

SETTLEMENT AGREEMENT AND RELEASE

Switzerland County, by the Switzerland County Board of Commissioners, the Auditor of Switzerland County and the Treasurer of Switzerland County ("Switzerland County"), and Jefferson County, by the Jefferson County Board of Commissioners ("Jefferson County") enter into this Settlement Agreement and Release as follows:

WHEREAS Switzerland County has filed a Complaint for Interpleader in the Switzerland Circuit Court under Case Number 78C01-1505-MI-164 against Jefferson County and MIDCOR Corp., doing business as the Jefferson County Industrial Development Corp. ("MIDCOR/JCIDC") concerning riverboat gaming revenue funds payable under a 2007 Interlocal Cooperation Agreement to Share Riverboat Gaming Revenue ("2007 Agreement") and a 2011 Amendment to the 2007 Agreement ("2011 Amendment").

WHEREAS Jefferson County and MIDCOR/JCIDC have each moved to dismiss the Switzerland County Interpleader for different reasons.

WHEREAS Jefferson County has filed a Complaint in the Jefferson Circuit Court under Case Number 39C01-1507-CC-536 against Switzerland County alleging a breach of the 2007 Agreement and against MIDCOR/JCIDC alleging tortious interference with the 2007 Agreement.

WHEREAS Switzerland County and Jefferson County seek to resolve their

differences in both cases to eliminate any present disputes and to prevent any future disputes arising under Section 2.02(A) of the 2007 Agreement, and to proceed forward with economic development in the best interests of the citizens of Jefferson and Switzerland Counties.

NOW THEREFORE, in consideration of the following, Switzerland County and Jefferson County agree that:

1. Switzerland County shall dismiss its Interpleader Complaint in Case Number 78C01-1505-MI-164 against Jefferson County and MIDCOR/JCIDC with prejudice.

2. Switzerland County shall deliver all funds currently due and payable under Section 2.02(A)(1), (2) and (3) of the 2007 Agreement to Jefferson County within ten days.

3. Jefferson County shall dismiss its claims in its Complaint in Case Number 39C01-1507-CC-536 against Switzerland County with prejudice, but shall reserve and shall be entitled to continue to pursue its claims and causes of actions for damages, attorney's fees, expenses and costs against MIDCOR/JCIDC.

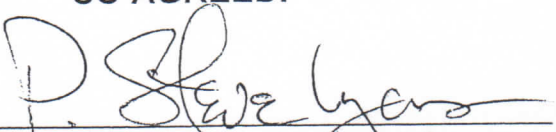
4. Switzerland County shall not withhold, decline to distribute or interplead the funds due and payable in the future under Section 2.02(A)(2) of the 2007 Agreement to Jefferson County so long as Jefferson County uses such funds for

economic development purposes and regardless of whether or not Jefferson County distributes funds to or engages the services of a Madison Jefferson County Industrial Development Corp.

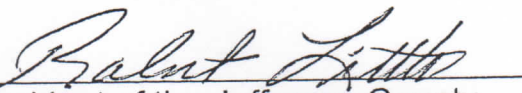
5. Jefferson County forever releases and discharges all claims, demands or causes of action of any kind which it had, has or may have against Switzerland County arising out of the 1996 Agreement, the 2007 Agreement, the 2011 Amendment to the 2007 Agreement, and a 2015 Contract for Professional and Economic Development Services by and between Jefferson County and MIDCOR/JCIDC, but specifically reserves its claims and causes of action against and the right to pursue MIDCOR/JCIDC for damages, attorney's fees, expenses and costs in Case No. 39C01-1507-CC-536.

6. This Settlement Agreement and Release contains the entire agreement between the parties, and shall be construed in accordance with the laws of the State of Indiana.


SO AGREED.



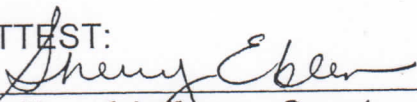
President of the Switzerland County
Board of Commissioners
Date: 11-20-15



President of the Jefferson County
Board of Commissioners
Date: 12-7-2015

ATTEST:


Auditor of Switzerland County
Date: 11-20-15

ATTEST:


Auditor of Jefferson County
Date: 12/7/2015

Paul A. Taylor
Auditor of Switzerland County
Date: 11-20-15

Vickie S. James
Treasurer of Switzerland County
Date: 11-20-15