William H. Humphreys
3374 Dove Hollow Rd
Olivenhain, CA
92024

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DELAWARE COUNTY IOWA
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BOOK 8 PAGE 62
DEROY H.L. PEYTON
DELAWARE CO. RECORDER
11.00

Prepared by Marcheta R. Cooey, 2607 220th Ave. Delhi, IA 52223-5803, ph. 319 922 2792 Dated 6/15/98

FIRST RIGHT OF REFUSAL
HARTWICK LAKE CLUB

This agreement, entered into this 7th day of July, 1998 by and between Marcheta R. Cooey and Archie W. Cooey, Jr., husband and wife, hereinafter referred to as Sellers, and **William H. Humphreys and Debra K. Humphreys**, husband and wife, of **3374 Dove Hollow, Olivenhain, CA 92024** hereinafter referred to as buyers, provides as follows:

1. The parties have entered into an agreement covering the following described premises, owned by Sellers, in Delaware County, Iowa: **Lot 5 as shown on the replat of lots 5 and 6 of HLC SOUTH ADDITION . of Sec. 30, Delhi** Twp. Delaware, Iowa.

2. As a adjacent land owner, sellers hereby grant to buyers a first- right-of-refusal in connection with any future potential sale of the above-described real estate. If the parties are unable to mutually agree upon a purchases price for said real estate at the time Sellers wish to sell said property, the Buyers shall have the right to match any bona fide offer received by Sellers thereafter. Sellers must provide Buyers with a copy of an offer acceptable to Sellers and Buyers must exercise said right by written notification to Sellers within 48 hours of receipt of said offer from Sellers. If written notice of the exercise of said right is not presented to Sellers within said 48 hour period, this right shall expire.

3. This first-right-of-refusal shall be recorded and shall be binding on the heirs, successors and assigns of the land owners hereto. This first-right-of-refusal will not extend beyond the present potential Buyers, **William H. Humphreys and Debra K. Humphreys.**

Marcheta R Cooey
Sellers: Marcheta R. Cooey

Buyer: William H. Humphreys

Sellers: Archie W. Cooey:

Debra K. Humphreys
Buyer: Debra K. Humphreys

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State of Iowa)
S.S.
County of Delaware)

On this 7th day of July, 1998, before me, a notary public, personally appeared William H. Humphreys, Debra K. Humphreys, Marcheta R. Cooey personally known to be (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is (are) subscribed to this instrument and acknowledged that he (she) (they) executed the same.

KRISTINE A. COOEY
Iowa
NOTARIAL SEAL

My Commission Expires on 9/28/98

Kristine A. Cooey
Notary Public