RESOLUTION NO. 22-

BE IT RESOLVED by the City Council of the City of Huntsville, Alabama, that the Mayor be, and is hereby authorized, in Huntsville, Alabama, on behalf of the City of Huntsville, a municipal corporation in the State of Alabama to execute Modification No. 2 to the Agreement between the City of Huntsville and RippleWorx, Inc., adopted and approved on the 10th day of June, 2021, by the City Council of the City of Huntsville, Alabama by Resolution No. 21-537, and amended on the 14th day of October 2021, by the City Council of the City of Huntsville, Alabama by Resolution No. 21-1034 by the City Council of the City of Huntsville, Alabama as attached hereto.

BE IT FURTHER RESOLVED that the total contract amount be and hereby is modified from TWENTY THOUSAND AND NO/100 DOLLARS ($20,000.00) to THIRTY-FIVE THOUSAND AND NO/100 DOLLARS ($35,000.00), including this Modification No. 2, an increase of FIFTEEN THOUSAND AND NO/100 DOLLARS ($15,000.00). End date: September 30, 2025. Agreement is substantially in words and figures similar to that document attached hereto and identified as "Modification No. 2 to the Agreement between the City of Huntsville and RippleWorx, Inc., as adopted by Resolution No. 21-537 of June 10, 2021, and amended by Resolution No. 21-1034 of October 14, 2021," consisting of a total of one (1) page and the date of January 13, 2022 appearing on the margin of the first page, together with the signature of the President or President Pro Tem of the City Council, and an executed copy of said document being permanently kept on file in the Office of the City Clerk of the City of Huntsville, Alabama.

ADOPTED this the 13th day of January, 2022.

_____
President of the City Council of the City of Huntsville, Alabama

APPROVED this the 13th day of January, 2022.

_____
Mayor of the City of Huntsville, Alabama

MODIFICATION NO. 2

SAAS SERVICES AGREEMENT

MODIFICATION NO. 2 TO **SAAS SERVICES AGREEMENT** (the "modification") is made as of this 3rd day of December 2021, between RippleWorx, Inc., a Delaware Corporation with a place of business at 315 Franklin Street, Huntsville AL 35801, USA ("Company"), and the Customer listed below ("Customer").

WHEREAS, by way of this Modification Company and Customer desire to amend the SaaS Service Agreement, including but not limited to all and any related Terms and Condition, Exhibits, and Statement of Work ("SOW") (hereinafter "Existing Agreement"), into which it is incorporated by reference and made a part thereof pursuant to the terms and conditions set forth herein.

NOW, THEREFORE, in consideration of the mutual covenants and promises made by the parties hereto, the Customer and the Company (individually, each a "Party" and collectively, the "Parties") covenant and agree as follows:

The Existing Agreement is hereby amended as follows:

1. The Parties agree to add additional features to create an API to automatically connect the two data sets from the Huntsville Inspection Server directly to ripple to avoid manual uploads.

2. The Parties agree to a one-time fee to be paid by the Customer to Company of $15,000

In all other respects, the Existing Agreement shall remain unchanged and in full force and effect in accordance with the terms thereof. In the event of any conflict between the terms of the Existing Agreement and the terms set forth herein, the terms set forth herein shall prevail and govern the interpretation of the agreement between the parties hereto.

IN WITNESS WHEREOF, each of the parties hereto has executed this Addendum as of the date first above written.

Any different terms of any related purchase order or similar form even if signed by the parties after the date hereof, shall have no force or effect.

RippleWorx, Inc:

By: _____

Name: _Timo Sandritter_____

Title: _President_____

City of Huntsville:

By: _____

Name: _____

Title: _____

_____
**President of the City Council of the City
of Huntsville, AL**
Date: ___January 13, 2022_____

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Any different terms of any related purchase order or similar form even if signed by the parties after the date hereof, shall have no force or effect.

RippleWorx, Inc:

By: _[signature]_

Name: _Timo Sandritter_

Title: _President_

City of Huntsville:

By: _____

Name: _____

Title: _____

President of the City Council of the City of Huntsville, AL

Date: __January 13, 2022__