

THIRD AMENDMENT TO OFFICE SPACE LEASE

This Third Amendment (“Third Amendment”) to Office Space Lease is made and entered into as of the date stated on City’s signature page, by and between the **CITY AND COUNTY OF DENVER**, a municipal corporation of the State of Colorado, by and on behalf of its Department of Aviation (“**City**”), and **PROSPECT INTERNATIONAL AIRPORT SERVICES INC.**, a Nevada corporation authorized to conduct business in the State of Colorado (“**Prospect**”) (collectively “**Parties**”).

WITNESSETH:

WHEREAS, City owns, operates, and maintains Denver International Airport (“**DEN**”);
and

WHEREAS, Prospect provides certain services for air carrier operating out of DEN; and

WHEREAS, the Parties entered into an Office Space lease (Contract Control # 201309825) dated October 15, 2013, a First Amendment dated June 22, 2014, and a Second Amendment September 9, 2015, (collectively the “Existing Agreement”); and

WHEREAS, the Existing Agreement expires on December 31, 2016 and the Parties wish to extend the Existing Agreement an additional five (5) years; and

WHEREAS, the Parties desire to amend the Existing Agreement by adding square feet to its Concourse A Office space and relocating existing Office Space to Concourse C and the Jeppesen Terminal of DEN to better support Prospects operations;

NOW, THEREFORE, for the foregoing reasons and for other good and valuable consideration, the Parties hereby agree to amend the Existing Agreement as follows:

1. All references in the Existing Agreement to “Manager” or “Manager of Aviation” are hereby deleted and replaced with “Chief Executive Officer” or “CEO” as the context may require. “Chief Executive Officer” or “CEO” means the Chief Executive Officer of the City’s Department of Aviation having jurisdiction over the management, operation, and control of DEN.
2. The Summary Page, hereby is amended by deleting and replacing the following information in the Office Location and Compensation, Performance Surety, and Term Sections:

OFFICE LOCATION and COMPENSATION						
Loc. #	Concourse/Terminal	Address	Sq. Ft.	Annual Comp. \$	Monthly Comp. \$	Reserved
1	Concourse C, Mezz. Level	R19-1-4-15-31	129.4	4658.40	388.20	
2	Concourse C, Mezz. Level	R19-1-4-15-32	121.0	4356.00	363.00	
3	Concourse A, Conc. Level	R17-2-3-15-17	478.4	17222.40	1435.20	
4	Concourse A, Apron Level	R17-2-2-15-42	506.4	18230.40	1519.20	
5	Concourse A, Apron Level	R17-2-2-E25-S5-4	151.55	5455.80	454.65	
6	Concourse A, Apron Level	R17-2-2-E23-N2-2	127.24	4,580.64	381.72	

- a. Performance Surety
 - i. \$27,251.82
 - b. Term
 - i. Effective Date: Date of Execution
 - ii. Expiration Date: Eight (8) years from the Effective Date
3. **Exhibit A**, *Office Space Plan*, hereby is amended by deleting Exhibit A and adding Exhibit A-4, A-5, A-C1, and A-C2 (totaling 529.19 sq. ft.) appended hereto, which is incorporated by reference as if fully set forth herein, with a corresponding adjustment to the rates and fee, and charges for this Office Space.
4. Except as amended herein, all provisions, terms and conditions of the Existing Agreement, incorporated herein by reference, are hereby revived, ratified, and shall remain in full force and effect as if fully set forth herein.
5. This Third Amendment shall not be or become effective or binding on City until approved by the Denver City Council, if required by the City's Charter, and fully executed by all signatories of the City and County of Denver. This First Amendment may be signed in two or more counterparts, each of which shall be deemed an original signature page and further may be signed electronically by the Parties in the manner specified by City.

[SIGNATURE PAGES FOLLOW]

Contract Control Number: PLANE-201309825-03

Contractor Name: Prospect International Airport Services, Inc.

