



January 4, 2017

City of Miami Beach
1700 Convention Center Drive
Miami Beach, FL 33138

RE: **Agreement** (the "Contract"), dated **January 1, 2012**, by and between Coca-Cola Refreshments USA, Inc. ("CCR") and City of Miami Beach

Dear Valued Customer:

As you know from our prior communications, CCR has entered into an agreement to transfer the exclusive distribution rights in your area for products generally supplied from CCR's Big Pine Key, Brevard, Daytona, Gainesville, Hollywood, Jacksonville, Orlando, South Dade, and West Palm Beach Florida sales centers (the "Territory") to Coca-Cola Beverages Florida, LLC ("CCBF") in a transaction we expect to complete on or around February 24, 2017 (the "Transaction"). When the Transaction is complete, all of CCR's right, title and interest in and to the Contract will be assigned and transferred to CCBF as part of a smooth transition to new ownership, and CCBF will assume the obligations and liabilities of CCR under the Contract (collectively, the "Assignment").

You should expect very little, if any, change in your service and relationship with your local Coca-Cola bottler as a result of the Transaction. It is our goal to make this transition as seamless as possible. To this end and to make sure our files are complete, we ask for your formal consent to the Assignment. By consenting to the Assignment, you agree and acknowledge that the Contract remains in full force and effect after the completion of the Transaction and that there is no default or breach by any party under the Contract as a result of the Assignment or the Transaction.

We would greatly appreciate that you indicate your consent by countersigning in the space below. Once signed, please email a PDF copy of this letter to, Alex Da Silva (aidasilva@coca-cola.com).

This Assignment will become effective when the Transaction is complete. Should the Transaction not close for any reason, this consent to assignment will be null and void. We very much appreciate your prompt attention to this request. If we do not receive a written response from you by February 24, 2017, you will be deemed to have consented to the Assignment.

Please feel free to contact me via email listed above if you have any questions. Thank you in advance for your time.

Sincerely,
Alex Da Silva
SOF Transition Lead-Sales

CONSENTED TO AND AGREED:

City of Miami Beach

By: _____
Name: _____
Title: _____
Date: _____