

Exhibit "C"

(Space Above for Recorder/Registrar Use)

DEDICATION OF EASEMENT FOR AIR RIGHTS

County of Ramsey, a political subdivision under the laws of the State of Minnesota ("Grantor"), for good and valuable consideration, to them in hand paid and the receipt of which is hereby acknowledged, does hereby grant, bargain, quitclaim and convey to the **City of Saint Paul**, a municipal corporation under the laws of the State of Minnesota, its successors, and assigns ("Grantee"), a permanent air rights for the purpose of accessing, maintaining, constructing and/or reconstructing the adjacent bridge structure supporting Kellogg Boulevard on, over and across the following tract of land being in the County of Ramsey, State of Minnesota, described as follows:

See attached Exhibit A

To have and to hold the same forever. Grantor does covenant that it is well seized in fee of the land and premises aforesaid, and has good right to sell and convey the same free of all encumbrances except those of record.

It is intended and agreed that this agreement shall be a covenant running with the land and shall be binding to the fullest extent of the law and equity for the benefit of the public. It is further intended and agreed that this agreement and covenant shall remain in effect without limitation as to time.

IN TESTIMONY WHEREOF, Grantor, the **County of Ramsey**, a political subdivision under the laws of the State of Minnesota, has caused this deed to be executed in its corporate name by its duly authorized officers, and attested to this _____ day of _____, 2014.

GRANTOR (County of Ramsey, Minnesota)

By: _____
Its Chairman of the Board of County Commissioners

By: _____
Its Clerk of the Board of County Commissioners

Approved as to form:

County Attorney

STATE OF MINNESOTA)
) ss.
COUNTY OF Ramsey)

The foregoing instrument was acknowledged before me this ___ day of _____, 2014, by _____, Chairman of the Board of County Commissioners, _____, Clerk of the Board of County Commissioners, a political subdivision under the laws of the State of Minnesota.

Notary Public

This Instrument was drafted by:

City of Saint Paul
Office of Financial Services – Real Estate Section
25 W. 4th St., Rm. 1000
St. Paul, MN 55102

Exhibit A

Air Rights Easement Legal Description

All that part of vacated Market Street in RICE AND IRVINE'S ADDITION TO ST PAUL, Lying above an elevation of 55.00 feet City of Saint Paul datum and bounded by the following described lines:

Commencing at a cast iron monument at the intersection of St Peter Street and Kellogg Boulevard, being City of Saint Paul monument number 1636; thence South 80° 08' 30" West along the centerline of Kellogg Boulevard as platted a distance of 578.48 feet; thence South 15° 09' 00" East a distance of 64.95 feet, to the point of beginning of the line to be described; thence continuing South 15° 09' 00" East 13.08 feet coincident with the northeasterly wall of the District Energy building on Lot 1 said in RICE AND IRVINE'S ADDITION TO ST PAUL; thence along a line 10 feet southeasterly of and parallel to the southeasterly edge of the deck of bridge number 62650, to be constructed under Minnesota project number 164-158-020, said line bearing North 71° 46' 33" East 68.47 feet to the west line of the building known as the West Building; thence along said westerly building line North 09° 53' 12" West 23.51 feet to the southeasterly line of Kellogg Boulevard; thence South 61° 07' 47" West 59.01 along said southeasterly line; thence South 74° 51' 07" West 13.20 feet to the point of beginning and said lines there terminating.