By: _____

Name: Vicki L. Strobel
(please print)

Title: President & CEO
(please print)

ATTEST: [if required]

By: _____

Name: _____
(please print)

Title: _____
(please print)



Contract Control Number:

IN WITNESS WHEREOF, the parties have set their hands and affixed their seals at
Denver, Colorado as of

SEAL

CITY AND COUNTY OF DENVER

ATTEST:

By_____

APPROVED AS TO FORM:

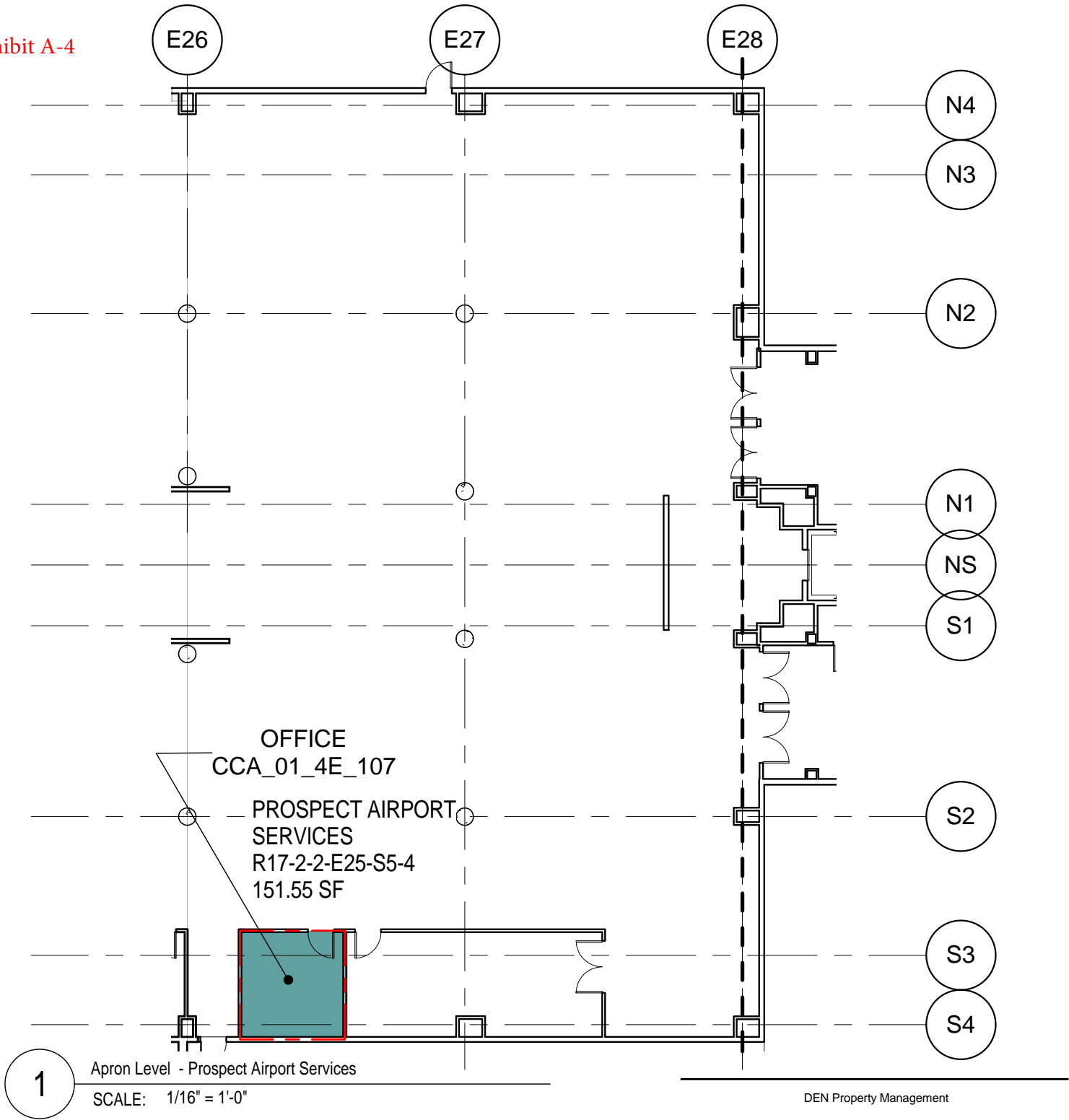
REGISTERED AND COUNTERSIGNED:

