

MODIFICATION AGREEMENT

This Modification Agreement (the "Agreement") is dated _____, 2018, and is between the City of Oakland Park, Florida (the "City"), and Capital One Public Funding, LLC (the "Lender").

Section 1. The Lender is the owner of the City's Promissory Note, Series 2007 (the "Note"), dated October 19, 2007, made by the City in the original principal amount of \$4,000,000.00 and payable to the order of Wachovia Bank, N.A. and its assigns.

Section 2. The Note was issued pursuant to Ordinance No. O-2007-030 (the "Ordinance") of the City, enacted on October 17, 2007.

Section 3. The Lender consents to the amendments made to the Ordinance by Ordinance No. 2018-__, enacted on _____, 2018, a copy of which is attached hereto as Exhibit A.

Section 4. The City and the Lender agree that all references in the Note to "Legally Available Non-Ad Valorem Revenues Attributable to the General Fund" are amended to instead be references to "Legally Available Non-Ad Valorem Revenues" (as such term is defined in Ordinance No. O-2007-030 as amended by Ordinance No. O-2018-__).

IN WITNESS WHEREOF, the parties have executed this Agreement to be effective between them as of the date first set forth above.

CITY OF OAKLAND PARK, FLORIDA

By: _____
Name: David Hebert
Title: City Manager

CAPITAL ONE PUBLIC FUNDING, LLC

By: _____
Name:
Title: