

**BRING-DOWN CERTIFICATE OF
INDIAN RIVER COUNTY SOLID WASTE DISPOSAL DISTRICT,
a dependent special district of Indian River County, Florida**

TO: Pathward, N.A., a national banking association

DATE: March _____, 2026

RE: Consent and Agreement dated April 9, 2024 (“**Consent Agreement**”) by Indian River County Solid Waste Disposal District, a dependent special district of Indian River County, Florida (the “**Consenting Party**”), and Nopetro Eco District, LLC, a Florida limited liability company (the “**Project Company**”) for the benefit of Pathward, N.A., a national banking association (the “**Financing Party**”)

The undersigned hereby certifies that to the best of its knowledge, information and belief, after due inquiry:

- 1) all of the representations and warranties of the undersigned set forth in Section 6 of the Consent Agreement are true and correct in all material respects with the same force and effect as if such representations and warranties were made on and as of the date hereof except for the following:
 - a) “None” _____ [if none, state “None”]; and

- 2) all estoppels of the undersigned set forth in Section 7 of the Consent Agreement are true and correct in all material respects with the same force and effect as if such representations and warranties were made on and as of the date hereof except for the following:
 - a) “None” _____ [if none, state “None”].

The undersigned hereby acknowledges that the Financing Party is relying upon this Certificate in connection with the advance of monies pursuant to the loan.

This Certificate may be electronically executed and transmitted by pdf or other electronic transmission and may be relied upon by the party or parties receiving such transmitted version in the same manner and to the same extent as if it was an original, manually signed version.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate as of the date first above written.

ATTEST:

Ryan L. Butler, Clerk of Court and Comptroller

By:

Deputy Clerk

BY OWNER:

**SOLID WASTE DISPOSAL DISTRICT
INDIAN RIVER COUNTY, FLORIDA**

Deryl Loar, Chairman

DATE APPROVED BY SWDD:

APPROVED BY:

John A. Titkanich, Jr., County Administrator

**APPROVED AS TO FORM AND LEGAL
SUFFICIENCY BY:**

Chris Hicks, Assistant County Attorney