By_____

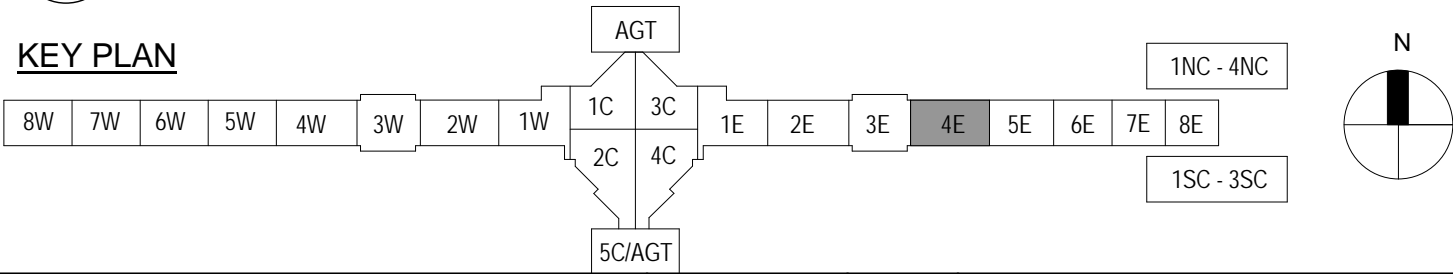
By_____

By_____





KEY PLAN



NOTE:
THIS EXHIBIT DEPICTS ONLY
APPROXIMATE DIMENSIONS AND
SQUARE FOOTAGE OF LEASED
AREA BASED UPON PLANNING DATA
