

SECOND AMENDMENT  
TO FOREIGN TRADE ZONE OPERATING AGREEMENT NO. 13-3107  
BETWEEN THE CITY OF LOS ANGELES  
AND CALIFORNIA CARTAGE COMPANY, LLC

THIS SECOND AMENDMENT to Agreement No. 13-3107 is made between the CITY OF LOS ANGELES, a municipal corporation ("City" or "Harbor Department"), acting by and through its Board of Harbor Commissioners ("Board"), and CALIFORNIA CARTAGE COMPANY, LLC ("Operator").

WHEREAS, City and Operator entered into Foreign-Trade Zone Operating Agreement No. 13-3107 ("Agreement") on or about May 30, 2013; and

WHEREAS, City and BNSF Railway Company ("BNSF") entered into the Site Preparation and Access Agreement granting BNSF rights to certain real property and improvements and where Operator occupies a portion of said property; and

WHEREAS, on August 2, 2013, BNSF and Operator entered into a license agreement ("License") granting Operator a non-exclusive license for the use and occupancy of that certain property as set forth in the License which is attached hereto and incorporated by reference as Exhibit A-1; and

WHEREAS, on July 23, 2014, City and Operator entered into a first amendment ("First Amendment") that extended the Agreement for one additional year; and

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

NOW, THEREFORE, BE IT RESOLVED, that Agreement No. 13-3107 between the City of Los Angeles and California Cartage Company, LLC is hereby amended as follows:

1. Article II. Section 2.03, Term of Agreement. The initial term of this Agreement shall be extended for a second additional one (1) year period beginning on June 1, 2015 and ending upon the earlier occurrence of the following, whichever comes first: (1) terminate date of May 31, 2016; or (2) upon termination of the License; and subject, however, to earlier termination as set forth in the Agreement.

Except as amended herein, all terms and conditions of Agreement No. 13-3107 shall remaining in full force and effect.

////

////

IN WITNESS WHEREOF, the parties hereto have executed this Second Amendment to Agreement No. 13-3107 on the date to the left of their respective signatures.

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

Dated: \_\_\_\_\_, 2015

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

Attest \_\_\_\_\_  
Board Secretary

CALIFORNIA CARTAGE COMPANY, LLC

Dated: 2-19, 2015

By Robert A. Curry  
ROBERT A CURRY PRES  
(Print/Type Name and Title)

Attest Carol Risher  
CAROL RISHER, EXEC ASST  
(Print/Type Name and Title)

APPROVED AS TO FORM AND LEGALITY

February 26, 2015  
MICHAEL N. FEUER, City Attorney  
JANNA B. SIDLEY, General Counsel

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

HJS:jpr  
02/11/15