

CONSENT TO ASSIGNMENT OF
PUBLIC SERVICES CONTRACT
BY AND BETWEEN
COLUMBIA COUNTY AND
THE ACT 1 GROUP, INC. DBA ATIMS AND
END 2 END PUBLIC SAFETY, LLC dba ARMS

This Consent to Assignment is made and agreed to by COLUMBIA COUNTY, a political subdivision of the State of Oregon, hereinafter referred to as "County" and THE ACT 1 GROUP, INC. dba ATIMS, hereinafter referred to as "Assignor" and END 2 END PUBLIC SAFETY, LLC dba ARMS, hereinafter referred to as "Assignee."

WHEREAS, County and Assignor are parties to a certain Public Services Contract dated December 23, 2015, (the "Agreement") which is attached hereto as Exhibit A and incorporated herein by this reference; and

WHEREAS, Section 12 of the Agreement prohibits the assignment or delegation of the responsibility for providing services under the Contract to any other person, firm or corporation without the express written permission of the County; and

WHEREAS, Assignor and Assignee are parties to a certain Asset Purchase Agreement dated August 7, 2025 (the "Asset Purchase Agreement"), whereby Assignee will acquire certain assets of Assignor, including the Agreement between County and Assignor; and

WHEREAS, Assignor and Assignee represent that the Asset Purchase Agreement transfers to Assignee all the rights and assets necessary to assume the duties and obligation which were undertaken by Assignor as Contractor in the Agreement; and

WHEREAS, the parties intend that the County's consent to the assignment of the Agreement to Assignee shall be contingent upon the closing of the Asset Purchase Agreement; and

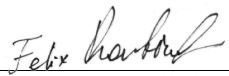
WHEREAS, the parties to this Consent to Assignment wish to memorialize the terms and conditions under which County will consent to and permit the assignment of the Agreement from Assignor to Assignee;

NOW, THEREFORE, IT IS HEREBY AGREED TO as follows:

1. Assignee agrees to assume all of the duties and obligation which were agreed to by Assignor as Contractor in the Agreement attached as Exhibit "A".
2. Assignee shall maintain insurance as required under the Contract and shall provide the certificate or certificates of insurance required of Contractor under Section 15 of the Agreement no later than the effective date of this Consent to Assignment.
3. The County consents of the assignment of the Agreement to Assignor.
4. Except as expressly provided in this Consent to Assignment, the Agreement shall remain in effect as originally written.
5. The County's consent to the assignment of the Agreement from Assignor to Assignee shall be contingent upon and effective only upon the closing of the Asset Purchase Agreement.
6. This Consent to Assignment is effective as of the date last signed, below.

ASSIGNOR
THE ACT 1 GROUP, INC. DBA ATIMS

BOARD OF COUNTY COMMISSIONERS
FOR COLUMBIA COUNTY, OREGON

By: 

By: _____
Kellie Jo Smith, Chair

Name: Felix Rabinovich

By: _____
Casey Garrett, Commissioner

Title: Vice President

Date: September 15, 2025

By: _____
Margaret Magruder, Commissioner

Date: _____

ASSIGNEE
END 2 END PUBLIC SAFETY, LLC dba
ARMS

Approved as to form:

By: _____
Office of County Counsel

By:  _____
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Name: **Michael Bryant** _____

Title: **CEO** _____

Date: 9/15/2025 | 9:30:50 AM PDT _____