

EIGHTH AMENDMENT TO PERMIT NO. 520

IT IS HEREBY MUTUALLY AGREED by the City of Los Angeles by its Board of Harbor Commissioners and LA Sky Harbor, LLC, a California limited liability company as Tenant that Permit No. 520, as previously amended and assigned, shall be further amended as follows:

1. Section 7 (k) (1) of the Permit, added by the Seventh Amendment, is hereby deleted and replaced with the following:

“(k) Improvements to the Premises

- (1) Improvements. Tenant shall perform all obligations required by Hilton Worldwide Corporation for licensing to operate the Hotel Property as a Doubletree by Hilton hotel including but not limited to completing timely all obligations under the Product Improvement Plan (“PIP”) required by Hilton Worldwide Corporation. Failure to obtain licensing or losing licensing by Hilton to operate as a Doubletree by Hilton shall constitute a material default under the Permit and shall give Executive Director the right, in his or her discretion, to terminate the Permit. If the Permit is terminated, all improvements to the Premises including but not limited to those made by LA Sky Harbor shall remain part of the Premises without any reimbursement.

2. Section 5(b) of the Permit is deleted in its entirety and replaced with the following:

“(b) Quality of the Facilities. Tenant agrees to operate the hotel on the Premises as a Doubletree by Hilton or other hotel of similar or better quality as determined by City’s Executive Director or his or her designee in his or her sole reasonable discretion.”

This Eighth Amendment shall become effective upon execution by the City of Los Angeles after approval by the City Council of the City of Los Angeles in accordance with the provisions of the Los Angeles City Charter.

This Eighth Amendment shall apply to any and all successors and assigns.

Except as amended herein, all terms and conditions of Permit No. 520, as previously amended, shall remain in full force and effect.

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

By \_\_\_\_\_  
Executive Director

Attest \_\_\_\_\_  
Korla G. Tondreault, Secretary


[signatures continued next page]

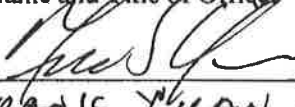
TRANSMITTAL 2

LA SKY HARBOR, LLC, a California limited liability company

By: SKY HARBOR MANAGEMENT, LLC,  
a California limited liability company,  
Its Manager

By: CATIC (USA) INC. DBA AVIC  
INTERNATIONAL USA,  
a California corporation,  
Its Manager

By   
\_\_\_\_\_  
Xuming Zhang  
Print Name and Title of Officer

By   
\_\_\_\_\_  
FRANCIS YUAN, MANAGER  
Print Name and Title of Officer

APPROVED AS TO FORM AND LEGALITY  
\_\_\_\_\_, 2013  
CARMEN A. TRUTANICH, City Attorney

By \_\_\_\_\_  
Estelle M. Braaf, Deputy