

NOVATION AGREEMENT

This Novation Agreement (“Agreement”) is made and entered into on this 3rd day of October, 2025, by and among:

- **Atlantic Dominion Distributors, Inc.**, a corporation organized and existing under the laws of the Commonwealth of Virginia, with its principal office located at 5404 Virginia Beach Boulevard (“Transferor”),
- **Bayshore Beverages Inc. T/A Cardinal Canteen**, a corporation organized and existing under the laws of the Commonwealth of Virginia, with its principal office located at 914 Cavalier Boulevard (“Transferee”), and
- **Old Dominion University**, a public university located in Norfolk, Virginia (“Remaining Party”).

RECITALS

WHEREAS, Transferor and Remaining Party entered into a contract dated September 17, 2024 (“Original Agreement”) under which Transferor agreed to provide vending services to Remaining Party;

WHEREAS, Transferor wishes to be released from its obligations under the Original Agreement;

WHEREAS, Transferee agrees to assume all rights and obligations of Transferor under the Original Agreement;

WHEREAS, Remaining Party consents to the substitution of Transferee for Transferor under the Original Agreement;

NOW, THEREFORE, in consideration of the mutual covenants and promises herein contained, the parties agree as follows:

1. NOVATION

1.1 Effective as of October 3, 2025, Transferee shall be substituted for Transferor in the Original Agreement.

1.2 Transferee shall assume all rights, duties, liabilities, and obligations of Transferor under the Original Agreement as if it were the original party thereto.

1.3 Remaining Party hereby releases Transferor from all obligations under the Original Agreement arising on or after October 3, 2025.

2. CONTINUATION OF TERMS

2.1 Except as expressly modified by this Agreement, all terms and conditions of the Original Agreement shall remain in full force and effect.

3. REPRESENTATIONS AND WARRANTIES

3.1 Each party represents and warrants that it has full power and authority to enter into this Agreement.

3.2 Transferor warrants that it has not assigned or otherwise transferred any rights or obligations under the Original Agreement prior to the date of this Agreement.

4. GOVERNING LAW

This Agreement shall be governed by and construed in accordance with the laws of the Commonwealth of Virginia.

5. ENTIRE AGREEMENT

This Agreement constitutes the entire agreement among the parties with respect to the subject matter hereof and supersedes all prior agreements and understandings.

IN WITNESS WHEREOF, the parties have executed this Novation Agreement as of the date first written above.

Atlantic Dominion Distributors, Inc.

By:  _____

Name: Phillip Davis

Title: General Manager

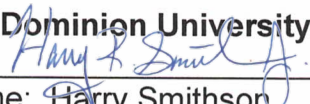
Cardinal Canteen Food Services

By:  _____

Name: Kenneth Lindauer

Title: Owner

Old Dominion University

By:  _____

Name: Harry Smithson

Title: Assistant Director, Procurement Services