

**AMENDMENT THREE
TO THE CLIENT AGREEMENT FOR DIGITAL CURRICULUM SOLUTIONS BETWEEN
APEX LEARNING INC. AND MAKING WAVES ACADEMY**

This amendment effective June 15, 2021 (“**Amendment Three**”) shall serve to amend the Client Agreement for Apex Learning Digital Curriculum Solutions with the Effective Date of October 22, 2018 (the “**Agreement**”), as previously amended, between Apex Learning Inc., a Washington corporation, with its principal place of business at 1215 Fourth Avenue, Suite 1500, Seattle, WA 98161 (“**Apex Learning**”) Making Waves Academy with its principal place of business at 4123 Lakeside Drive, Richmond, CA 94806-1942 (“**Client**”).

Capitalized terms used but not defined herein shall have the meanings set forth in the Agreement. The terms and conditions of the Agreement, as amended under Amendment One and Amendment Two, remain in full force and effect. In consideration of the covenants and conditions set forth in this Amendment Three and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree to further amend the Agreement as follows:

- A. Term Extension:** The Agreement Term extended through June 14, 2022.
- B. Access to Apex Curriculum:** Apex Learning will provide Client with 90 Courses Unlimited Enrollment Subscriptions during the period June 15, 2021 through June 14, 2022. Courses subscriptions do not include access to Technology Courses.

Price: \$13,500.00

Each "Unlimited Enrollment Subscription" provides access for one student enrolled in any number of Courses at the same time. If a student completes or withdraws from all Courses in which he or she is enrolled, the subscription may be reused to enroll another student in any number of Courses. The number of students enrolled at the same time may not exceed the number of subscriptions purchased. Client may purchase additional subscriptions for access through June 14, 2022 at \$150.00 per subscription.

- C. Invoice Schedule:** Apex Learning will invoice Client in the amount of \$13,500.00 on June 15, 2021.

Agreed.

Apex Learning Inc.	Making Waves Academy
By: _____	By: _____
Print Name: _____	Print Name: _____
Title: _____	Title: _____
Date: _____	Date: _____