terms and Conditions.** With the exception of items explicitly delineated in this Amendment Two, all terms and conditions of the Agreement, including but not limited to sovereign immunity, shall remain unchanged and in full force and effect.
2. **Entirety of Agreement.** The Agreement, consisting of ten (10) pages, Attachment A, a map consisting of one (1) page, Amendment One, consisting of six (6) pages, and this Amendment Two, consisting of four (4) pages, represent the entire and integrated agreement between the Parties and supersede(s) all prior negotiations, representations, and agreements, whether written or oral.

THE REMAINDER OF THIS PAGE WAS INTENTIONALLY LEFT BLANK.

IN WITNESS THEREOF, the parties to this Amendment Two through their duly authorized representatives have executed this Amendment Two on the days and dates set out below, and certify that they have read, understood, and agreed to the terms and conditions of this Amendment Two as set forth herein. The effective date of this Amendment Two is the date of the signature last affixed to this page.

Wyoming Board of Land Commissioners
122 West 25th Street
Herschler Building
Cheyenne, WY 82002

United States of America
Secretary of the Interior

1849 C Street, NW
Washington, D.C. 20240

By: Governor Matthew H. Mead
Date: _____

By: _____
Date: _____

ATTORNEY GENERAL'S OFFICE: APPROVAL AS TO FORM

Megan Nicholas, Senior Assistant Attorney General