

**FIFTH AMENDMENT TO THE HEADWATERS REVOLVING
LOAN FUND LENDER AGREEMENT BETWEEN THE COUNTY
OF HUMBOLDT AND ARCATA ECONOMIC DEVELOPMENT CORPORATION**

This Fifth Amendment to the Headwaters Revolving Loan Fund Lender Agreement, as previously amended 6/18/19, 3/20/20, 6/4/24, and 10/6/25 by and between, the County of Humboldt, a political subdivision of the State of California (County) and the Arcata Economic Development Corporation, a California non-profit corporation (“Contractor”), and shall be effective on the last date signed below for the following considerations:

WHEREAS, on April 8, 2014, County and Contractor (collectively, the “Parties”) entered into the “Headwaters Revolving Loan Fund Lender Agreement” (the “Agreement”), in order for Contractor to become a lender in the County’s “Headwaters Fund Revolving Loan Fund Program (“Program”); and

WHEREAS, as part of each Participation Certificate, Contractor agreed to sell and assign to County, and County agreed to purchase an undivided interest in the principal amount outstanding of the promissory note Contractor entered into with its borrowers (“Borrower”); and

WHEREAS, under the terms of the Participation Certificate, the loan involved would be considered close when all loan and security investments were duly executed, filed and recorded as evidenced by executed security agreements, guarantees, assignments, mortgages and/or financing statements in favor of Contractor; and

WHEREAS, on June 4, 2024, the agreement was amended to extend the term of the contract with CONTRACTOR through June 30, 2026; and

WHEREAS, the Parties seek to extend the Lender Agreements to facilitate further lending activity by the CONTRACTOR under the agreement through June 30th, 2027;

NOW, THEREFORE, in consideration of the mutual promises, covenants and agreements contained herein, the Parties agree as follows:

- I. Amend Paragraph 6.1 to extend the term of the Lender Agreement to terminate after June 30th, 2027.
- II. Except as expressly modified herein, all terms and conditions of the Agreement as previously amended remain in full force and effect.

IN WITNESS WHEREOF, the Parties have executed this Fourth Amendment as of the date last written below:

ARCATA ECONOMIC

COUNTY OF HUMBOLDT

DEVELOPMENT CORPORATION

By: _____

By: _____

Name: _____

Name: _____

Title: _____

Title: _____

Date: _____

Date: _____