

CONSENT TO ASSIGNMENT OF AGREEMENT

THIS CONSENT TO ASSIGNMENT OF AGREEMENT (this "**Consent**") is entered into as of February 9, 2021, by Beaumont Unified School District, a public school district organized and existing under the laws of the State of California (the "**District**").

A. The District and San Geronio Land LLC, a Delaware limited liability company ("**Assignor**"), are parties to that certain Purchase and Sale Agreement and Escrow Instructions dated October 24, 2018, as amended by that certain First Amendment to Purchase and Sale Agreement and Escrow Instructions dated May 14, 2019 (the "**District PSA**"). Capitalized terms used, but not defined herein shall have the meanings ascribed to such terms in the District PSA.

B. Assignor and Jen Socal 1, LLC ("**Assignee**") are parties to the certain Purchase and Sale Agreement December 22, 2020, (the "**Bill of Sale**"), pursuant to which Assignee has agreed to acquire all of Assignor's interest in the Summerwind Trails project; including, without limitation, the District PSA (the "**Transaction**").

C. In connection with the Transaction and effective as of the closing thereof (the "**Transaction Closing**"), Assignor desires to assign all of its right, title, and interest in and to the District PSA to Assignee and Assignee desires to accept the same and assume all of Assignor's obligations under the District PSA from and after the Transaction Closing (collectively the "**Assignment**").

D. Pursuant to Section 9.2 of the District PSA, Assignor desires to obtain the District's consent to the Assignment.

The District hereby agrees as follows:

1. Consent to Assignment. The District hereby: (a) consents to the Assignment and the foregoing terms and provisions of this Consent, subject to the provisions of Section 2 below; and (b) acknowledges that such consent satisfies the terms and provisions of the District PSA.

2. Effective upon approval of the Beaumont Unified School District Board of Trustees.

DISTRICT:

BEAUMONT UNIFIED SCHOOL DISTRICT, a public school district organized and existing under the laws of the State of California

By: _____

Name: _____

Title: Assistant Superintendent of Business Services