

# EXHIBIT B

## CERTIFICATE OF ACCEPTANCE

**THIS CERTIFICATE OF ACCEPTANCE** ("Certificate of Acceptance") is made, entered into and effective as of the \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_ (the "Effective Date"), by and between the **CITY OF DURHAM**, a North Carolina municipal corporation (the "City"), and **LIBERTY ARTS, INC.**, a North Carolina nonprofit corporation (the "Company").

**WHEREAS**, the City and the Company entered into that certain Artwork Acceptance Agreement dated the \_\_\_\_\_ day of \_\_\_\_\_, 2014 (the "Acceptance Agreement") for the purpose of installing certain artwork titled "Winding Out" (the "Artwork") on city property.;

**WHEREAS**, pursuant to the terms and provisions of the Acceptance Agreement, the City agrees to install the Artwork on city property;

**WHEREAS**, pursuant to the Acceptance Agreement, a Notice to Proceed has been issued; the City is prepared to relocate and install the Artwork; the City agrees to accept full title and ownership of the Artwork; and

**WHEREAS**, the parties hereto desire to confirm the City's acceptance of full title and ownership of the Artwork.

**NOW, THEREFORE**, in consideration of the mutual promises, terms and conditions contained herein, the receipt and sufficiency of which are hereby acknowledged, the City and the Company hereby agree as follows:

Acceptance of Artwork entitled "Winding Out". The Company and the City acknowledge and agree that the Artwork is ready for relocation and installation on city property. In accordance with the terms of the Acceptance Agreement, the City hereby accepts full title and ownership of the Artwork. The Company and City agree to work in good faith together on the design and installation of the required signage for the Artwork pursuant to the Acceptance Agreement.

**IN WITNESS WHEREOF**, the undersigned parties have caused this instrument to be executed as of the date first above written.

City:

City Representative: \_\_\_\_\_

Print Name: \_\_\_\_\_

Title: \_\_\_\_\_

**Company:**

Liberty Arts, Inc.

By: \_\_\_\_\_ (SEAL)

Title: \_\_\_\_\_

State of NORTH CAROLINA

ACKNOWLEDGMENT BY  
LIBERTY ARTS, INC.

County of \_\_\_\_\_

I, a notary public in and for the aforesaid county and state, certify that

\_\_\_\_\_ personally appeared before me this day and stated that he or she is (strike through the inapplicable:) chairperson/ president/ chief executive officer/ vice-president/ assistant vice-president/ treasurer/ chief financial officer of LIBERTY ARTS, INC., a corporation, and that by authority duly given and as the act of the corporation, he or she signed, under seal, the foregoing contract or agreement. This the \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_\_.

Acknowledgment by City Of Durham:

STATE OF NORTH CAROLINA

COUNTY OF DURHAM

I, a Notary Public in and for the aforesaid County and State certify that \_\_\_\_\_ personally appeared before me this day, and acknowledged that he or she is the \_\_\_\_\_ City Clerk of the City of Durham, a municipal corporation, and that by authority duly given and as the act of the City, the foregoing contract or agreement was signed in its corporate name by its \_\_\_\_\_ City Manager, sealed with its corporate seal, and attested by its said City Clerk or Deputy City Clerk.

This the \_\_\_\_\_ day of \_\_\_\_\_, 2009.

\_\_\_\_\_  
Notary Public

Print or Type name  
of Notary Public: \_\_\_\_\_

(NOTARIAL SEAL)

Acknowledgement by Company:

STATE OF NORTH CAROLINA

COUNTY OF \_\_\_\_\_

I, a notary public in and for the aforesaid county and state, certify that \_\_\_\_\_ personally appeared before me this day and stated that he is Vice President of CAPITOL BROADCASTING COMPANY, INCORPORATED, a North Carolina corporation, and that by authority duly given and as the act of the corporation, he signed the foregoing agreement with the City of Durham and the corporate seal was affixed thereto.

This the \_\_\_\_\_ day of \_\_\_\_\_, 2009.

\_\_\_\_\_  
Notary Public

Print or Type name  
of Notary Public: \_\_\_\_\_

(NOTARIAL SEAL)