

ADDENDUM TO MASTER GNMA SECURITY PURCHASE AGREEMENT

This Addendum to Master GNMA Security Purchase Agreement (the “**Addendum**”) is made and entered into as of _____ 1, 2017, by and among George K. Baum & Company, a Missouri corporation (the “**Security Purchaser**”), having its principal office located at 4801 Main Street, Suite 500, Kansas City, Missouri 64112, Sedgwick County, Kansas and Shawnee County, Kansas (collectively, the “**Issuers**”) and UMB Bank, N.A., in its capacity as Custodial Agent for the Security Purchaser (the “**Custodial Agent**”).

WHEREAS, the Issuers are political subdivisions of the State of Kansas (the “**State**”); and

WHEREAS, the Issuers have authorized a program (the “**Bond Program**”) of financing mortgage loans (the “**Mortgage Loans**”) to qualifying borrowers (the “**Borrowers**”), through the issuance of mortgage revenue bonds (the “**Bonds**”) under an Indenture of Trust, dated as of January 1, 2014 (the “**2014 Indenture**”), and an Indenture of Trust, dated as of October 1, 2017 (the “**2017 Indenture**”), as supplemented from time to time by the applicable Series Supplement with respect to each Subseries (collectively, the “**Indenture**”), between the Issuers and the UMB Bank, N.A., as trustee for the bondholders (the “**Trustee**”); and

WHEREAS, the Issuers, the Security Purchaser (as successor to GKB Mortgage Markets, LLC) and the Custodial Agent entered in to the Master GNMA Mortgage-Backed Security Purchase Agreement as of January 1, 2014, as supplemented and amended (the “**Purchase Agreement**”); and

WHEREAS, the Issuers, the Custodial Agent and the Security Purchaser have determined to enter into this Addendum to include Bonds issued under the 2017 Indenture.

NOW, THEREFORE, in consideration of the foregoing, and for other good and valuable consideration, the receipt and sufficiency of which are acknowledged, the Security Purchaser, the Issuers and the Custodial Agent agree as follows:

SECTION 1

DEFINITIONS; PURPOSE OF THE ADDENDUM

(a) **Definitions.** *Unless otherwise defined herein, capitalized terms used herein shall have the same meanings as set forth in the Purchase Agreement.*

(b) **Purpose of the Addendum.** This purpose of this Addendum is to include mortgage-backed securities originated in connection with Bonds issued under the 2017 Indenture under the Purchase Agreement.

SECTION 2

AMENDMENT TO PURCHASE AGREEMENT

The parties hereto agree that mortgage-backed securities originated pursuant to the 2017 Indenture are eligible to be purchased under the terms of the Purchase Agreement

SECTION 3

APPLICABILITY OF PURCHASE AGREEMENT; EFFECTIVE DATE

(a) **Applicability of the Purchase Agreement.** Except as otherwise provided in this Addendum, the provisions of the Purchase Agreement are hereby ratified, approved and confirmed. This Addendum shall be construed as having been authorized, executed and delivered under the provisions of Section 17 of the Purchase Agreement.

(b) **Severability.** If any provision of this Addendum shall be held invalid or unenforceable by any court of competent jurisdiction, such holding shall not invalidate or render unenforceable any other provision hereof.

(c) **Governing Law.** This Addendum shall be governed by, and be construed in accordance with, the laws of the State.

(d) **Execution in Counterparts.** This Addendum may be executed in several counterparts, each of which shall be an original and all of which shall constitute but one and the same instrument.

(e) **Effective Date.** This Addendum shall become effective immediately upon its execution by the parties.

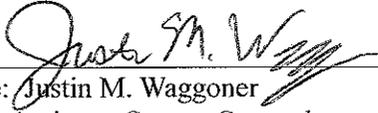
SEDGWICK COUNTY, KANSAS,
as Issuer

By: _____
Name: David M. Unruh
Title: Chairman, Board of County Commissioners

ATTEST:

By: _____
Name: Kelly Arnold
Title: County Clerk

APPROVED AS TO FORM

By:  _____
Name: Justin M. Waggoner
Title: Assistant County Counselor

SHAWNEE COUNTY, KANSAS,
as Issuer

By: _____
Name: Robert E. Archer
Title: Chair, Board of County Commissioners

GEORGE K. BAUM & COMPANY,
as Security Purchaser

By: _____
Name: Elizabeth Barber
Title: Executive Vice President

UMB BANK, N.A.,
as Custodial Agent

By: _____
Name: _____
Title: _____