



EXHIBIT E-1

LETTER OF CREDIT FORM

Gateway Commercial Bank

IRREVOCABLE STANDBY LETTER OF CREDIT
NO. TBD

Beneficiary:

City of Maricopa, an Arizona municipal corporation
Attn: Rick Horst, City Manager
39700 West Civic Center Plaza
Maricopa, Arizona 85138

Applicant:

Bunker Family Funeral Homes, Inc.
Attn: Blake Bunker
33 N. Centennial Way
Mesa, Arizona 85201

Amount: \$300,000.00

Date of Issue: TBD

Expiration Date: TBD

We hereby establish our irrevocable Standby Letter of Credit No. TBD in your favor, as Beneficiary, for the account of Bunker Family Funeral Homes, Inc., in an amount not to exceed USD \$300,000.00, effective immediately and expiring with our close of business on _____, 2024 at our office, available by presentation of your sight drafts drawn on Gateway Commercial Bank at the office of the undersigned located at 6860 E Warner Rd Mesa AZ 85212, accompanied by the following documents:

1. The original of this Letter of Credit and any Amendments thereto:

A Sight Draft in the form of Exhibit E-2 attached hereto (**a Sight Draft**) purportedly signed by the City Manager, or by any other authorized official of the City of Maricopa, stating one or more of the following:

- A. The City of Maricopa drawing against Gateway Commercial Bank Standby Letter of Credit No. TBD as Bunker Family Funeral Homes, Inc. has failed to perform its obligations under or failed to comply with the terms of a Promissory Note dated _____, 2023, (currently described at Exhibit C in the Purchase and Sale Agreement between City of Maricopa and Bunker Family Funeral Homes, Inc. dated _____, 2023) or any amendments thereto, or any replacement agreement, and the City requires payment under this Standby Letter of Credit of \$300,000.00.

B. The City of Maricopa is drawing against Gateway Commercial Bank Standby Letter of Credit No. TBD as City of Maricopa has received notice from Gateway Commercial Bank that the Standby Letter of Credit No. TBD will not be extended, and the City of Maricopa requires payment under this Standby Letter of Credit of \$300,000.00.

All documents may be forwarded to us by mail, overnight courier, hand delivered to our counters, or via telefacsimile ("fax"). Documents to be directed to our counters at: 6860 E Warner Rd Mesa AZ 85212. Drawing presented to us via fax must be sent to our fax number 480-357-9000 (each such drawing, a "Fax Drawing") provided, however, that Beneficiary confirm our receipt of any Fax Drawing by telephone to our telephone No. 480-358-1000.

If Beneficiary presents an improper drawing, we shall notify you in writing sent by overnight courier or by fax to (602) 273-4083 that the demand was not effected in accordance with the terms and conditions of this Standby Letter of Credit, stating the reasons therefore and that we are holding any demand at your disposal. Upon being notified that the purported demand was not effected in conformity with this Standby Letter of Credit, you may attempt to correct any such nonconforming demand for payment.

Partial drawing and multiple presentations are permitted under this Standby Letter of Credit.

This Standby Letter of Credit will automatically be renewed for a one (1) year period from the Expiration Date set forth above and upon each anniversary of such Expiration Date, unless at least sixty (60) days prior to such expiration, or prior to any anniversary of such expiration, we notify both Beneficiary and Applicant in writing by registered mail or overnight courier that we elect not to renew this Standby Letter of Credit.

We hereby agree that this Standby Letter of Credit shall be duly honored upon presentation and delivery of the certification specified above.

This Standby Letter of Credit is subject to the "International Standby Practices (ISP98)," International Chamber of Commerce Publication No. 590, and, as to matters not governed by ISP98, shall be governed by and construed in accordance with the laws of Arizona, without regard to principles of conflicts of law.

Gateway Commercial Bank

By: _____
Donald O. Thompson
Executive Vice President / CCO

EXHIBIT E-2
SIGHT DRAFT

Dated: _____

RE: Irrevocable Standby Letter of Credit No. TBD

On Sight Pay to the order of the City of Maricopa in immediately available funds,

_____ Dollars (\$ _____)

on or before _____, _____ (date), pursuant to the

Irrevocable Standby Letter of Credit No. TBD.

By: _____

Name: _____

Title: _____