AND IS NOT INTENDED TO SHOW
DIMENSIONS FOR CONSTRUCTION
DETAILS.

TENANT LEASE LINE

NIC = NOT INCLUDED
(IN LEASE OR SQUARE FOOTAGE
CALC.)

SF = SQUARE FOOTAGE



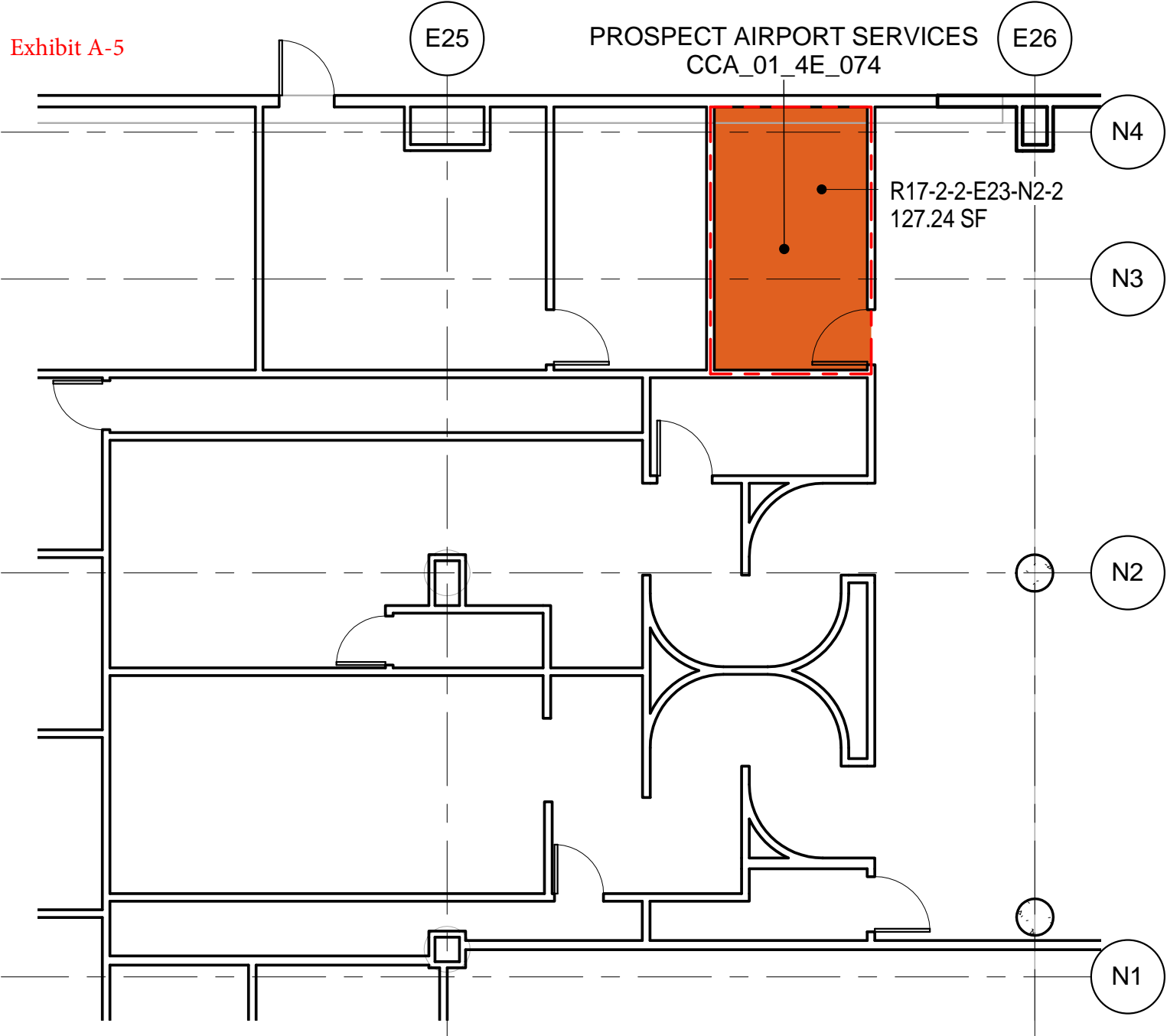
REVISED:

