

**THIRD AMENDMENT TO AGREEMENT NO. V2112712P1 BETWEEN BROWARD COUNTY AND VECTOR
MEDIA HOLDING CORP d/b/a VECTOR MEDIA TRANSIT, LLC
FOR THE TRANSIT ADVERTISING PROGRAM**

This is the Third Amendment ("Third Amendment") to the Agreement (defined below) between Broward County, a political subdivision of the State of Florida ("County"), and Vector Media Holding Corp d/b/a Vector Media Transit, LLC ("Contractor" and each a "Party" or collectively the "Parties").

RECITALS

- A. County and Direct Media, Inc. entered into Contract No. V2112712P1, dated April 4, 2017, as amended by the First Amendment, dated April 29, 2020, Contract Update Notification, dated April 19, 2021, and Second Amendment, dated April 26, 2022 ("Agreement").
- B. On February 22, 2018, the County approved the assignment of the Agreement from Direct Media, Inc. to Contractor.
- C. The Agreement expires by its terms on October 31, 2022.
- D. County issued Request for Proposal ("RFP") Number TRN2122974P1 seeking to engage a firm under a new agreement for the Transit Advertising Program and needs additional time to complete the RFP process and execute a new agreement.
- E. County and Contractor desire to extend the term of the Agreement on a month-to-month basis to the earlier of (i) October 31, 2023, or (ii) the effective date of County's notice of termination for convenience pursuant to Section 8.1 of the Agreement.

Now, therefore, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereto agree as follows:

- 1. The Agreement is hereby ratified and confirmed, and the term is hereby extended on a month-to-month basis to the earlier of either (a) October 31, 2023, or (b) the effective date of County's notice of termination for convenience pursuant to Section 8.1 of the Agreement.
- 2. The effective date of this Third Amendment shall be the date of complete execution by both Parties. This Third Amendment, together with the Agreement, represents the final and complete understanding of the Parties regarding the subject matter of the items addressed herein, and supersedes all prior and contemporaneous negotiations regarding that subject matter. There is no commitment, agreement, or understanding concerning the subject matter of this Third Amendment that is not contained in this Third Amendment or the Agreement.
- 3. This Third Amendment may be executed in counterparts, each of which shall be deemed to be an original, but all of which, taken together, shall constitute one and the same agreement.
- 4. Each individual executing this Third Amendment on behalf of a party hereto hereby represents and warrants that they are, on the date they sign this Third Amendment, duly authorized by all necessary and appropriate action to execute this Third Amendment on behalf of such party and does so with full legal authority.

IN WITNESS WHEREOF, the Parties hereto have made and executed this Third Amendment: BROWARD COUNTY through its BOARD OF COUNTY COMMISSIONERS, signing by and through its Mayor or Vice-Mayor, authorized to execute same by Board action on the ____ day of _____, 2022, and CONTRACTOR, signing by and through its Authorized Signer, duly authorized to execute same.

COUNTY

ATTEST:

BROWARD COUNTY, by and through
its Board of County Commissioners

Broward County Administrator, as
ex officio Clerk of the Broward County Board of
County Commissioners

By _____
Mayor
____ day of _____, 2022

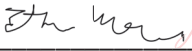
Approved as to form by
Andrew J. Meyers
Broward County Attorney
Governmental Center, Suite 423
115 South Andrews Avenue
Fort Lauderdale, Florida 33301
Telephone: (954) 357-7600
Telecopier: (954) 357-7641

William
By Bucciero Digitally signed by
William Bucciero
Date: 2022.08.31
15:08:45 -04'00'
William J. Bucciero (Date)

Assistant County Attorney
Angela J.
By Wallace Digitally signed by
Angela J. Wallace
Date: 2022.08.31
15:15:13 -04'00'
Angela J. Wallace (Date)
Transportation Surtax General Counsel

CONTRACTOR

WITNESSES:

 Digitally signed by
vectormedia.protect Jamf Protect
CSR Identity
Date: 2022.08.31 14:45:19 -04'00'

Signature
Ethan Wells

Print Name of Witness above

 Digitally signed by Logan Mayer
Date: 2022.08.31 14:48:56
-04'00'

Signature
Logan Mayer

Print Name of Witness above

Vector Media Holding Corp.

By: 
Authorized Signer

Chad Silver, Chief Operating Officer

Print Name and Title

31st day of August, 2022

ATTEST:



Corporate Secretary or other person authorized
to attest

(CORPORATE SEAL OR NOTARY)