

EXHIBIT D

LIST OF KEY DATES

<u>Step</u>	<u>Closing Date (Construction must commence within 150 days of the Closing Date)</u>	<u>Outside Date for Closing and for Commencement of Construction (regardless of a Force Majeure Event)</u>	<u>Target Step Completion Date</u>	<u>Outside Step Completion Date (regardless of a Force Majeure Event)</u>
Step 1	No later than sixty (60) days from September 15, 2013, subject to purchase of a one year extension until September 15, 2014	January 1, 2015	No later than 4 years after Step 1 Closing	No later than 6 years from Step 1 Closing
Step 2	No later than 2 years after Substantial Completion of Step 1		No later than 4 years from commencement of Step 2	No later than 6 years from commencement of Step 2
Step 3	No later than 2 years after Substantial Completion of Step 2		No later than 4 years from commencement of Step 3	No later than 6 years from commencement of Step 3
Independent Step	No later than 2 years after Substantial Completion of Step 3 (if the Independent Step is not part of Step 2 or Step 3, but not before Step 1 is completed)		No later than 3 years from commencement of Independent Step	No later than 5 years from commencement of Independent Step

Earlier Key Dates

1. Target date for Federal and State Funding commitment for Town Brook Culvert Restoration - - January 1, 2012.
2. Target date for commencement of construction of Town Brook Culvert Restoration - - September 1, 2012
3. Outside date for Federal and State Funding commitments for Town Brook Culvert Restoration, Hancock Common Improvements, and Cliveden Bridge Extension - - January 1, 2014.
4. Target date for completion of construction of Town Brook Culvert Restoration - - September 15, 2013 (unless date for Closing 1 is extended).

NOTE: To provide certainty concerning the occurrence of the above-described key dates, the parties shall execute and record an appropriate instrument at the commencement and completion of each Step setting forth such dates.