

## ASSIGNMENT OF CONTRACT

WHEREAS, the City of Fort Lauderdale, a Florida municipality, ("City"), and First Southwest Company, LLC, a Delaware limited liability company formerly authorized to transact business in the State of Florida, ("Assignor"), entered into an Agreement for Financial Advisory Services dated August 19, 2015, RFP 555-11627, (the "Contract"); and

WHEREAS, the Assignor merged with and into Hilltop Securities Inc., a Delaware corporation authorized to transact business in the State of Florida, ("Assignee"),

NOW, THEREFORE, Assignor and Assignee hereby agree as follows:

1. For and in consideration of the sum of ten dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and subject to the written approval of this Assignment of Contract by the City, Assignor does hereby sell, assign, and transfer to Assignee all of Assignor's rights, duties, obligations, responsibilities, and liabilities under the Contract.

2. Subject to the written consent to this Assignment of Contract by the City, Assignee accepts the foregoing assignment, and Assignee assumes and agrees to perform all of the Assignor's duties, obligations, responsibilities, and liabilities under the Contract.

IN WITNESS WHEREOF, Assignor and Assignee, by and through their respective authorized representatives, execute this Assignment of Contract as follows:

ASSIGNOR:

WITNESSES:

First Southwest Company, LLC, a Delaware limited liability company formerly authorized to transact business in the State of Florida

\_\_\_\_\_  
Print Name:

\_\_\_\_\_  
Hill A. Feinberg  
Manager, Chairman, Chief Executive Officer

\_\_\_\_\_  
Print Name:

ATTEST:

(Seal)

\_\_\_\_\_  
Brian L. Wittneben  
Secretary, General Counsel

STATE OF \_\_\_\_\_  
COUNTY OF \_\_\_\_\_

The foregoing Assignment of Contract was acknowledged before me this \_\_\_\_ day of \_\_\_\_\_, 2016, by Hill A. Feinberg as manager, chairman, and chief executive officer for First Southwest Company, LLC, a Delaware limited liability company formerly authorized to transact business in the State of Florida.

\_\_\_\_\_  
Signature of Notary Public – State of \_\_\_\_\_

\_\_\_\_\_  
Print, Type or Stamp Commission Name of  
Notary Public

Personally Known \_\_\_\_\_ OR Produced Identification \_\_\_\_\_  
Type of Identification Produced \_\_\_\_\_

ASSIGNEE:

Hilltop Securities Inc., a Delaware  
corporation authorized to transact  
business in the State of Florida

Witnesses:

\_\_\_\_\_  
Print Name:

\_\_\_\_\_  
Print Name:

(Corporate Seal)

By: \_\_\_\_\_  
Robert W. Peterson  
President

Attest:

\_\_\_\_\_  
Brian Wittneben  
Secretary

STATE OF \_\_\_\_\_  
COUNTY OF \_\_\_\_\_

The foregoing Assignment of Agreement was acknowledged before me this \_\_\_\_ day of \_\_\_\_\_, 2016, by Robert W. Peterson as president for Hilltop Securities Inc., a Delaware corporation authorized to transact business in the State of Florida.

\_\_\_\_\_  
Signature of Notary Public – State of \_\_\_\_\_

\_\_\_\_\_  
Print, Type or Stamp Commissioned Name  
of Notary Public

Personally Known \_\_\_\_\_ OR Produced Identification \_\_\_\_\_  
Type of Identification Produced \_\_\_\_\_

The City of Fort Lauderdale, a Florida municipality, by and through its undersigned Mayor and City Manager, does hereby   X   consent            does not consent to the foregoing Assignment of Contract.

\_\_\_\_\_  
John P. "Jack" Seiler, Mayor

\_\_\_\_\_  
Lee R. Feldman, City Manager

ATTEST:

\_\_\_\_\_  
Jeffrey A. Modarelli, City Clerk

Approved as to Form:  
Cynthia A. Everett

By: \_\_\_\_\_  
Assistant City Attorney