

**FIRST AMENDMENT TO PROFESSIONAL SERVICES AGREEMENT
BETWEEN THE COUNTY OF HUMBOLDT AND
PLANET LABS, INC.**

This amendment, entered into this 15th day of January, 2018, is the first amendment to the contract (the "contract") executed on April 17, 2018, between the County of Humboldt, a political subdivision of the State of California ("County"), and Planet Labs Inc., a Delaware corporation ("Contractor"), for the purpose of providing high resolution satellite images with periodic and regular updates.

WHEREAS, County has retained the services of a qualified firm to provide high resolution satellite images; and

WHEREAS, County has a regular and ongoing need to review and verify cannabis cultivation and development in rural areas via satellite imagery; and

WHEREAS, the original High Resolution Imagery Professional Services Agreement signed on April 17, 2018 expires June 30, 2019; and

WHEREAS, the satellite imagery services provided by the Contractor continues to be needed and both parties wish to extend the Agreement.

NOW THEREFORE, the Parties hereto mutually agree to the following:

1. Section 2. TERM OF AGREEMENT is hereby deleted in its entirety and replaced with the following:

"This Agreement shall begin on April 11, 2018 and shall remain in full force and effect until December 31, 2020, unless extended by mutual agreement of the parties or terminated sooner as provided herein."

2. Exhibit A., Paragraph 2. CONTENT AND SCOPE OF USE, Collection Period is hereby deleted in its entirety and replaced with the following:

"Collection Periods: March 2018 to November 2018
 March 2019 to November 2019
 March 2020 to November 2020"

3. Exhibit A., Paragraph 2. CONTENT AND SCOPE OF USE, Fees and Payment Terms is hereby deleted in its entirety and replaced with the following:

"Total Price: USD \$598,500.00

Payment Terms:

Invoice Date	Invoice Amount
April 9, 2018	\$199,500.00
December 31, 2018	\$199,500.00
December 31, 2019	\$199,500.00

4. In all other respects the Professional Services Agreement dated April 13, 2018, between the parties shall remain in full force and effect.

IN WITNESS WHEREOF, County and Contractor have executed this agreement on the dates set forth below. By their signatures below each signatory represents that he/she has the authority to execute this agreement and to bind the Party on whose behalf his/her execution is made.

PLANET LABS INC.

DocuSigned by:
James Vanreusel
By: 
James Vanreusel
CFO, Planet Labs Inc.

Date: 12 November 2018

DocuSigned by:
By: Laura Malinasky
7E0412A741904A0

Laura Malinasky
CLO, Planet Labs Inc.

Date: 12 November 2018

COUNTY OF HUMBOLDT:

By: 
John Ford
Director, Planning and Building Department

Date: 1/16/2019