

## MEMORANDUM OF AGREEMENT

By and Between the Town of Plainville, Massachusetts  
and  
Ourway Realty, LLC

This Agreement ("Agreement") is made and entered into as of July 18, 2013 (the "Effective Date"), by and between the Town of Plainville, Massachusetts (the "Town" or "Plainville"), a municipality in the Commonwealth of Massachusetts, and Ourway Realty, LLC, doing business as Plainridge Racecourse ("Plainridge" and, collectively with the Town, the "Parties").

### RECITALS

The following are the recitals underlying this Agreement:

Plainridge currently operates a harness racing and simulcasting facility located on property comprised of 88.9± acres, known and numbered as 301 Washington Street, Plainville, MA (the "Project Site").

Plainridge has filed an initial (phase 1) application to the Massachusetts Gaming Commission (the "Commission") for a Category II gaming license and intends to file a final (phase 2) application, and plans to expand the existing facility to develop a gaming addition to contain One Thousand Two Hundred and Fifty (1250) slot machines on the Project Site (the "Project").

The Town and Plainridge have agreed to the terms of a Host Community Agreement with respect to the Project.

The Board of Selectmen of the Town (the "Board") and Plainridge further desire to reach an agreement with respect to Plainridge's employment of public safety details with respect to the future operation of the Project.

Accordingly, the Parties for good and valuable consideration, the receipt of which is hereby acknowledged, enter into this Memorandum of Agreement to effectuate the purposes set forth above and to be bound by the provisions set forth below:

#### **Section 1. Details**

Until this Memorandum of Agreement is amended or terminated, Plainridge shall continue to engage at least one Plainville Police Officer detail during all hours that the facility is open to the public for any form of gaming, on terms consistent with current practice, except as may be otherwise agreed by Plainridge and the Board. Plainridge will likewise engage at least two Plainville Firefighter/Emergency Medical Technician/Paramedic details during all hours of live racing at the Project Site and shall provide a suitably equipped ambulance for such purpose



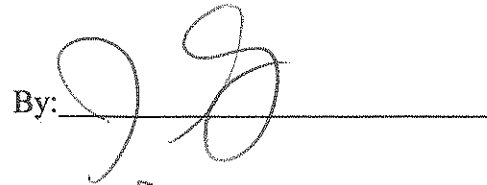
With copy to: Andrew D. Myers, Esq.  
Davis, Malm & D'Agostine, P.C.  
One Boston place, 37<sup>th</sup> Floor  
Boston, MA 02108

IN WITNESS WHEREOF, the Parties hereto have duly executed this Agreement to be effective as of the date first above written.

**Town of Plainville, Massachusetts**

**Ourway Realty, LLC**

By: 

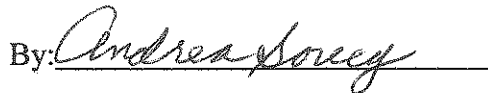
By: 

Title: Chairman, Board of Selectmen

Title: President

By: 

Title: Selectman

By: 

Title: Selectman