

July 30, 2018

City of Menlo Park  
 Attn: Ron LaFrance, Building Official  
 701 Laurel St.  
 Menlo Park, California 94025

**Re: Kutzmann & Associates, Inc.**

Dear Mr. LaFrance:

On August 29, 2014, the City of Menlo Park (the "City") entered into an Agreement for Services (Agreement No. 1613) with Kutzmann and Associates, Inc., a California corporation ("Kutzmann"), to provide professional plan check services (as amended, modified or supplemented from time to time, including by that certain Amendment #1, dated May 31, 2018, the "Services Agreement"). Patricia Kutzmann, the sole shareholder of Kutzmann, and Esgil, LLC, a California limited liability company ("Esgil"), intend to enter into a Stock Purchase Agreement pursuant to which Esgil will purchase 100% of the capital stock of Kutzmann and become the sole shareholder (the "Transaction"). The closing of the Transaction (the "Closing") is expected to occur in early to mid August of this year. Kutzmann & Associates will retain its name and Patricia Kutzmann will continue to be actively involved with the company.

The purpose of this letter is to notify the City of the Transaction as required by Section VI.B of the Services Agreement. By signing below, the City consents to the Transaction and waives its termination right under Section VI.B. of the Services Agreement in connection with the Transaction.

If the foregoing meets with your approval, kindly sign and date this letter in the space provided. We would appreciate a timely response as soon as possible via email at [pkutzmann@gmail.com](mailto:pkutzmann@gmail.com). I thank you in advance for your assistance in this matter and if you have any questions, please feel free to contact me at 510 796-3003.

Very truly yours,

KUTZMANN & ASSOCIATES, INC.

By: Patricia Kutzmann  
 Patricia Kutzmann, President

Patricia Kutzmann  
 Patricia Kutzmann, individually

ACKNOWLEDGED AND AGREED  
 this 15 day of August, 2018

CITY OF MENLO PARK  
 A MUNICIPAL CORPORATION  
 By: [Signature]  
 Name: Alex D. McIntyre  
 Title: City Manager



**KUTZMANN & ASSOCIATES, INC.**

39355 California St., Suite 200 Fremont, CA 94538 ☐ TEL: (510) 796-3003 ☐ FAX: (510) 796-9422