

**AMENDMENT TO THE  
RETIREMENT PLAN FOR EMPLOYEES OF  
CITY OF JONESBORO, ARKANSAS**

This Amendment is made this 20 day of December, 2011 by the City of Jonesboro, Arkansas (the "City of Jonesboro") to the Retirement Plan for Employees of City of Jonesboro, Arkansas (the "Plan").

Pursuant to Article X of the Plan, the Mayor of the City of Jonesboro, as authorized by the City Council for the City of Jonesboro, hereby amends and modifies the Plan as follows:

1. Section 1.02 of the Plan shall be amended to add the following language to the end of the definition of "Accrual Service":

"Notwithstanding anything in the Plan to the contrary, the Plan is frozen as of December 31, 2011, and thus any service with the Employer after December 31, 2011, shall be disregarded for purposes of Accrual Service."

2. Section 1.02 of the Plan shall be amended to add the following language to the end of the definition of "Accrued Benefit":

"Notwithstanding anything in the Plan to the contrary, the Plan is frozen as of December 31, 2011, and thus a Participant's Accrued Benefit shall not exceed the Accrued Benefit calculated as of December 31, 2011."

3. Section 1.02 of the Plan shall be amended to add the following language to the end of the definition of "Compensation":

"Notwithstanding anything in the Plan to the contrary, the Plan is frozen as of December 31, 2011, and thus increases in Compensation after December 31, 2011, shall have no impact on a the determination of a Participant's Accrued Benefit."

4. Section 1.02 of the Plan shall be amended to add the following language to the end of the definition of "Employee":

"Notwithstanding anything in the Plan to the contrary, the Plan is frozen as of December 31, 2011, and thus the definition of Employee shall not include any individual hired by the Employer after December 31, 2011, unless said individual is rehired and was an Inactive Participant or former Participant."

5. Section 1.02 of the Plan shall be amended to add the following language to the end of the definition of "Vesting Service":

"Notwithstanding anything in the Plan to the contrary, the Plan is frozen as of December 31, 2011; however, for purposes of determining an Employee's Vesting Service, the Employer shall continue to consider an Employee's Continuous Service after December 31, 2011, to determine the Employee's Vesting Percentage."

6. Section 4.01 of the Plan shall be amended to add the following language to the end of Section 4.01:

“Notwithstanding anything in the Plan to the contrary, the Plan is frozen as of December 31, 2011, and thus a Participant’s Accrued Benefit shall not exceed the Accrued Benefit calculated as of December 31, 2011.”

The Amendments made herein are effective as of December 31, 2011.

Where not inconsistent herewith, all terms and provisions of the Plan shall remain in full force and the City of Jonesboro hereby ratifies and confirms the Plan as amended herein.

**EXECUTED** the date set forth above.