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Each such notice shall be effective on the date received and may be delivered to such other place as either of the Parties may designate by written notice given to the other.

5. This Agreement constitutes the entire agreement between the Parties pertaining to the subject matter hereof and supersedes all prior agreements, understandings, negotiations and discussions, whether oral or written, of the Parties. No supplement, modification or waiver of this Agreement shall be binding unless executed in writing by the parties to be bound thereby.

6. If any one or more of the provisions contained in this Agreement shall be found to be invalid, illegal or unenforceable in any respect, the validity, legality and enforceability of the remaining provisions contained herein shall not, in any way, be affected or impaired thereby.

7. This Agreement shall be construed in accordance with and governed by the laws of the State of California.

8. The headings and captions to the various articles, sections, subsections, subdivisions and other provisions of this Agreement have been inserted for convenient reference only and shall not have the effect of amending or changing the express terms and provisions of any such article, section, subsection, subdivision or other such provision thereof.

9. This Agreement and all written documents pursuant thereto shall be maintained as a public record.

10. The Parties agree that this Agreement is solely for the benefit, and it does not, nor is it intended to, create any rights in favor of or obligation owing to any third parties.

OFFICE OF THE CITY ATTORNEY
ROBERT E. SHANNON, City Attorney
333 West Ocean Boulevard, 11th Floor
Long Beach, CA 90802-4664

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IN WITNESS WHEREOF, the Parties have hereunto caused this Agreement to be executed and delivered, as of the date first appearing above, by their duly authorized offices.

Date: July 23, 2019

CITY OF LONG BEACH **Tom Modica**
Assistant City Manager
By: [Signature] EXECUTED PURSUANT
City Manager TO SECTION 301 OF
THE CITY CHARTER

BREAKERS DEVELOPMENT, LLC,
a California limited liability company

Date: July 11, 2019

By: [Signature]
Name: John Molina
Title: Funding Partner

Approved as to form this 15 day of July, 2019.

CHARLES PARKIN, City Attorney
By: [Signature]
Deputy