2. Date of Execution. This Agreement shall become effective and binding upon the Parties at such time as all of the signatories hereto have signed the original or a counterpart original of this Agreement ("Effective Date").

3. Abatement. Carvana agrees to comply with the following phased transition schedule and cease all operations on the Property before December 31, 2021.

Phase I: Immediate action items to reduce operations and noise at the site (already in progress and to be continued)

- Immediately discontinue the use of outside speakers or any device that broadcasts noise by Carvana employees.
- Provide instructions to all employees and third-party transport to reduce any noise that can be heard by adjacent residents.

Phase II: Near-term wind-down efforts (to occur within the next 90 days)

Though the City desires operating hours to cease at 7 pm, City has agreed to permit Carvana to continue operations until 10 pm to facilitate a swift wind down and transportation of vehicles off Property. Operations on site shall cease at 10 pm.

- Immediately begin reducing shipment of inventory, and within 30 days, cease the shipment of any additional inventory to the Property.
- Within 45 days, cease operations of the single car haulers, which will reduce traffic associated with these vehicles and decrease employee headcount by over 30%.

Phase III: Final wrap-up & cessation of operations (to occur prior to 12/31/21)

- Carvana shall have ceased all operations at the site, the site shall be fully vacated with no transport, inventory or other vehicles on the site.

4. Media/Press. The Parties agree to consult with the other prior to making any public statement regarding Carvana's use or cessation of use of the Property, and to work together in good faith to properly message the terms of this Agreement and general wind down of Carvana's operations at the Property.

5. Good Faith. The Parties will at all times act in good faith to assist in the carrying out of all terms and obligations set forth in this Agreement. The Parties agree to perform all