

## **ASSIGNMENT ADDENDUM**

This Assignment Addendum ("Addendum"), dated the 7<sup>th</sup> day of September, 2022, is made between the City of Georgetown (the "City"), in the State of Texas, and Pritchard Industries Southwest, LLC ("Assignee"), a Limited Liability Company formed in the State of Texas.

WHEREAS, the City entered into a Service Contract ("Agreement") (Attached as Exhibit "A") and one or more Statements of Work with PBS of Texas, LLC ("Assignor") on October 1, 2018; and

WHEREAS, as of August 1, 2020 Assignee has acquired all of the assets of Assignor (the "Assignment"); and,

WHEREAS, the City wishes to continue the Agreement with Assignee with all of the same rights and obligations under the Agreement.

NOW THEREFORE, in consideration of the foregoing and the covenants and conditions contained in the Assignment as set forth therein, the City and Assignee hereby agree:

1. Both parties shall work with the same resources and be subject to the same terms and conditions of the Agreement, which will now be between the City and Assignee.
2. Any accompanying agreements, such as Non-Disclosure Agreements and Business Associate Agreements, shall continue in force and subject to the same terms. Assignee agrees to be bound by the terms of these agreements.
3. The Assignee accepts all of the Assignor's title, right, and interest in and to the Agreement, as well as Assignor's duties, responsibilities, and obligations under the Agreement.
4. This Addendum may be executed by signatures delivered electronically where permitted by law and in one or more counterparts, each of which shall be deemed an original and all of which together shall constitute one and the same instrument.
5. If any part, term, or provision of this Addendum shall be found by the Court to be legally invalid or unenforceable, then such provision or portion thereof, shall be performed in accordance with applicable laws to the extent possible. The invalidity or unenforceability of any provision or portion of this Addendum or any contract document shall not affect the validity of any other provision or portion of this Assignment or any contract document.
6. This Addendum comprises the entire understanding between the parties and cannot be modified, altered or amended, except in writing and signed by all parties.

