

**AMENDMENT NO. 1
TO AGREEMENT NO. 663
BETWEEN
THE CONTRA COSTA TRANSPORTATION AUTHORITY
BEEP, INC. AND GOLDEN RAIN FOUNDATION**

1. Parties and Date

This Amendment No. 1 to Agreement No. 663 is made and entered into as of this 18th day of June, 2025 (Amendment No. 1), by and between the Contra Costa Transportation Authority, a transportation authority established under Public Utilities Code Section 18000 *et seq.* with its principal place of business at 2999 Oak Road, Suite 100, Walnut Creek, CA 94597 (Authority) and Beep, Inc., a corporation with its principal place of business at 13485 Veterans Way, Suite 110, Orlando, FL 32827 (Beep), and Golden Rain Foundation of Walnut Creek, a foundation with its principal place of business at 800 Rockview Drive, Walnut Creek, CA 94595 (Licensor). The Authority, Beep, and Licensor are sometimes individually referred to as “Party” and collectively as “Parties” in this Agreement.

2. Recitals

2.1 The Authority and Beep have entered into Agreement No. 591, wherein the Authority retained Beep to deploy, manage and operate a maximum of two (2) Autonomous Vehicles (AVs) on the proposed route for the AVs, as set forth in Exhibit 1 (Route), including stops on Licensor’s property. The operation of the AV will require the storage and charging of the AV on Licensor’s property. The Licensor will permit Beep to operate the AVs on the proposed Route and to store and charge the AVs as required by Beep.

2.2 Amendment Purpose. The Parties desire to amend the Agreement to extend the agreement expiration date to June 18, 2026.

2.3 Amendment Authority. This Amendment No. 1 is authorized pursuant to Section 2 of the Agreement.

3. Terms

3.1 Amendment. Section 2 of the Agreement is hereby amended in its entirety to read as follows:

3.1.A ...Either Party may terminate this Access Agreement upon thirty (30) days written notice to the other Party/without cause. This Access Agreement will terminate June 18, 2026.

3.2 Continuing Effect of Agreement. Except as amended by this Amendment No. 1, all

other provisions of the Agreement remain in full force and effect and shall govern the actions of the parties under this Amendment No. 1. From and after the date of this Amendment No. 1, whenever the term “Agreement” appears in the Agreement, it shall mean the Agreement as amended by this Amendment No. 1.

3.3 Adequate Consideration. The Parties hereto irrevocably stipulate and agree that they have each received adequate and independent consideration for the performance of the obligations they have undertaken pursuant to this Amendment No. 1.

3.4 Severability. If any portion of this Amendment No. 1 is declared invalid, illegal, or otherwise unenforceable by a court of competent jurisdiction, the remaining provisions shall continue in full force and effect.

[Signatures on Next Page]

**SIGNATURE PAGE FOR AMENDMENT NO. 1 TO AGREEMENT NO. 663
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BEEP, INC. AND GOLDEN RAIN FOUNDATION**

IN WITNESS WHEREOF, the Parties have entered into this Amendment No. 1 as of the 18th day of June 2025.

CONTRA COSTA TRANSPORTATION
AUTHORITY

GOLDEN RAIN FOUNDATION

By: _____
Aaron Meadows
Chair

By: _____
Jeff Matheson
General Manager

ATTEST:

BEEP, INC.

By: _____
Tarienne Grover
Clerk of the Board

By: _____
Wayne Arden, General Counsel

APPROVED AS TO FORM AND LEGALITY:

By: _____
Fennemore LLP
Authority Counsel

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