

**FOURTH AMENDMENT TO  
REAL ESTATE PURCHASE AND SALE AGREEMENT**

178 W MAIN STREET  
CARTERSVILLE, GEORGIA

CITY OF CARTERSVILLE (“Seller”)  
and  
CITY OVERLOOK CARTERSVILLE, LLC (“Buyer”)

This Fourth Amendment to Commercial Real Estate Purchase and Sale Agreement (“Fourth Amendment Agreement”) is entered into as of this \_\_\_\_ day of \_\_\_\_\_, 2023, by and between, **CITY OVERLOOK CARTERSVILLE, LLC**, a Georgia limited liability corporation (“Buyer”), as assignee of **WOMACK BROTHERS, LLC.**, a Georgia limited liability corporation and the **CITY OF CARTERSVILLE**, a municipal corporation of the State of Georgia (“Seller”).

**RECITALS**

**WHEREAS**, Buyer and Seller entered into a Real Estate and Purchase Sales Agreement on February 16, 2023 (the “Agreement”); and

**WHEREAS**, Buyer and Seller entered into a First Amendment to Purchase and Sales Agreement on May 18, 2023; and

**WHEREAS**, Buyer, with the approval of Seller, assigned its rights to the Agreement to Womack Brothers, LLC on July 6, 2023; and

**WHEREAS**, Buyer and Seller entered into the Second Amendment to Purchase and Sales Agreement on July 6, 2023; and

**WHEREAS**, Buyer and Seller entered into the Third Amendment to Purchase and Sales Agreement on August 10, 2023; and

**WHEREAS**, Buyer, with the approval of Seller, assigned its rights to the Agreement to City Overlook Cartersville, LLC on September 8, 2023.

**AGREEMENT**

**NOW, THEREFORE**, in consideration of the promises and mutual agreements contained herein, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto do hereby agree to revise the name of the Buyer to City Overlook Cartersville, LLC.

All other provisions of the Agreement, First Amendment, Second Amendment, and Third Amendment not changed herein, shall remain as is.

**IN WITNESS WHEREOF**, the Parties have indicated their acceptance of the terms of this Fourth Amendment Agreement by their signatures below on the dates indicated.

**SELLER:**

**CITY OF CARTERSVILLE, GEORGIA**,  
a municipal corporation

\_\_\_\_\_ [Seal]  
By: Matthew J. Santini, Mayor

**PURCHASER:**

**CITY OVERLOOK CARTERSVILLE, LLC**,  
a Georgia limited liability corporation

\_\_\_\_\_ [Seal]  
By: Matthew R. Womack, Managing Member

Attest: \_\_\_\_\_  
Julia Drake, City Clerk

**ACKNOWLEDGMENT OF NOTARY PUBLIC**

State of Georgia

County of Bartow, ss.

On this \_\_\_\_ day of September, 2023, before me appeared **CITY OVERLOOK CARTERSVILLE, LLC**, as the **BUYER(S)** of this Fourth Amendment to Commercial Real Estate Purchase Agreement who proved to me through government issued photo identification to be the above-named person, in my presence executed foregoing instrument and acknowledged that they executed the same as their free act and deed.

Notary Public Signature: \_\_\_\_\_

Print Name: \_\_\_\_\_

My commission expires: \_\_\_\_\_

(Seal)

**ACKNOWLEDGMENT OF NOTARY PUBLIC**

State of Georgia

County of Bartow, ss.

On this \_\_\_\_ day of September, 2023, before me appeared **CITY OF CARTERSVILLE** as the **SELLER(S)** of this Third Amendment to Commercial Real Estate Purchase Agreement who proved to me through government issued photo identification to be the above-named person, in my presence executed foregoing instrument and acknowledged that they executed the same as their free act and deed.

Notary Public Signature: \_\_\_\_\_

Print Name: \_\_\_\_\_

My commission expires: \_\_\_\_\_

(Seal)

**EXHIBIT “B”  
(Project Schedule)**

<b>Due Diligence Period</b> Clear title Zoning/engineering work Site Planning Permitting application	<b>Extended Through and Including July 16, 2023</b>
<b>Submission of conceptual site plans to be approved by city</b>	<b>Extended through and including July 16, 2023</b>
<b>Approval of conceptual site plans by City</b>	<b>July 16, 2023 – October 6, 2023</b>
<b>Closing Date</b>	<b>October 24, 2023</b>
<b>Land disturbance permit issued and demolition and site development to commence</b>	<b>November 7, 2023</b>
<b>Submission of final building and construction plans</b>	<b>November 29, 2023</b>
<b>City Council consideration of final construction plans</b>	<b>December 7, 2023</b>
<b>On-site improvements, demolition, and site grading ready for development completion Construction to begin/building permits issued</b>	<b>May 6, 2024</b>
<b>Construction to begin/building permits issued</b>	<b>June 6, 2024</b>
<b>Estimated completion time for construction</b>	<b>May 2, 2025</b>
<b>Issuance of Certificate of Occupancy</b>	<b>May 23, 2025</b>