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January 8, 2019

Board President J. Vern Cromartie, Ed.D
And Members of the Board of Directors
Los Medanos Community Healthcare District
P.O. Box 8698
Pittsburg, CA 94565-8698

Re: Legal Services Agreement

Dear President Cromartie:

This is an amendment to the Hensley Law Group ("HLG") Legal Services Agreement with the Los Medanos Community Healthcare District Board ("District") dated October 4, 2018, related to the Contra Costa County Local Agency Formation Commission's Resolution of Dissolution of the District.

If the District Board authorizes litigation in this matter, we require a retainer agreement and cashier's check to proceed given the possible dissolution of the District. As we discussed, the retainer will be placed into our client trust account. This retainer is to be used to pay our bills if the District is either unable to do so, due to dissolution, or does not timely do so. If funds remain in the account when our work is complete, we will return them to the District or its successor in interest.

Accordingly, please send, by 1:30 p.m. on January 9, 2019, by overnight carrier, a cashier's check in the amount of \$25,000 payable to Hensley Law Group to our Burbank office address at:

Hensley Law Group
2600 W. Olive Avenue, Suite 500
Burbank, CA 91505

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Also, shortly after we send this letter, we are submitting HLG's latest invoice. Please ensure that this invoice and all outstanding invoices are also paid by cashier's check and sent to the above address by overnight carrier by 1:30 p.m.

If the foregoing additional terms accurately set forth the additional terms of our engagement, please sign at the bottom of this letter and return a copy for our files. Your signature which can be signed and sent electronically warrants that you are authorized to bind the District to the terms of this agreement.

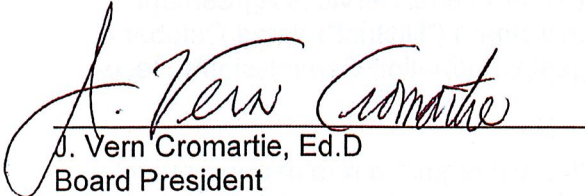
If you have any questions regarding the above, please do not hesitate to contact me. I look forward to working with you.

Very truly yours,



Mark Hensley

On behalf of the Los Medanos Community Healthcare District, I agree to the terms and conditions of this Legal Services Agreement with HLG:



J. Vern Cromartie, Ed.D
Board President