

**FIRST AMENDMENT TO THE
UNIVERSITY BANKING SERVICES AGREEMENT**

This First Amendment to the University Banking Services Agreement, ("Amendment"), is made and entered into this 30 day of NOV., 2017 (the "First Amendment Effective Date") by and between Palm Beach State College ("College") and PNC Bank, National Association ("PNC Bank"). All capitalized terms used in this First Amendment shall have the meaning given them in the Agreement unless the context hereof clearly requires otherwise.

WHEREAS, College and PNC Bank entered into a University Banking Services Agreement effective October 1, 2016 (the "Agreement"); and

WHEREAS, the parties hereto wish to make certain changes to the Agreement as reflected in this First Amendment.

NOW THEREFORE, in consideration of the mutual covenants herein contained and intended to be legally bound, the parties hereby agree as follows:

1. Sub-sections 3(a)-(e) of the Agreement shall be deleted in their entirety and replaced with the following:

(a) In exchange for the consideration provided under this Agreement PNC Bank will pay to College an annual license fee ("Royalty") calculated in accordance with this paragraph. The Royalty shall be equal to the greater of (i) Twenty Five Dollars (\$25.00) for each new account opened during the year, or (ii) five thousand (\$5,000.00) dollars.

(b) The Annual Royalty will be paid no later than the 31st day of October of the year following the calendar year to which the payment relates.

YEAR	Due Date
2016	October 31, 2017 for 2016
2017	October 31, 2018 for 2017
2018	October 31, 2019 for 2018

2. Subsections 3(f) and 3(g) of the Agreement shall be renumbered as subsections 3(c) and 3(d), respectively.

3. New subsection 3(c)(vii) shall be deleted in its entirety.

4. All provisions of the Agreement not specifically mentioned in this First Amendment are hereby ratified and reconfirmed and the Agreement remains in full force and effect.

[SIGNATURES ON FOLLOWING PAGE]

IN WITNESS WHEREOF, intending to be legally bound, each party hereto has caused its duly authorized representative to execute this Third Amendment on its behalf, as of the Third Amendment Effective Date.

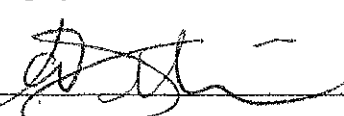
PNC Bank, National Association
(“PNC Bank”)

By: 
Nickolas Certo

Title: Senior Vice President

Date: 12/5/2017

Palm Beach State College
(“College”)

By: 

Title: Controller

Date: 11/30/2017