**SECOND AMENDMENT TO MORTGAGE ORIGINATION AND SALE AGREEMENT**

THIS SECOND AMENDMENT TO MORTGAGE ORIGNATION AND SALE AGREEMENT FOR MARKET RATE PROGRAM (the "Second Amendment") is made and entered into by and between the **Ohio Housing Finance Agency** (the "Agency") and _____ (the "Participant").

BACKGROUND INFORMATION

A. The Agency and the Participant entered into a Mortgage Origination and Sale Agreement for Market Rate Program for a term that was to end on September 30, 2014 which was subsequently amended by a First Amendment to expire on December 31, 2015 (collectively referred to as the "Agreement").

B. The Agency and the Participant desire to modify further certain provisions of the Agreement to extend the term as provided herein.

STATEMENT OF THE AGREEMENT

NOW, THEREFORE, in consideration of the mutual covenants contained herein, Agency and Participant agree as follows:

1. Section 8.06 shall be deleted in its entirety and replaced with the following:

SECTION 8.06 Term of Agreement.

This Agreement shall be in full force and effect from the latest date both parties have executed this Agreement and shall continue in effect until December 31, 2016, unless the term of this Agreement is changed or the Agreement is terminated in accordance with the provisions of the Agreement.

2. Except as modified herein, all terms, covenants, and conditions contained in the Agreement shall remain in full force and effect.

**IN WITNESS WHEREOF**, the parties have executed this Second Amendment to Mortgage Origination and Sale Agreement for Market Rate Program on the last date and year set forth below.

| PARTICIPANT: | AGENCY: |
|---|---|
| | **Ohio Housing Finance Agency** |
| By: _____ | By: _____ |
| Title: _____ | Douglas A. Garver,<br>Executive Director |
| Date:_____ | Date: _____ |