DENVER INTERNATIONAL AIRPORT

CONCOURSE A APRON LEVEL
PROSPECT AIRPORT SERVICES

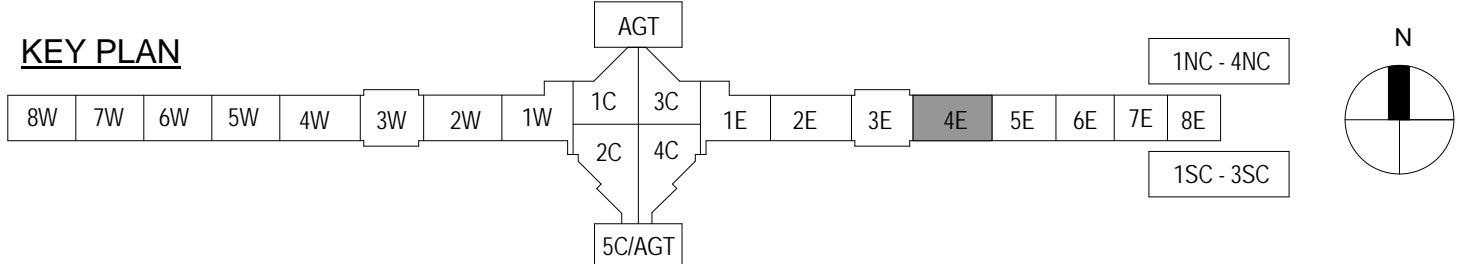
CC#: pros

DATE: 10/28/16



1 Apron Level
SCALE: 1/8" = 1'-0"

DEN Property Management

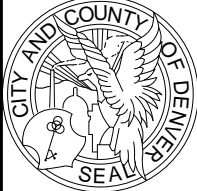


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APPROXIMATE DIMENSIONS AND
SQUARE FOOTAGE OF LEASED
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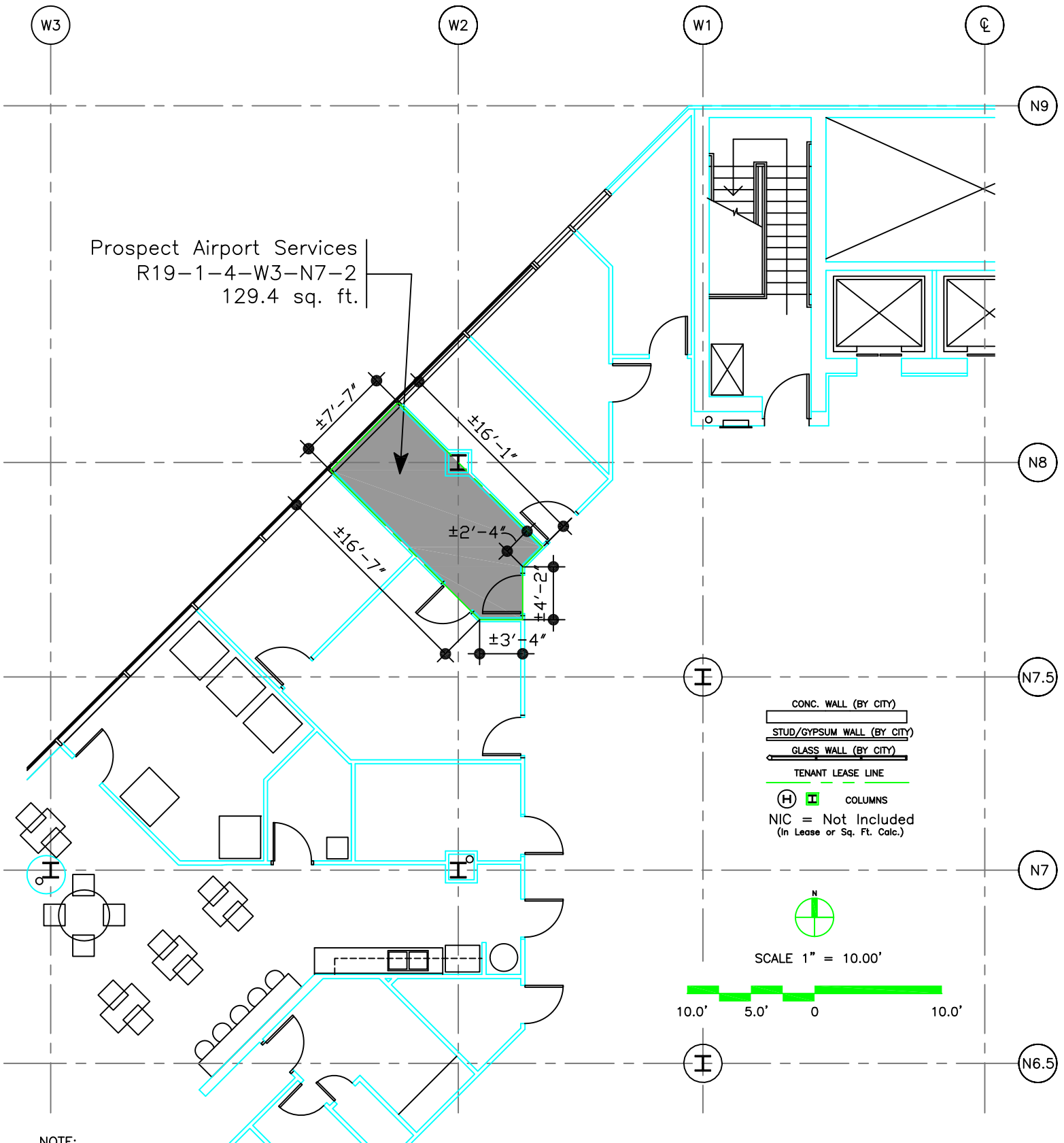
REVISED:

