



ORDER NO.

An Order of the Board of Harbor Commissioners of the City of Los Angeles ("City") fixing the compensation to be paid by EQUILON ENTERPRISES, LLC dba SHELL OIL PRODUCTS US (formerly Shell Oil Company), ("Tenant"), pursuant to Permit No. 238, for the five-year period commencing May 18, 2012 and ending May 17, 2017.

WHEREAS, Shell Oil Company was granted a fifty-year agreement commencing May 18, 1972, pursuant to Permit No. 238, Order No. 4207 of the Board of Harbor Commissioners, to occupy certain lands at Los Angeles Harbor; and

WHEREAS, Permit No. 238 was assigned from Shell Oil Company to Tennant pursuant to Order No. 6876 of the Board of Harbor Commissioners; and

WHEREAS, Permit No. 238 provides that compensation to be paid by Tenant to the Board of Harbor Commissioners for the use of the premises for each five-year period succeeding the first five-year period of the fifty-year term shall be subject to readjustment; and

WHEREAS, the Board of Harbor Commissioners and Tenant have agreed on compensation to be paid by Tenant during the five-year period commencing May 18, 2012 and ending May 17, 2017;

NOW, THEREFORE, IT IS HEREBY ORDERED by the Board of Harbor Commissioners of the City of Los Angeles as follows:

Section 1. The compensation to be paid by Tenant for the use of the premises granted by Permit No. 238 for the five-year period commencing May 18, 2012 and ending May 17, 2017, shall be Seventy Three Thousand Eight Hundred and Ninety-Nine Dollars (\$73,899) per annum, in advance, payable on the first day of each and every annual period.

Section 2. Except as herein provided, all other terms and conditions of Permit No. 238, shall remain in full force and effect.

Section 3. The Board Secretary shall certify to the adoption of this Order by the Board of Harbor Commissioners of the City of Los Angeles.

I HEREBY CERTIFY that the foregoing Order was adopted by the Board of Harbor Commissioners of the City of Los Angeles at its meeting held _____.

KORLA G. TONDREULT
Commission Secretary

TRANSMITTAL 2

The undersigned Tenant hereby consents to the foregoing readjustment of compensation and agrees to pay to the Board of Harbor Commissioners of the City of Los Angeles the amount set forth herein during the five-year period commencing May 18, 2012 and ending May 17, 2017.

EQUILON ENTERPRISES LLC
Dba SHELL OIL PRODUCTS US

Dated: 6/27/12

By M.L. Moore
M.L. Moore, Attorney-in-Fact
(Print/Type Name and Title)

Attest David McEnany
DAVID MCENANY
(Print/Type Name and Title)

CONTRACTS NEGOTIATOR - CALIFORNIA
STEEL SUPPLY & DISTRIBUTION

APPROVED AS TO FORM
[Signature], 2012
CARMEN A. TRUTANICH, City Attorney

By [Signature]
STEVEN Y. OTERA, Deputy

SYO/jrs
05/02/12