

AMENDMENT NO. 4 TO  
SOUTH OF MILES INDEMNIFICATION

This Amendment No. 4 ("Amendment No. 4") is entered into as of the 16 day of January, 2014, concerning that certain South of Miles Indemnification ("Indemnification") made and effective as of March 1, 2013 by and between the City of Indian Wells, a charter city duly organized under the Constitution and laws of the State of California ("City"), and the City of Indian Wells Housing Authority ("Authority" and, collectively with City, "City Parties"), a housing authority established under the laws of the State of California, and Garden of Champions LLC, a California limited liability company ("GOC"), and Desert Champions LLC, a California limited liability company ("DC" and, collectively with GOC, "GOC/DC"), as amended by Amendment No. 1 entered into on or about June 18, 2013, by Amendment No. 2 entered into on or about August 8, 2013 and by Amendment No. 3 entered into on or about October 3, 2013.

City Parties and GOC/DC agree as follows:

1. Section 3 of the Indemnification, as amended by Amendment No. 3, is amended by deleting "October 4, 2013", and by substituting therefor "January 31, 2016".
2. City Parties and GOC/DC reaffirm all terms and provisions set forth in the Indemnification except insofar as they are expressly amended by this Amendment No. 4.

IN WITNESS WHEREOF, the parties hereto have executed this Amendment No. 4 to the Indemnification, as previously amended by Amendment No. 1, Amendment No. 2 and Amendment No. 3, as of the date first above written.

"CITY"

City of Indian Wells, a charter city duly  
organized under the Constitution and laws of  
the State of California

By:   
Name: Ted J. Mertens  
Its: Mayor

"Authority"

City of Indian Wells Housing Authority, a  
housing authority established under the laws of  
the State of California

By:   
Name: Ted J. Mertens  
Its: Chairman

"GOC"

Garden of Champions LLC, a California  
Limited liability company

By:   
Name: Steve R. Simon  
Its: Chief Operating Officer

"DC"

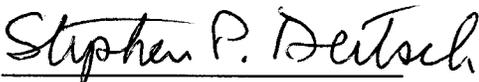
Desert Champions LLC, a California limited  
Liability company

By:   
Name: Steve R. Simon  
Its: Chief Operating Officer

*Attest:*

By:   
Anna Grandys  
Chief Deputy City Clerk

*Approved as to form:*

By:   
Stephen P. Deitsch  
City Attorney