

AMENDMENT TO THE COMMPAY AGREEMENT

This Amendment to the CommPay Agreement (this “**Amendment**”) is made as of (the “**Amendment Effective Date**”), by and between Pegasus Business Intelligence LP d/b/a Onyx CenterSource (“**Onyx**”) and (“**Customer**”). This Amendment amends that certain CommPay Agreement executed by the Customer and Onyx (together with any exhibits and amendments thereto, the “**Agreement**”), pursuant to which Onyx and its affiliates provide Customer certain commission tracking and processing services as further described therein (the “**CommPay™ Services**”). For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereby agree as follows:

1. GroupPay™ Services. In addition to the CommPay™ Services, Onyx will provide Customer the group, meeting, and event commission processing services described herein (the “**GroupPay™ Services**”).
 - a. Customer Duties. In addition to the basic booking data provided by Customer in connection with the CommPay™ Services, Customer will also provide Onyx event name and other information reasonably requested by Onyx related to any group, event, or meeting bookings.
 - b. Onyx Duties. In addition to processing group, event, and meeting commission payments in accordance with the CommPay™ Service standards, Onyx will provide Customer certain online tools and functionality to review and track group, event, and meeting status, actualization, and related information.
 - c. Fees. For each transaction processed via the GroupPay™ Services, Customer will pay Onyx the same per-transaction fees and charges as it would have paid if such transaction was processed via the existing CommPay™ Services. A GroupPay™ transaction is defined as an individual booking for a meeting, group or event.

In addition, Customer authorizes Onyx to withhold and retain 4% from payments processed as part of the GroupPay Services (as Onyx’s compensation from the Agency), unless a different amount is set forth in Onyx’s contract with the applicable Agency.

- d. Interpretation. For avoidance of doubt, the term “**ONYX Services**”, as used in the Agreement, is amended to additionally include the GroupPay™ Services.
2. General. The parties hereby expressly agree that this Amendment supplements, amends and modifies the Agreement. Except as specifically modified pursuant to this Amendment, all of the provisions of the Agreement remain unchanged and continue in full force and effect. This Amendment may be executed in any number of counterparts, each of which are deemed to be an original, and all of which constitute one and the same instrument. The terms, covenants, conditions

and obligations imposed upon each party herein shall be binding upon the successors and assigns of such party.