

ORIGINAL

TACOMA POWER CERTIFICATION

(CLICK! BUSINESS TRANSACTION AGREEMENT)

I, Jackie Flowers, as Director of Tacoma Public Utilities, a Department of the City of Tacoma, a municipal corporation operating under the law of the state of Washington, hereby certify the following to be true and correct as of March 31, 2020:

1. That the representations and warranties of Tacoma Power in Article III of that certain Click Business Transaction Agreement effective the 8th day of November, 2019 (the “CBTA”), are true and correct.
2. That each of the covenants and agreements of Tacoma Power to be performed on or prior to the Transfer of Operation Control Date, as that term is defined in the CBTA, have been duly performed.
3. That I have, as Director of Tacoma Public Utilities, executed and delivered to Rainier Connect North, d/b/a Rainier Connect, the Ancillary Agreements, as that term is defined in the CBTA, to which Rainier Connect is a party.
4. That as of the Transfer of Operational Control, there are no Encumbrances, as that term is defined in the CBTA, on any of the Related Surplus Assets, other than Encumbrances that, individually or in the aggregate, would not reasonably be expected to have a Material Adverse Effect.
5. That since the effective date of the CBTA, no event or condition has occurred that, individually or in the aggregate, has had or would reasonably be expected to have a Material Adverse Effect.

6. That Rainier Connect's privacy policy and net neutrality policy are in compliance with the requirements of Exhibits J and K of the IRU Agreement, attached as Exhibit 5.6 to the CBTA.

I declare under penalty of perjury under the law of Washington that the foregoing is true and correct,

Signed on the 31st day of March 2020 at 12:55 pm,

Pierce County Washington.



Jackie Flower, Director
Tacoma Public Utilities