

SECOND AMENDMENT TO OPERATING AGREEMENT NO. 08-2722
BETWEEN THE CITY OF LOS ANGELES
AND
CEVA FREIGHT LLC.

THIS SECOND AMENDMENT to Operating Agreement No. 08-2722 is made between the CITY OF LOS ANGELES, a municipal corporation ("City"), acting by and through its Board of Harbor Commissioners ("Board"), and CEVA FREIGHT LLC. ("Operator").

WHEREAS, City and Operator entered in Operating Agreement No. 08-2722 ("Agreement") on February 12, 2009; and

WHEREAS, on January 11, 2012, Operator entered into the First Amendment whereby its name was changed from Eagle Global Logistics to CEVA Freight LLC.; and

WHEREAS, City and Operator further desires to modify the Agreement; and

NOW, THEREFORE, BE IT RESOLVED, that Operating Agreement No. 08-2722 between the City of Los Angeles and CEVA Freight LLC, be hereby amended as follows:

1. ARTICLE II. AUTHORITY GRANTED/ACCEPTED, TERM AND AGREEMENT, Section 2.03 Term of Agreement, Subsection A, Term and Renewal, the initial term of this Agreement shall be extended an additional five (5) years beginning on February 1, 2014 and ending on January 31, 2019.

2. The second "Whereas" set forth in the Recitals section of the Agreement is hereby deleted in its entirety and replaced with the following:

"WHEREAS, the operator desires to make use of foreign-trade zone status and wishes to continue to operate Foreign Trade Zone 202 Site 30, located at 19600 Western Avenue, Torrance, CA 90501, as depicted and more fully described in Exhibit "A-1", attached hereto and made a part hereof ("Zone Site"), which is within the boundaries of Foreign Trade Zone No. 202."

3. ARTICLE XVI. MISCELLANEOUS PROVISIONS, Section 16.11 Notice to the Parties is hereby amended to change the department specification following the words "Masashi Morimoto" to the following:

"ATTN: Masashi Morimoto, Business and Trade Development"

4. ARTICLE VI. ADMINISTRATION AND OPERATION OF ZONE shall include the following section and language:

"6.04 Wilmington Truck Route

It is recognized by both parties that the Operator does not directly control the trucks serving the Port. However, the Operator shall notify truck drivers, truck brokers and trucking companies that trucks serving FTZ warehouses and originating in the Port of Los Angeles must confine their route to the designated Wilmington Truck Route of Alameda Street and "B" Street; Figueroa Street from "B" Street to "C" Street; and Anaheim

Street east of Alameda Street. A copy of the Wilmington Truck Route is attached as Exhibit E, which may be modified from time to time at the sole discretion of the Executive Director with written notice to Operator."

Except as amended herein, all remaining terms and conditions of Agreement No. 08-2722 shall remain in full force and effect.

IN WITNESS THEREOF, the parties hereto have executed this Second Amendment to Agreement No. 08-2722 on the date to the left of their signatures.

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

Dated: _____

By _____
Executive Director

Attest _____
Board Secretary

CEVA FREIGHT LLC.

Dated: 8/19/13

By: Tina Hollowood
Tina Hollowood - Zone Manager
(Print/type name and title)

Attest: Steve Acton
VP of Ops
(Print/type name and title)

APPROVED AS TO FORM AND LEGALITY

8/21, 2013
MICHAEL N. FEUER, City Attorney
JANNA B. SIDLEY, General Counsel

By [Signature]
HELEN J. SOK, Deputy City Attorney

HJS/jpr
07/23/13
Attachments