

DECHERT DRAFT AUGUST [], 2024

APN(s): 16208710002

RECORDING REQUESTED BY
AND WHEN RECORDED
RETURN TO:

Hyperion Advisors
2857 Paradise Road
Unit 301
Las Vegas, NV 89109
Attn: Neal Tomlinson

**ASSIGNMENT OF ASSESSMENT AND ASSESSMENT LIEN
AND ASSESSMENT AGREEMENT**

This Assignment of ASSESSMENT AND ASSESSMENT LIEN AND ASSESSMENT AGREEMENT (this "Assignment") is dated as of _____, 2024 by CITY OF LAS VEGAS, a Nevada municipal corporation ("Assignor"), and NORTH BRIDGE ESG LLC, a Delaware limited liability company ("Assignee").

For value received, Assignor hereby grants, assigns and transfers to Assignee, without recourse or warranty of any kind, express or implied, all of Assignor's rights in, title to and interest under, that certain Notice of Assessment and Assessment Lien, dated as of [], 2024, made by FBLV District 2 LLC, a Delaware limited liability company ("Property Owner") and Assignor, recorded immediately prior to this instrument in the official records of the County Recorder of the County of Clark, Nevada (the "Notice"), with respect to that certain real property described on Exhibit A attached hereto and incorporated herein by this reference, together with that certain Assessment Agreement, dated as of [], 2024, between Property Owner and Assignor, which is attached as an exhibit to the Notice, together with the obligations secured by the Notice and all other instruments, documents and certificates executed in connection therewith (collectively, the "C-PACE Lien"). Assignee hereby accepts and assumes all of Assignor's rights in, title to and interest under the C-PACE Lien, together with the obligations of Assignor secured by the C-PACE Lien.

Consistent with Section 271.6316 of the Nevada Revised Statutes (as amended from time-to-time, "NRS"), by accepting this Assignment, Assignee agrees for the benefit of Assignor that Assignee shall be solely responsible for enforcing the obligation of Property Owner to pay the installments described in the Assessment Agreement, including, at Assignee's election, pursuing a judicial foreclosure of the C-PACE Lien like a mortgage. Assignor shall have no obligation to prosecute such foreclosure on behalf of Assignee, or to otherwise participate in such foreclosure, except to the extent that any action on the part of Assignor or any official of Assignor is required to allow Assignee to prosecute or effectuate the judicial foreclosure like a mortgage or to ratify or confirm any action of Assignee taken in furtherance of the foregoing as contemplated in Resolution

Nos. R-61-2018 and R-13-2022, adopted by the governing body of Assignor on October 22, 2018 and March 16, 2022, respectively, adopting to Assignor's Commercial Property Assessed Clean Energy financing program, consistent with NRS 271.6312—6325, inclusive.

[LEFT BLANK INTENTIONALLY AND SIGNATURES ON FOLLOWING PAGES]

**ASSIGNMENT OF ASSESSMENT AND ASSESSMENT LIEN
AND ASSESSMENT AGREEMENT**

Signature Page

IN WITNESS WHEREOF, the parties hereto have executed this Assignment as of the day and year first above written.

“ASSIGNOR”

CITY OF LAS VEGAS


By: _____
Carolyn G. Goodman, Mayor

Date of City Council Approval: _____

Attest:

By: _____
LuAnn D. Holmes, MMC, City Clerk

Approved as to Form:

By: John S. Ridilla 9/3/24 
John S. Ridilla Date
Chief Deputy City Attorney

STATE OF NEVADA)
COUNTY OF CLARK)

This instrument was acknowledged before me on the _____ day of _____, 2024 by Carolyn G. Goodman, as the Mayor of Las Vegas, Nevada.

S
E
A
L

Notary Public

[SIGNATURES CONTINUED ON NEXT PAGE]

ASSIGNMENT OF ASSESSMENT AND ASSESSMENT LIEN
AND ASSESSMENT AGREEMENT

Signature Page (continued)

“ASSIGNEE”

NORTH BRIDGE ESG LLC,
a Delaware limited liability company

By: _____

Printed Name: Laura Rapaport

Title: CEO & Founder

Date: _____

STATE OF NEVADA)
COUNTY OF CLARK)

This instrument was acknowledged before me on this _____ day of _____, 2024

by _____ as _____ of

_____.

S
E
A
L

Notary Public

EXHIBIT A

LEGAL DESCRIPTION

[REFERENCE ATTACHED]

**ASSIGNMENT OF ASSESSMENT AND ASSESSMENT LIEN
AND ASSESSMENT AGREEMENT**

Signature Page (continued)

“ASSIGNEE”

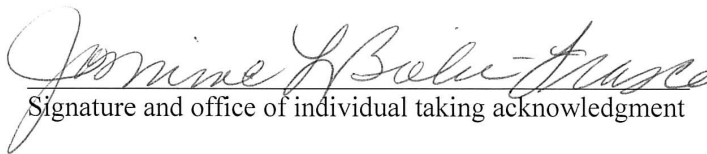
NORTH BRIDGE ESG LLC,
a Delaware limited liability company

By: 
Printed Name: Laura Rapaport
Title: CEO & Founder

Date: 8/23/24

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On the 23rd day of August in the year 2024 before me, the undersigned a notary public in and for said state, personally appeared Laura Rapaport, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that she executed the same in her capacity as CEO & Founder of NORTH BRIDGE ESG LLC, and that by her signature, in the instrument, the individual, or the persons upon behalf of which the individual acted executed the instrument.


Signature and office of individual taking acknowledgment

Jasmine L. Biellic-Frasco
Notary Public State of New York
No. 01BI6126130
Qualified in Suffolk
Commission Expires 06-25-2025
25

[Signature Page to Assignment of Assessment]