

Exhibit A

**MUNICIPAL LEASE-PURCHASE AGREEMENT
EQUIPMENT SCHEDULE
[Lease # []]**

EQUIPMENT DESCRIPTION

Lessor: Financial Pacific Leasing, Inc. DBA Umpqua Bank Equipment Leasing & Finance

Lessee:

Lease: Equipment Schedule to Municipal Lease-Purchase Agreement [Lease # []], dated as of

QTY	Serial #	Description	Purchase Price
-----	----------	-------------	----------------

and all other equipment related thereto, including replacements, additions, attachments, substitutions, modifications, upgrades, and improvements thereto (collectively the “Equipment”).

Exhibit B

**MUNICIPAL LEASE-PURCHASE AGREEMENT
PAYMENT SCHEDULE
[Lease # []]**

Lessor: Financial Pacific Leasing, Inc. DBA Umpqua Bank Equipment Leasing & Finance
Lessee:
Lease: Equipment Schedule to Municipal Lease-Purchase Agreement [Lease # []], dated as of .

<u>Date</u>	<u>Total Payment</u>	<u>Principal</u>	<u>Interest</u>	<u>Option to Purchase</u>
-------------	----------------------	------------------	-----------------	---------------------------

Lessee:

By: **X** _____

Print Name:

Title:

Date: _____

Lessor: Financial Pacific Leasing, Inc., DBA Umpqua Bank Equipment Leasing & Finance

By: _____

Print Name: _____

Title: _____

Date: _____

THIS DOCUMENT MAY BE SIGNED IN COUNTERPARTS AND TRANSMITTED ELECTRONICALLY WITH THE SAME FORCE AND EFFECT AS DELIVERY OF AN ORIGINAL.

Exhibit C - Form of Certificate of Acceptance

CERTIFICATE OF ACCEPTANCE
[Lease # []]

TO: Financial Pacific Leasing, Inc. DBA Umpqua Bank Equipment Leasing & Finance

3455 South 344th Way Suite 300

Federal Way, WA 98001

Pursuant to the Municipal Lease-Purchase Agreement [Lease # []], dated as of _____ (the "Lease") between Financial Pacific Leasing, Inc. DBA Umpqua Bank Equipment Leasing & Finance (the "Lessor") and the undersigned (the "Lessee"), the equipment described on the Equipment Schedule (the "Equipment") has been delivered to the location set forth in such Equipment Schedule, has been tested and inspected by Lessee, and has been found to be in good repair and working order. Lessee authorizes Lessor to pay the purchase price for the Equipment to the Supplier (as defined in the Lease).

The Equipment has been accepted and placed in service by Lessee for all purposes under the Municipal Lease-Purchase Agreement [Lease # []] on _____ (the "Acceptance Date").

The execution of this Certificate of Acceptance by Lessee shall not be construed, in any way, to relieve or to waive the obligations of any manufacturer or supplier for any warranties with respect to the Equipment.

This Certificate of Acceptance applicable to the Equipment Schedule shall constitute a part of the Lease.

IN WITNESS WHEREOF Lessee, by its duly authorized officer or agent, has duly executed and delivered this Certificate of Acceptance.

Lessee:

By: **X** _____

Print Name: _____

Title: _____

Date: _____

Exhibit D - Form of Funding Request

FUNDING REQUEST
[Lease # []]

Financial Pacific Leasing, Inc., DBA
Umpqua Bank Equipment Leasing & Finance
3455 South 344th Way Suite 300
Federal Way, WA 98001

Re: Municipal Lease-Purchase Agreement [Lease # []], dated as of _____, 20____ (the "Lease"),
between **Financial Pacific Leasing, Inc. DBA Umpqua Bank Equipment Leasing & Finance**,
as LESSOR and _____ as LESSEE.

Dear Sir or Madam,

Pursuant to the above-reference Lease, we hereby notify and authorize Financial Pacific Leasing, Inc. DBA Umpqua Bank Equipment Leasing & Finance to issue payment in the amount of _____ to _____ for Invoice Number _____ as reflected in the attached Schedule A.

The requested Funding Date is _____, 2023. The actual Funding Date shall be the actual date of funding by Lessor.

Lessee is provided with this Funding Request the following required items for funding:

1. Executed Form 8038-G executed by Lessee and to be filed by Lessee.
2. Acceptance Certificate for the Lease, executed by Lessee.
3. Evidence of the placement of the lien of Lessor on the vehicle title for the Equipment.
4. Evidence of Lessee currently maintaining insurance pursuant to Section 12 of the Lease.

Lessee agrees and understands that interest will commence accruing on the Lease on the actual Funding Date.

Lessee represents and warrants as follows:

- A. Lessee hereby reaffirms that the representations, warranties and covenants contained in the Lease are true and correct as of the date hereof.
- B. No event or condition that constitutes, or with notice or lapse of time, or both, would constitute, an Event of Default exists at the date hereof.
- C. Lessee has appropriated all of the Rental Payments for the Initial Term of the Lease.
- D. No Nonappropriation has occurred or been threatened with respect to the Lease.

Capitalized terms used, but not defined, in this Funding Request shall have the same meanings as when such terms are used in the Lease.

|

Lessee:

By: **X** _____

Print Name:

Title:

Date: _____

DRAFT

UBELF-FR-MUNI-022217A

Financial Pacific Leasing, Inc., doing business as Umpqua Bank Equipment Leasing & Finance, is a subsidiary of Umpqua Bank.
Products offered by Financial Pacific Leasing, Inc., are not FDIC insured.