

**FIFTH AMENDMENT
TO
SITE LEASE AGREEMENT
FOR
COMMUNICATIONS FACILITIES – ZONE 4 RESERVOIR**

This Fifth Amendment ("Amendment") is dated effective this ____ day of ____, 2026, and is entered into by and between the CITY OF TUMWATER, a Washington municipal corporation ("LESSOR"), and SIRIUS XM RADIO LLC, (fka SIRIUS XM RADIO, INC.), a Delaware limited liability company ("LESSEE").

A. The LESSOR and the LESSEE entered into a Site Lease Agreement dated effective January 12, 2001, allowing LESSEE permission to occupy and install communication facilities on property owned by LESSOR as amended by First Amendment dated June 6, 2011, and Second Amendment dated June 14, 2012, Third Amendment dated August 16, 2016, and Fourth Amendment dated August 12, 2021 (collectively, the "Agreement").

B. Section 17(a) provides that the Agreement may only be amended by written agreement of the parties.

C. The parties desire to amend the Agreement to extend the term and increase compensation during the extended term.

D. LESSEE has notified the LESSOR that it desires to exercise its right to extend the Agreement (Fifth Renewal Term) through 5/31/2031.

E. Section 5(c) of the Agreement provides for renewal periods and sets the rental rate for the initial term and the first Renewal Term. Rental rates for subsequent Renewal Terms shall be negotiated.

F. The parties have negotiated a rental rate for the Fifth Renewal Term.

NOW, THEREFORE, the parties agree to the following terms and conditions:

1. TERM.

The Fifth Renewal Term shall commence on June 1, 2026 and terminate May 31, 2031. A new Site Lease Agreement will be required at the end of amended term.

2. RENT.

A. Section 5(c) of the Agreement shall be amended to set the rental rate for the Fifth Renewal Term at \$2,350.00 per month for the first year. Thereafter, the monthly rate will increase annually by 3% for the remainder of the lease.

3. FULL FORCE AND EFFECT.

All other terms and conditions of the Agreement not modified by this Amendment shall remain in full force and effect.

DATED the effective date set forth above.

****Signatures on the following page****

LESSOR:
CITY OF TUMWATER
555 Israel Road SW
Tumwater, WA 98501

Leatta Dahlhoff
Mayor

ATTEST:

Melody Valiant, City Clerk

APPROVED AS TO FORM:

Karen Kirkpatrick, City Attorney

State of Washington)
) ss
County of _____)

I certify that I know or have satisfactory evidence that _____ is the person who appeared before me, and said person acknowledged that (he/she) signed this instrument, on oath stated that (he/she) was authorized to execute the instrument and acknowledged it as the _____ of _____ to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

Dated: _____

(Signature)
Notary Public in and for the State of Washington
My appointment expires _____

