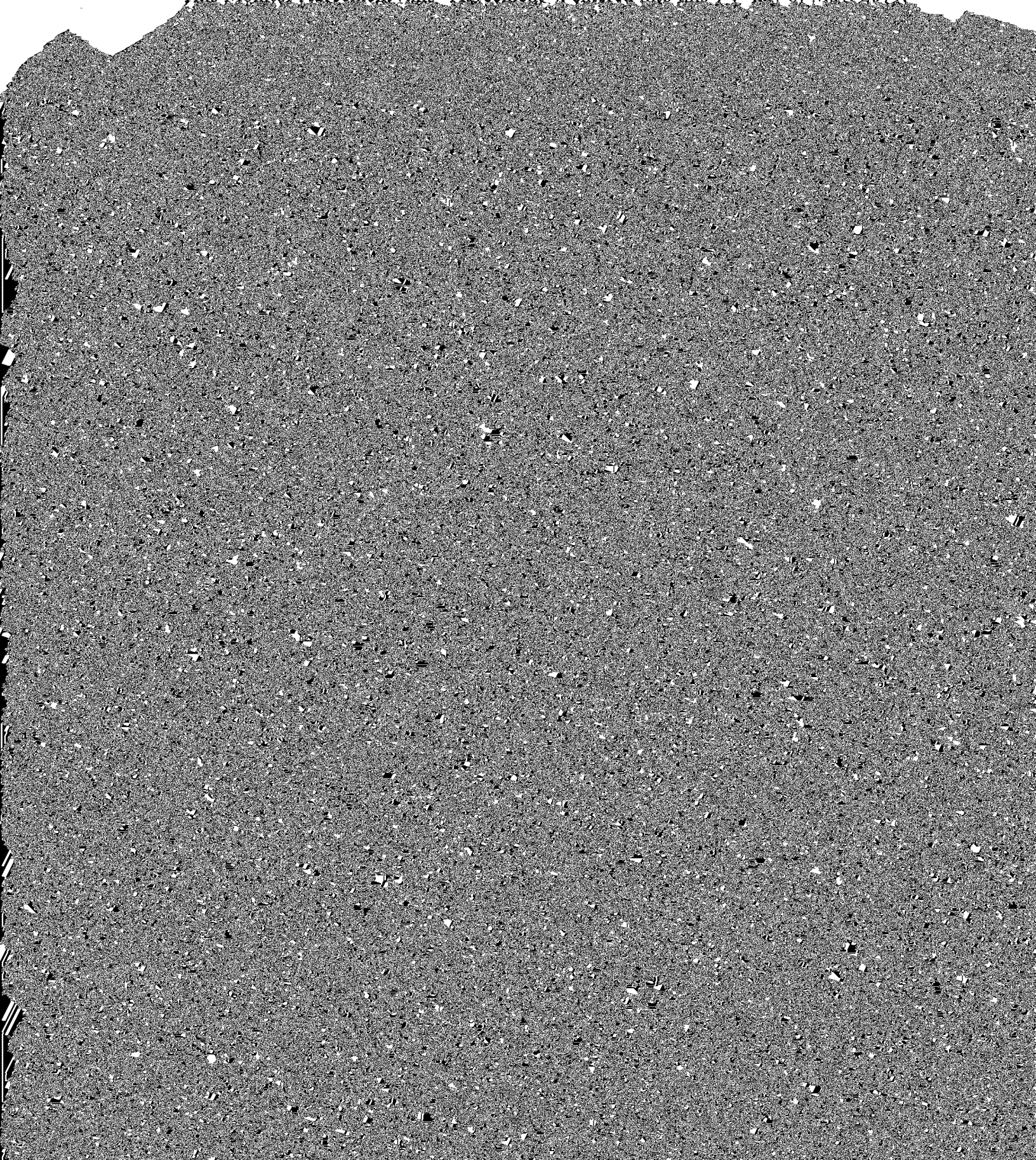


**MONITOR AGREEMENT**

This Monitor Agreement (this "Agreement"), entered into this 13<sup>th</sup> day of May, 2019.









3.3 Governing Law and Forum Selection. This Agreement and the rights and

