

**TERMINATION AGREEMENT**

Strong Capital I LP, a Delaware limited partnership, or its predecessor(s) in interest, (“*Licensor*”) and City of Riverside, or its predecessor(s) in interest (“*Licensee*”), have heretofore entered into an agreement dated August 7, 2023, bearing License No. 0251979, Audit No. S105103 (hereinafter referred to as the “*Basic Agreement*”), covering a water pipeline encroachment (the “*Facilities*”) near Grand Terrace, San Bernardino County, CA.

Licensee hereby certifies that the Facilities have been removed or abandoned fully in accordance with the guidelines specified by the appropriate railroad. If at any time it is subsequently determined that the subject Facilities have not actually been removed or abandoned properly, all outstanding payments from the date hereof shall become immediately due and payable with interest at the highest rate permissible under applicable law. Licensor (or any successors in interest) shall thereafter have the option, in its sole discretion, of (i) reinstating the Basic Agreement with a license fee redetermination and/or subsequent license fee increases based upon CPI or a flat percentage; or (ii) entering into a new agreement with a one-time fee.

The parties hereto now mutually agree that, subject to the foregoing paragraph, the Basic Agreement, including any supplement or amendment thereto (if any), shall be and hereby is terminated effective as of the close of the year 1985, PROVIDED, however, that such termination shall not affect any of the rights or obligations of the parties hereto (or any predecessors or successors in interest), which may have accrued, or liabilities, accrued or otherwise, which may have arisen prior thereto. Licensee hereby represents and warrants that the undersigned has signature authority to execute this Termination Agreement on behalf of Licensee.

Executed this \_\_\_\_\_, day of \_\_\_\_\_, 2024.

**Strong Capital I LP**  
By Railroad Management Company LLC,  
its authorized agent

**City of Riverside**

By: \_\_\_\_\_  
Title: \_\_\_\_\_

By: \_\_\_\_\_  
Title: \_\_\_\_\_

APPROVED AS TO FORM:  
BY: Susan Wilson  
ASSISTANT CITY ATTORNEY