

FIRST AMENDMENT TO LOCATION AGREEMENT

This First Amendment to Location Agreement (“First Amendment”) is entered into as of _____, 2021, by and between the City of Rialto, a California municipal corporation, (“City”) and Medline Industries, LP, an Illinois limited partnership as successor in interest to Medline Industries, Inc. an Illinois corporation (“Medline”). City and Medline are sometimes referred to herein individually as “Party” and collectively as “Parties.”

RECITALS

This First Amendment is made in reference to the following matters to which the Parties mutually agree and adopt as a statement of mutual understanding and intent.

A. City and Medline are each parties to that certain Location Agreement, dated as of December 8, 2015 (“Agreement”), by and between City and Medline, relating to City provided incentives for Medline’s establishment, location, and operation of a Sales Office (as defined in the Agreement) in the City.

B. At the time the Agreement was entered into, Medline was organized as an Illinois corporation. Medline has now converted into a limited partnership under state law.

C. As a result of the conversion, the legal entity name of Medline has changed to Medline Industries, LP. Neither Medline’s federal identification number nor its California Department of Tax and Fee sales tax account number will change as a result of the conversion.

D. The Parties desire to document the conversion of Medline with this First Amendment for the purpose of maintaining clarity and accuracy.

NOW, THEREFORE, City and Medline enter into this Agreement to accomplish their respective and mutual purposes set forth above.

1. MEDLINE ENTITY CONVERSION.

The Parties acknowledge and agree that Medline’s legal entity name and form of organization has changed from Medline Industries, Inc. to Medline Industries, LP pursuant to the conversion completed under state law. The Parties further agree that the Parties’ rights and obligations under the Agreement shall remain in full force and effect and will be unaffected by Medline’s entity conversion.

2. CONSENT.

The City hereby consents to the conversion of Medline Industries, Inc. into a limited partnership under state law and becoming Medline Industries, LP.

3. AMENDMENT LIMITATION.

Except as amended herein, all other terms and provisions of the Agreement remain in full force and effect and binding on the Parties.

4. EXECUTION IN COUNTERPARTS.

This Agreement may be executed in two (2) or more counterparts, each of which shall be deemed an original, and all of which shall constitute but one and the same instrument.

WHEREFORE, the Parties have entered into this Agreement as of the date of approval by the City Council of City attested to by its authorized officer below.

CITY:
CITY OF RIALTO, a municipal corporation

Marcus Fuller, City Manager

ATTEST:

Barbara A. McGee, City Clerk

DATE: _____

APPROVED AS TO FORM:

BURKE, WILLIAMS & SORENSEN, LLP

Eric Vail, City Attorney

Medline Industries, LP (f/k/a Medline Industries, Inc.)
By: Mozart GP, LLC
Its: General Partner

By: _____
Name: _____
Title: _____