DENVER INTERNATIONAL AIRPORT

Concourse A Apron Level Prospect Airport Services

CC#: pros

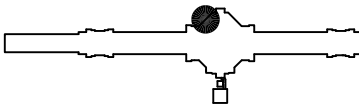

DATE: 10/28/16



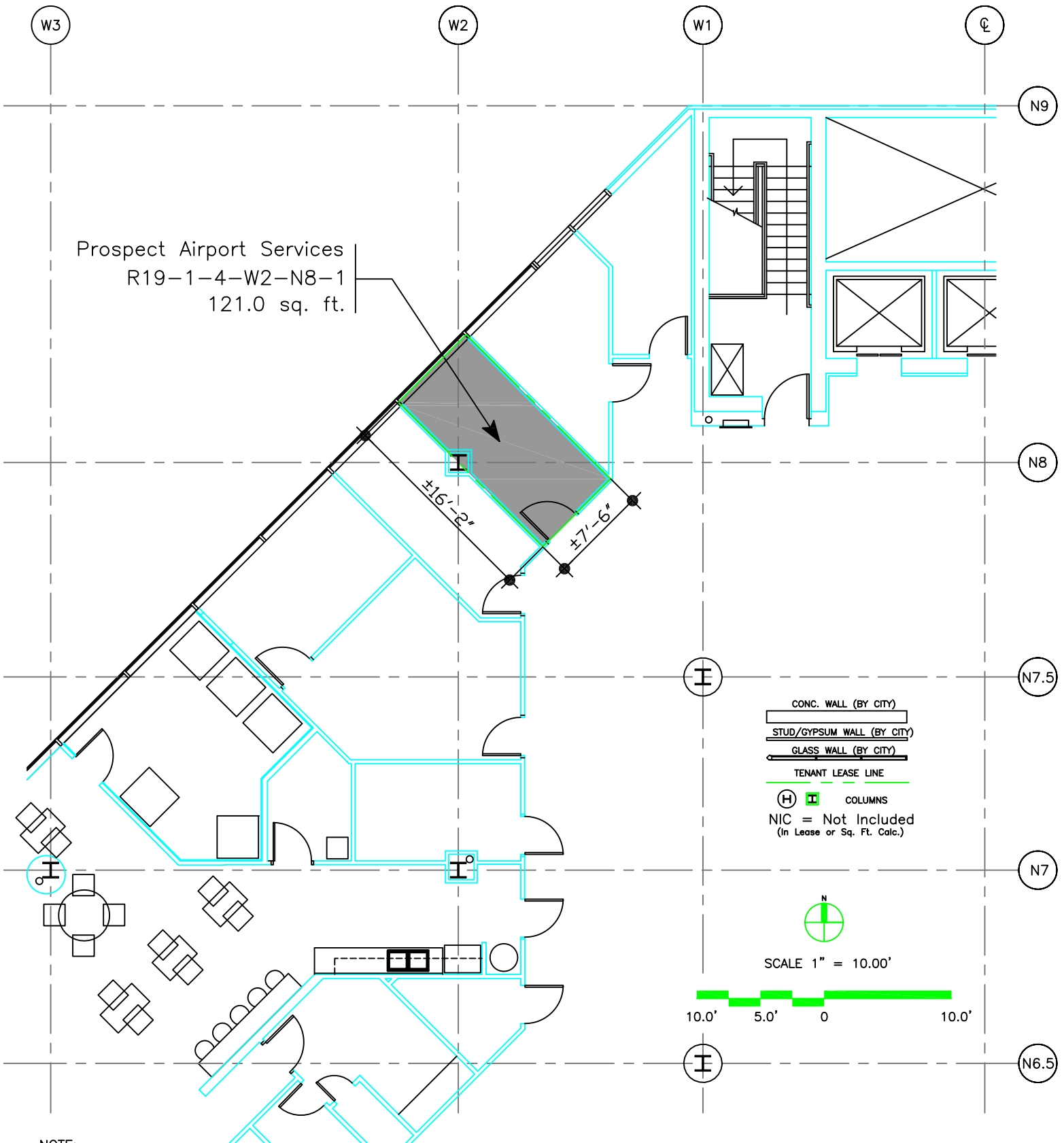
NOTE:

This exhibit depicts only approximate dimensions and square footage of leased area based upon planning data and is not intended to show dimensions for construction details.

DEN Property Management

 <p>KEY PLAN CONCOURSE C</p>		<p>REVISED</p>	<p>DENVER INTERNATIONAL AIRPORT</p> <p>EXHIBIT D</p> <p>Concourse C Mezz. Level</p> <p>Prospect Airport Services, Inc.</p> <p>CC#: pros</p> <p>DATE: 01/04/17</p>
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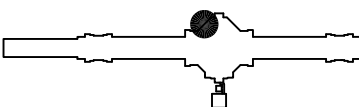

R19-1-4-15-31



NOTE:

This exhibit depicts only approximate dimensions and square footage of leased area based upon planning data and is not intended to show dimensions for construction details.

DEN Property Management

 <p>KEY PLAN CONCOURSE C</p>		<p>REVISED</p>	<p>DENVER INTERNATIONAL AIRPORT</p> <p>EXHIBIT A</p> <p>Concourse C Mezz. Level</p> <p>Prospect Intn'l Airport Services, Inc.</p> <p>CC#: pros</p> <p>DATE: 01/04/17</p>
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R19-1-4-15-32