

RENEWED ADDENDUM NO. 1

This Renewed Addendum No. 1 is made May 20, 2019 by and between StrongMind Corporation, an Arizona corporation (“StrongMind”) and Compass Charter Schools, a California corporation (“Licensee”) (individually, each is a “Party” and collectively, the “Parties”).

WHEREAS, StrongMind and Licensee entered into a StrongMind Curriculum License and Service Agreement on March 7, 2017 (the “Agreement”) for a license of curriculum and provision of service as set forth therein.

WHEREAS, the Parties desire to amend the Agreement for a period of 24 months under the terms set forth herein.

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

1. Fees.

Effective as of the date hereof, Section 5 A. and B. of the Agreement is amended to read:

5.A Fees. In consideration for the rights to the Strongmind Curriculum, Intellectual Property, and Strongmind Services, Licensee agrees to pay the amounts set forth on Schedule 1 attached hereto.

5.B Payments. All payments due under this Agreement shall be made within 30 (thirty) days after the last day in the preceding month. The fee for the license and services provided hereunder shall be on a per student or other end user who has access to the Curriculum or Services during any day of the preceding month. Strongmind may increase this fee by providing written notice to Licensee at least sixty (60) days before termination of any Initial Term or Renewal Term as set forth in Section 6.

2. Ratification of Agreement.

This Addendum shall amend the Agreement and, except as set forth herein, StrongMind and Licensee ratify all the terms of the Agreement which shall remain in full force and effect.

IN WITNESS WHEREOF, the Parties hereto have executed this Agreement as of the date first set forth above.

STRONGMIND CORPORATION, an Arizona corporation (“STRONGMIND”)

By: _____
Its: _____

COMPASS CHARTER SCHOOLS, a California corporation (“LICENSEE”)

By: J.J. Lewis
Its: Superintendent & CEO

Schedule 1

StrongMind Product & Service Fee's:

\$1750.00 – Per online scholar using StrongMind curriculum (Grades 6 – 12)

- Billed twice per year (\$875) based on enrolled students 14 days after start of semester.

\$0.00 – K – 12 students not included in above definition

Included in above Fee:

- StrongMind Integrated Systems, Curriculum –
 - StrongMind Student Information System
 - StrongMind Curriculum/Courseware – All current courses grade 6 - 12
 - StrongMind LMS
 - Loud*Mouth
- Marketing Services –
 - Consulting
 - Social Media Support
 - Website Hosting & Design
 - Advertising Media Placement
- Professional Services –
 - Partner Success Manager
 - Five (5) Professional Development Days – StrongMind Training