

FIFTH AMENDMENT TO PERMIT NO. 899
GRANTED BY THE CITY OF LOS ANGELES
TO PACIFIC BATTLESHIP CENTER

THIS FIFTH AMENDMENT to Permit No. 899 is made and entered into by and between the CITY OF LOS ANGELES, a municipal corporation ("City"), acting by and through its Board of Harbor Commissioners ("Board"), and PACIFIC BATTLESHIP CENTER, a California corporation ("Tenant") as follows:

1. Terms defined in Permit No. 899 ("Permit") shall have the same meanings herein. References herein to "Sections" shall be to sections of the Permit, unless otherwise stated.

2. Section 3, Premises, is amended as follows:

a. Section 3.1, Description, is amended to add approximately 17,630 (seventeen thousand six hundred thirty) square feet, identified as Parcel No. 4, to the Premises as delineated and more particularly described on Exhibit A-2. Exhibit A-2 is hereby incorporated into the Agreement and substituted for Exhibits A and A-1.

b. Section 3.1.1, Future Premises, and Section 3.1.2, Conditions for Future Premises, are removed entirely and replaced with the following:

"3.1.1 New Facilities. City and Tenant agree that Tenant, at its sole cost and expense, shall construct the Freedom of the Seas Park and Pavilion, a multi-purpose visitor, community and education center, which will include educational exhibits, a Veterans Memorial, maritime displays, public art, and a children's play area, with the park located on Parcel No. 2 and the community center located on Parcel Nos. 3 and 4.

Construction of the Freedom of the Seas Park and Pavilion shall be improvements that constitute an Alteration, as defined in Section 7, and the Tenant shall comply with all provisions of Section 7 in constructing such improvements.

Upon completion of the construction of the Freedom of the Seas Park and Pavilion, the Chief Harbor Engineer shall revise Exhibit "B", as required under Section 3.1, and identify the Tenant as the owner of the improvements."

c. All other terms and conditions of Section 3, Premises, including all other subsections, shall remain in full force and effect.

3. Section 4.1, Permitted Uses, is amended to add the construction and operation of the Freedom of the Seas Park and Pavilion, as described in Section 3.1.1.

4. The provisions of this Fifth Amendment to Permit No. 899 shall become effective upon execution by the Executive Director after approval by the Board of Harbor Commissioners and the City Council. Nothing in this Fifth Amendment shall change the Effective Date of the Permit as defined in Section 2.1.

Except as amended herein, all remaining terms and conditions of Permit No. 899 shall remain in full force and effect.

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(Signature Page Follows)

IN WITNESS THEREOF, the parties hereto have executed this Fifth Amendment to Permit No. 899 on the date to the left of their signatures.

THE CITY OF LOS ANGELES, by its Board of Harbor Commissioners

Dated: _____, 2024

By _____
EUGENE D. SEROKA
Executive Director

Attest _____
AMBER M. KLESGES
Board Secretary

Dated: Aug 26, 2024

PACIFIC BATTLESHIP CENTER

By [Signature]
J. Williams President, CEO
(Print/type name and title)

By [Signature]
ROSS H. O'BRIEN, CFO
(Print/type name and title)

APPROVED AS TO FORM AND LEGALITY

August 28, 2024
HYDEE FELDSTEIN SOTO, City Attorney
STEVEN Y. OTERA, General Counsel

By [Signature]
JANET L. KARKANEN, Deputy