

First Amendment to
Agreement for Design and Construction of Wastewater Treatment Facility
between
EMC of St. Charles County LLC
and
Triad Development Company

This First Amendment to Agreement for Design and Construction of Wastewater Treatment Facility (this "Amendment") is executed this 18th day of December, 2007 between EMC of St. Charles County, LLC, a Missouri limited liability company ("EMC"), and Triad Development Company, a Missouri corporation ("Triad").

RECITALS

WHEREAS, the parties executed the Agreement for Design and Construction of Wastewater Treatment Facility dated March 14, 2007 (the "Agreement"); and

WHEREAS, the parties wish to amend the definition of the Project to include the wastewater collection system that serves the wastewater treatment facility at Jaxson Estates Subdivision; and

WHEREAS, the parties desire to amend the Agreement as set forth herein.

NOW, THEREFORE, in consideration of the above recitals, the mutual covenants and agreements herein, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

1. Paragraph 1.1.1 of the Agreement is amended by adding the following sentence: "The Project shall also include the collection system that serves the wastewater treatment facility, except for the laterals that shall be the property of the lot owners."

2. Miscellaneous.

(a) Except as expressly provided herein, all of the provisions of the Agreement shall remain unchanged and shall remain in full force and effect.

(b) The subject headings used in this Amendment are included for purposes of convenience only and shall not affect the construction or interpretation of any of its provisions.

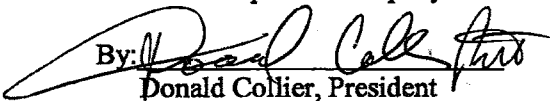
(c) This Amendment and the transactions contemplated hereby shall be governed and construed by and enforced in accordance with the internal laws of the State of Missouri, without regard to the laws of conflict of laws.

(d) This Amendment may be executed in two or more counterparts, each of which shall be deemed an original and all of which shall constitute the same instrument.

IN WITNESS WHEREOF, this Amendment has been executed as of the date first above written.

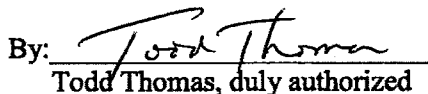
"Triad"

Triad Development Company

By: 
Donald Collier, President

"EMC"

EMC of St. Charles County, LLC

By: 
Todd Thomas, duly authorized