

---

[SPACE ABOVE RESERVED FOR RECORDING]

MEMORANDUM OF PLAZA LICENSE, OPERATIONS AND MAINTENANCE AGREEMENT

THIS MEMORANDUM OF PLAZA LICENSE, OPERATIONS AND MAINTENANCE AGREEMENT (“Memorandum”) is made and entered into as of this \_\_\_\_ day of \_\_\_\_\_, 2024, by and between ECOLAB USA INC., a Delaware corporation (“Ecolab”) and City of Saint Paul, a municipal corporation of the state of Minnesota (“City”).

1. Ecolab is fee owner of certain real property situated in the City, commonly known as Ecolab Global Headquarters and legally described in Exhibit A (the “Ecolab Global Headquarters”).
2. City operates and owns certain real property situated in the City, commonly known as Hamm Plaza and legally described in Exhibit B (the “Plaza Property”).
3. Ecolab and City have executed a Plaza License, Operations and Maintenance Agreement dated August 2, 2023 (the “License Agreement”) for the benefit of the Ecolab Global Headquarters and the Plaza Property.
4. Pursuant to the License Agreement, Ecolab and the City have certain rights and obligations related to the Plaza Property, as more particularly set forth in the License Agreement.
5. All of the terms, conditions, provisions, and covenants of the License Agreement are incorporated into this Memorandum by reference as though fully set forth herein, and the License Agreement and this Memorandum shall be deemed to constitute a single instrument or document.
6. This Memorandum has been entered into by Ecolab and the City for purposes of recordation in the real property records of Ramsey County, Minnesota to provide notice to third parties of the License Agreement and nothing contained herein shall be deemed or construed to alter or amend the terms of the License Agreement. In the event of a conflict between this Memorandum and the License Agreement, the License Agreement shall control.
7. The terms and conditions of the License Agreement and this Memorandum are binding upon, and shall inure to the benefit of Ecolab and the City and their respective successors and assigns.

*[Remainder of Page Intentionally Left Blank. Signature Pages Follow]*

SIGNATURE PAGE  
TO  
MEMORANDUM OF PLAZA LICENSE, OPERATIONS  
AND MAINTENANCE AGREEMENT

IN WITNESS WHEREOF, Ecolab and the City have executed this Memorandum as of the date first above written.

ECOLAB USA INC.,  
a Delaware corporation

By: \_\_\_\_\_  
Name: Brian Holmes  
Title: VP Global Real Estate and Facilities

STATE OF MINNESOTA     )  
  )SS.  
COUNTY OF RAMSEY     )

The foregoing instrument was acknowledged before me this \_\_\_\_ day of \_\_\_\_\_, 2024 by Brian Holmes, the VP Global Real Estate and Facilities of Ecolab USA Inc., a Delaware corporation, on behalf of the corporation.

\_\_\_\_\_  
Notary Public

This instrument prepared by  
And after recording return to:

Stinson LLP (TMP/MCV)  
50 South Sixth Street, Suite 2600  
Minneapolis, MN 55402

SIGNATURE PAGE  
TO  
MEMORANDUM OF PLAZA LICENSE, OPERATIONS  
AND MAINTENANCE AGREEMENT

CITY OF SAINT PAUL, MINNESOTA

By: \_\_\_\_\_  
Its: \_\_\_\_\_

By: \_\_\_\_\_  
Its \_\_\_\_\_

By: \_\_\_\_\_  
Its \_\_\_\_\_

STATE OF MINNESOTA     )  
  )SS.  
COUNTY OF RAMSEY     )

The foregoing instrument was acknowledged before me this \_\_\_\_ day of \_\_\_\_\_, 2024  
by \_\_\_\_\_, the \_\_\_\_\_ of the City of  
Saint Paul, Minnesota, on behalf of the City.

\_\_\_\_\_  
Notary Public

STATE OF MINNESOTA     )  
  )SS.  
COUNTY OF RAMSEY     )

The foregoing instrument was acknowledged before me this \_\_\_\_ day of \_\_\_\_\_, 2024  
by \_\_\_\_\_, the \_\_\_\_\_ of the City of  
Saint Paul, Minnesota, on behalf of the City.

\_\_\_\_\_  
Notary Public

STATE OF MINNESOTA     )  
  )SS.  
COUNTY OF RAMSEY     )

The foregoing instrument was acknowledged before me this \_\_\_\_ day of \_\_\_\_\_, 2024  
by \_\_\_\_\_, the \_\_\_\_\_ of the City of  
Saint Paul, Minnesota, on behalf of the City.

\_\_\_\_\_  
Notary Public

APPROVED AS TO FORM

\_\_\_\_\_  
Assistant City Attorney

EXHIBIT A  
TO  
MEMORANDUM OF PLAZA LICENSE, OPERATIONS  
AND MAINTENANCE AGREEMENT

LEGAL DESCRIPTION OF THE ECOLAB GLOBAL HEADQUARTERS

Real property in Ramsey County, Minnesota, legally described as follows:

Parcel 1:

Lots 1 and 2, Block 1, St. Paul Companies, Inc. Headquarters.

Parcel 2:

Outlots D, E, F, G and H, St. Paul Companies, Inc. Headquarters.

EXHIBIT B  
TO  
MEMORANDUM OF PLAZA LICENSE, OPERATIONS  
AND MAINTENANCE AGREEMENT

LEGAL DESCRIPTION OF THE PLAZA Property

Block One (1) of Rice and Irvine's Addition to Saint Paul, according to the recorded plat thereof on file and of record in the office of the Register of Deeds of said Ramsey County, excepting such parts thereof, if any, as are now used for public streets.

This constitutes the grantor's dedication of said land to public square purposes and as a public memorial to William Hamm, late of said City, in this year, the 100th anniversary of his birth, and the grantee's acceptance of such dedication thereto and therefor; the premises hereby conveyed and so dedicated to be designated as "William Hamm Square" in recognition and appreciation of the many contributions he made to said City's development and the same, after clearance by the grantee of the existing structure thereon, to be maintained as such public square by grantee.

There is hereby reserved in grantor, its successors or assigns, the right to install, at its or their expense, in said Square a plaque of other appropriate memorial to said decedent, the same, as to the kind, material, size and location, to be approved by the grantee.

(THE FOLLOWING IS NOT PART OF THE LEGAL DESCRIPTION AND IS FOR REFERENCE ONLY: Legal description is according to the Limited Warranty Deed made between United Properties incorporated, a Minnesota corporation, Grantor, and City of Saint Paul, a municipal corporation, Grantee, dated July 8, 1959, recorded September 15, 1959, in Book 1647, Page 669, as Document Number 1493495)