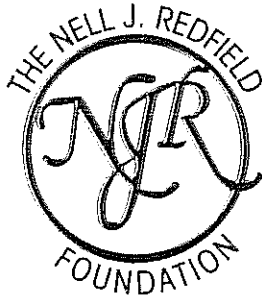


1755 E. PLUMB LANE, SUITE 212
RENO, NEVADA 89502
TELEPHONE



P.O. BOX 61 • RENO, NV 89504
FAX (775) 323-4476
(775) 323-1373

December 2, 2011

Ms. Tracy Domingues
City of Sparks Parks & Recreation
Parks & Recreation Director
98 Richards Way
Sparks, NV 89431

Re: The Nell J. Redfield Foundation
Grant Application dated November 1, 2011

Dear Ms. Domingues:

Your November 1, 2011 grant application submitted on behalf of the City of Sparks Parks & Recreation was considered by the Directors of The Nell J. Redfield Foundation at its December 1, 2011 meeting. We are pleased to advise you that the Directors have approved a grant totaling \$30,000.00 which is to be applied \$15,000.00 to your Neighborhood Free Playground and \$15,000.00 to your Leisure Without Limits Program.

Included herein you will find our form of Grant Agreement Letter. The funding of this grant will occur after we have received back from you a signed copy of the Grant Agreement Letter.

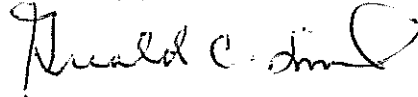
We are pleased to make this significant additional contribution to the City of Sparks Parks & Recreation and the advancement of the projects that you support throughout the community.

When time permits and as a part of their grant review procedures, as more fully described in the attached Grant Agreement Letter, the Directors will expect to receive a written report from you relating to utilization of the grant funds.

Page Two
December 2, 2011

Any consideration of future funding will depend upon your compliance with the terms of the Grant Agreement Letter including the reporting requirements.

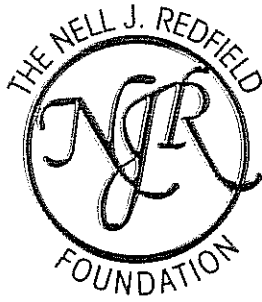
Sincerely yours,

A handwritten signature in black ink, appearing to read "Gerald C. Smith". The signature is written in a cursive style with a large, looped initial "G".

Gerald C. Smith

GCS:ja
Enclosure
Xc: Distribution List

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GRANT AGREEMENT LETTER
December 2, 2011

Ms. Tracy Domingues
City of Sparks Parks & Recreation
Parks & Recreation Director
98 Richards Way
Sparks, NV 89431

Re: The Nell J. Redfield Foundation
Grant application dated November 1, 2011

Dear Ms. Domingues:

In response to your November 1, 2011 grant application, the Directors of The Nell J. Redfield Foundation ("Redfield") have approved a grant in the amount of \$30,000.00 to the City of Sparks Parks & Recreation ("Grant Recipient"), subject to our receipt of this signed Grant Agreement Letter.

CONDITIONS

The grant is to be used solely to assist in funding your Neighborhood Free Playground Program to the extent of \$15,000.00 and your Leisure Without Limits Program to the extent of \$15,000.00 as detailed in your November 1, 2011 application.

1. Grant Recipient warrants and represents that its receipt of this grant will not adversely affect its status as a public charity under Section 509(a) of the Internal Revenue Code.
2. Grant Recipient will furnish Redfield any information concerning a change or proposed change in your tax exempt status.

Page Two
December 2, 2011

3. If Grant Recipient's tax-exempt status changes, Redfield reserves the right to have all remaining grant funds immediately returned.

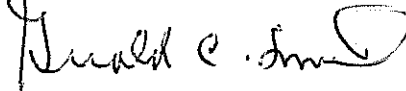
4. Any funds not used or committed for the specific purpose of the grant must be returned to Redfield unless otherwise authorized in writing.

5. Grant Recipient must provide a written report as soon as possible after close of the grant period describing conclusions, progress, and/or status of grant objectives including utilization of the grant funds to obtain the objective.

6. Grant Recipient must advise Redfield with respect to any changes that occur in its management structure including change in its Executive Director or other management position that might be significant to its operation.

Please signify your agreement to the foregoing terms and conditions by having a duly authorized officer sign and return a copy of this letter.


Sincerely yours,



Gerald C. Smith
Director
The Nell J. Redfield Foundation

GCS:ja
Enclosure

ACCEPTED:

By 
Tracey Domingues, Director
City of Sparks Parks & Recreation

Date 12/7/11