

CONSENT TO ASSIGNMENT AND ASSUMPTION OF

CONTRACT NO. 36407

36407

THIS CONSENT TO ASSIGNMENT AND ASSUMPTION OF CONTRACT NO. 36407 is made and entered into on February 23, 2023, for reference purposes only, by and among the CITY OF LONG BEACH, a municipal corporation, with its principal place of business located at 411 West Ocean Blvd., Long Beach, California 90802 ("City"); BATTERY SYSTEMS, INC. a California corporation with its principal place of business located at 3051 East La Palma Avenue, Anaheim, California 92806 ("Assignor") and Continental Battery Company, a Texas Corporation with its principal place of business located at 8585 N. Stemmons Fwy, Suite 600, Dallas Texas 75247 ("Assignee").

WHEREAS, the City requires for the furnishing and delivery of general automotive parts for a wide variety of vehicles and equipment used by departments within the City; and

WHEREAS, on August 26, 2022, City entered into Contract No. 36407 with Assignor whereby Assignor agreed to purchase and delivery general automotive parts for a wide variety of City vehicles; and

WHEREAS, Assignor desires to assign to Assignee, and Assignee desires to assume from Assignor, Contract No. 36407 between Assignor and the City, with all the rights and responsibilities enumerated therein; and

WHEREAS, City desires to consent to this Assignment and Assumption;

NOW, THEREFORE, in consideration of the mutual promises, covenants, guaranties and conditions contained in this Agreement, the parties agree as follows:

1. Assignor has granted, conveyed and transferred its rights and obligations under Contract No. 36407 with the City of Long Beach; and

2. Assignee has assumed the rights and obligations set forth in Contract No. 36407; and

3. City consents to the assignment of Contract No. 36407, and all

amendments thereto, and confirms its terms.

IN WITNESS WHEREOF, the parties have caused this document to be
executed with all formalities required by law as of the last date indicated below:

BATTERY SYSTEMS, INC., a California
corporation

June 22, 2023

By [Signature]
Name Brad Streelman
Title President

June 20, 2023, 2023

By [Signature]
Name Rick Campbell
Title Vice President

"Assignor"

CONTINENTAL BATTERY COMPANY, a
Texas corporation

June 20, 2023, 2023

By [Signature]
Name Eric Royse
Title Chief Executive Officer

June 20, 2023, 2023

By [Signature]
Name Rob Williams
Title Chief Financial Officer

EXECUTED PURSUANT
TO SECTION 301 OF
THE CITY CHARTER.

"Assignee"

Consented to by:

CITY OF LONG BEACH, a municipal
corporation

September 15, 2023

By [Signature]
City Manager

"City"

This Assignment, Assumption and Consent Agreement is approved as to
form on September 7th, 2023.

DAWN MCINTOSH, City Attorney

By [Signature]
Deputy

ACKNOWLEDGMENT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

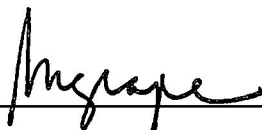
State of California
County of Los Angeles

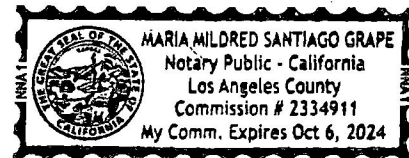
On September 15, 2023 before me, Maria Mildred Santiago Grape, Notary Public,
(insert name and title of the officer)

personally appeared Linda F. Tatum,
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are
subscribed to the within instrument and acknowledged to me that he/she/they executed the same in
his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the
person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing
paragraph is true and correct.

WITNESS my hand and official seal.

Signature  (Seal)



Texas
CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

CIVIL CODE § 1189

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State of Texas

County of Dallas

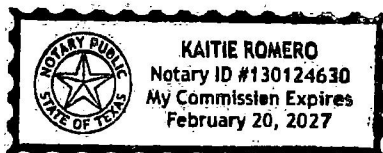
On June 20, 2023 before me, Eric Royse, CEO
Date Here Insert Name and Title of the Officer

personally appeared Eric Royse
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.



Signature [Signature]
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though this section is optional, completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

Description of Attached Document

Title or Type of Document: _____ Document Date: _____

Number of Pages: _____ Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____

☐ Corporate Officer — Title(s): _____

☐ Partner — ☐ Limited ☐ General

☐ Individual ☐ Attorney in Fact

☐ Trustee ☐ Guardian or Conservator

☐ Other: _____

Signer Is Representing: _____

Signer's Name: _____

☐ Corporate Officer — Title(s): _____

☐ Partner — ☐ Limited ☐ General

☐ Individual ☐ Attorney in Fact

☐ Trustee ☐ Guardian or Conservator

☐ Other: _____

Signer Is Representing: _____

Texas
CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

CIVIL CODE § 1189

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State of Texas)
~~State of California~~)
County of Dallas)
On June 20, 2023 before me, Rob Williams, CEO
Date Here Insert Name and Title of the Officer
personally appeared Rob Williams
Name(s) of Signer(s)

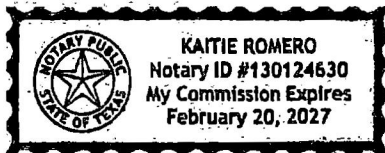
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature

[Signature]
Signature of Notary Public



Place Notary Seal Above

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☐ Corporate Officer — Title(s): _____

☐ Partner — ☐ Limited ☐ General

☐ Individual ☐ Attorney in Fact

☐ Trustee ☐ Guardian or Conservator

☐ Other: _____

Signer Is Representing: _____