

## AMENDMENT TO PROMISSORY NOTE

This AMENDMENT TO PROMISSORY NOTE is entered into by and between THRIVE POINT OF UTAH, a Utah nonprofit corporation (“*Maker*”), and LEARNING MATTERS EDUCATION GROUP, LLC, an Arizona limited liability company (“*Holder*”).

Maker has previously executed that certain Promissory Note dated \_\_\_\_\_, 2025, in the principal amount of up to \$1,3000,000 in favor of Holder (the “*Promissory Note*”). Maker and Holder desire to amend the Promissory Note to extend the Maturity Date (as defined in Section 5(a) of the Promissory Note) as follows:

Notwithstanding any other provisions of the Promissory Note, the Maturity Date shall continue to be July 1, 2027, provided that in the event that Maker reasonably determines that it cannot pay in full all unpaid principal, accrued interest and other amounts payable under the provisions of the Promissory Note (the “*Accrued Liabilities*”) on or before such date, Holder shall extend the Maturity Date to such later date and time that Maker can reasonably pay all Accrued Liabilities without jeopardizing Maker’s ability to continue its charitable and/or educational mission of operating a charter school.

All other provisions of the Promissory Note, except as specifically amended above, shall remain in full force and effect.

IN WITNESS WHEREOF, this Amendment to Promissory Note has been executed as of \_\_\_\_\_, 2025.

**THRIVEPOINT ACADEMY OF UTAH,**  
a Utah nonprofit corporation

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

Name:

Its:

“*Maker*”

**LEARNING MATTERS EDUCATION GROUP, LLC**

An Arizona limited liability company

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

Name:

Its:

“*Holder*”