

BUSINESS LOAN AGREEMENT

(COCHISE COUNTY DISTRICTS REVOLVING LINE OF CREDIT)

ADDENDUM NO. 5

EFFECTIVE DATE: April 22, 2015

PARTIES:

<u>Borrower</u>	Cochise County, Arizona Board of Supervisors for each of the Districts listed in Schedule I hereto, through the Cochise County Treasurer, as their agent
<u>Bank</u>	JPMorgan Chase Bank, N.A., a national banking association authorized to do business in the State of Arizona

RECITAL:

Bank and Borrowers are parties to that certain Business Loan Agreement, dated July 1, 2014 ("Agreement"), and Promissory Note, dated July 1, 2014 ("Note"), as the Agreement and Note have been amended, modified, extended, renewed, restated, or supplemented. Bank and Borrowers desire to enter into this Addendum No. 5 ("Addendum") to modify the Agreement and Note, as described herein.

AGREEMENT:

For good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Bank and Borrowers agree as follows:

1. **Definitions.** Unless otherwise defined in this Addendum, the capitalized words and phrases used herein shall have the meanings as described in the Agreement.
2. **Modifications to Schedule I.** Schedule I to the Agreement and Schedule I to the Note are hereby amended as follows (the "Modifications"):

The Credit Limits for the following listed Borrowers are hereby modified as follows:

Name	Federal Tax ID Number	Previous Credit Limits	New Credit Limits
Tombstone Unified School District No 1	521551307	\$2,000,000.00	\$2,200,000.00

3. Schedule I-A. To incorporate the Modifications into the Agreement and Note, Schedule I to the Agreement, and Schedule I to the Note are hereby deleted in their entirety and replaced with the Schedule attached hereto as Schedule I-A. After the Effective Date, all references in the Agreement and Note to Schedule I shall mean and refer to Schedule I-A, attached hereto.

4. [Intentionally Deleted From Form Addendum.]

5. Commitment Amount Cap/Principal Amount of Note. The Commitment Amount Cap and the Principal Amount of the Note are hereby modified to be in the amount of Fifteen Million and NO/100 Dollars (\$ 15,000,000.00) ("Revised Amount"). After the Effective Date, all references in the Agreement to the Commitment Amount Cap and in the Note to the Principal Amount shall mean and refer to the Revised Amount.

6. Full Force and Effect. Except as modified in this Addendum, the terms and conditions of the Loan Documents remain unchanged and in full force and effect.

7. Representations and Warranties. Each Borrower hereby represents and warrants to Bank that the representations and warranties in Section 4 of the Agreement are correct and complete as of the Effective Date with respect to such Borrower, except as Borrower shall have otherwise notified Bank in writing prior to the Effective Date.

8. Governing Law. This Addendum shall be deemed to be a contract made under the laws of the State of Arizona for all purposes and shall be construed in accordance with the laws of said State, without regard to principles of conflicts of law.

IN WITNESS WHEREOF, Bank and Borrowers have caused this Addendum to be executed and delivered as of the Effective Date.

COCHISE COUNTY TREASURER,
As Agent for the Districts Listed on Schedule I hereto

By: 

Name: Catherine L. Traywick
Cochise County Treasurer

JPMORGAN CHASE BANK, N.A.

By: 
Name: Bradley Schroeder
Title: Authorized Officer

Addendum No. 5

SCHEDULE I-A
FEDERAL TAX ID NUMBERS AND CREDIT LINE LIMITS

Name School Districts	District Number	Federal TIN	Credit Limits
Ft. Huachuca Accommodation School District	0	860897286	200,000
Tombstone Unified School District	1	521551307	2,200,000
Bisbee Unified School District	2	860398788	30,000
Benson Unified School District	9	860616733	2,000,000
Elfrida Elementary School District	12	521614065	75,000
Willcox Unified School District	13	860897512	2,850,000
Bowie Unified School District	14	860718904	200,000
San Simon Unified School District	18	860484871	300,000
St. David Unified School District	21	860660514	750,000
Pearce Elementary School District	22	860309714	100,000
Valley Union High School District	22	942948717	100,000
Naco Elementary School District	23	860720043	750,000
Cochise Elementary School District	26	860938105	300,000
Douglas Unified School District	27	860718412	5,000,000
Apache Elementary School District	42	271476195	20,000
Double Adobe Elementary School District	45	860717507	20,000
Palominas Elementary School District	49	521688002	1,500,000
Ash Creek Elementary School District	53	953535579	200,000
McNeal Elementary School District	55	860717230	45,000
Pomerene Elementary School District	64	860719557	30,000
Sierra Vista Unified School District	68	860405367	2,000,000
Cochise County Flood Control District		866000798	75,000
Cochise County Library District		866000798	200,000
Cochise Technology District		800462523	15,000
Naco Light District		866000798	3,000
Naco Sanitary District		866097008	25,000
Northern Cochise Hospital District		860208451	75,000
Pirtleville Light District		866000798	3,000
San Pedro Valley Hospital District		866007695	75,000
St. David Irrigation District		860266990	5,000

Fire Districts			
Babocomari Fire District		866000798	2,000
Bowie Fire District		860589510	20,000
Elfrida Fire District		860369554	25,000
Fry Fire District		860287955	900,000
Mescal J6 Fire District		264265019	25,000
Naco Fire District		860828046	10,000
Palominas Fire District		521559852	100,000
PBW Fire District		866000798	4,000
Pirtleville Fire District		866000798	10,000
Pomerene Fire District		866000798	4,000
San Jose Fire District		860450091	10,000
San Simon Fire District		860633660	30,000
St. David Fire District		860706623	15,000
Sunnyside Fire District		860353739	25,000
Sunsites-Pearce Fire District		860372114	150,000
Whetstone Fire District		860496657	200,000
			\$ 20,676,000