

Notwithstanding anything herein to the contrary, the Highspeed Broadband Fund shall at all times be held and administered in accordance with the provisions of the Articles of Incorporation and Bylaws of the FOUNDATION which are hereby accepted and agreed to by the Sponsor, including those provisions relating to amendment, termination and variance from donors' direction. The Sponsor acknowledges that under the provisions of the Articles of Incorporation and Bylaws, and as required by regulations promulgated pursuant to the Internal Revenue Code of 1986, as amended, the FOUNDATION has explicit authority to redirect the assets of any fund it administers. However, the FOUNDATION does not anticipate exercising such authority unless, in the opinion of the Board of Directors of the FOUNDATION, the purposes for which the Highspeed Broadband Fund was established become unnecessary, incapable of fulfillment, or inconsistent with the needs of the Boulder Junction community.