FIRST AMENDMENT TO AGREEMENT

THIS FIRST AMENDMENT TO AGREEMENT is made and entered into by and between the CITY AND COUNTY OF DENVER, a municipal corporation of the State of Colorado ("City"), and PROSPECT INTERNATIONAL AIRPORT SERVICES, INC. ("Tenant") (jointly, the "Parties").

WITNESSETH

WHEREAS, the City owns and operates Denver International Airport ("DIA" or the "Airport");

WHEREAS, the Parties desire to amend the Agreement to increase the amount of office space to support Tenant's operations; and

NOW THEREFORE, for and in consideration of the premises and other good and valuable consideration, the parties hereto agree as follows:

- 1. The Summary Page attached to the Agreement hereby is amended by deleting it entirely and replacing it with the Summary Page appended hereto, which is incorporated by reference as if fully set forth herein.
- 2. The Exhibit A attached to the Agreement hereby is amended by deleting it entirely and replacing it with the Exhibit A appended hereto, which is incorporated by reference as if fully set forth herein.
- 3. Except as modified by this First Amendment, all of the terms and conditions of the Agreement shall remain in full force and effect.
 - 4. This First Amendment to the Agreement shall not be effective or binding on the City until approved and fully executed by all signatories of the City and County of Denver.

[END OF PAGE]

LEASE FOR OFFICE SPACE SUMMARY PAGE

This Summary Page, consisting of one page, is attached to and made a part of that certain Office Space Lease made and entered into as of the date stated on the signature page, between the City and County of Denver and the Tenant listed below.

TENANT: Name Prospect International Airport Services, Inc.

Address 2130 S. Wolf Rd.

City, State and Zip Des Plaines, Illinois 60018

Contact Larry Massaro

Trade Name

State of Incorporation Nevada

OFFICE LOCATION and COMPENSATION (Initial)							
					Monthly		
					Payment		
				(Initial or as	(Initial or as		
				provided in	provided in	Reserved	
Loca.			Square	Section	Section		
Num.	Concourse /Terminal	Address	Feet	5.01)	5.03A)		
1	Terminal, Level 5, Mod	R16-1-5-E4-N2-3	158.6	\$5,709.60	\$475.80		
	3, East						
2	Concourse C, Mezz	R19-1-4-W2-N8-1	121.0	\$4,360.00	\$363.33		
	Level						

COMPANION AGREEMENT(S): 201309825-00

PERFORMANCE SURETY \$5036.80

TERM:

Effective Date: Date of Execution

Expiration Date: Three (3) years from the Effective Date

RENT COMMENCEMENT DATE

The obligation to pay Rent commences on

the Effective Date.

INSURANCE POLICY AMOUNTS: See Exhibit C

DESCRIPTION OF EXHIBITS AND ADDENDA:

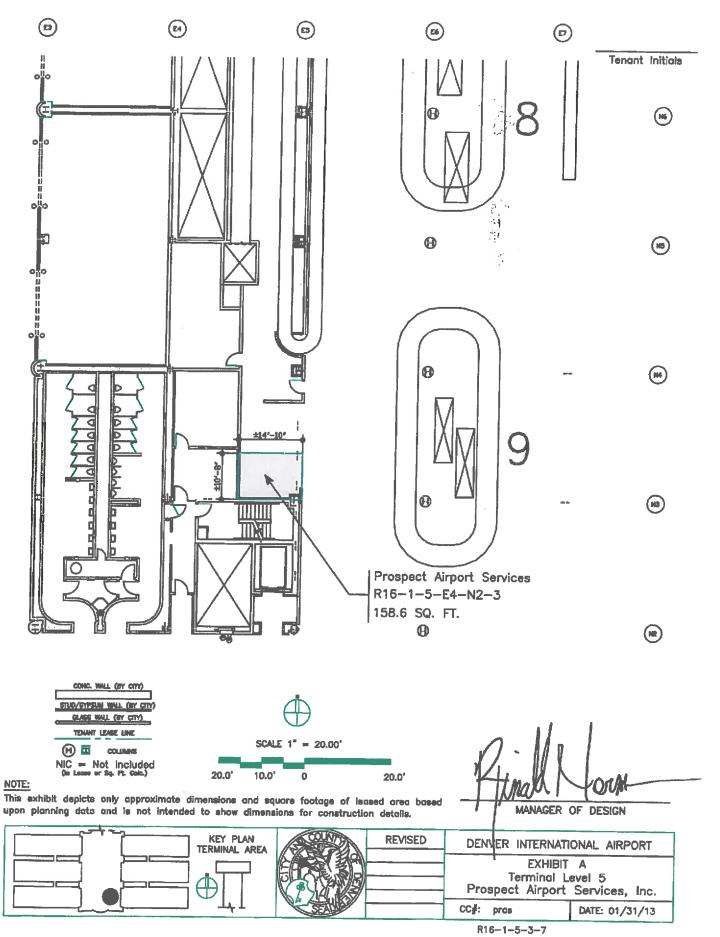
Exhibit A Office Space Plan Exhibit C Insurance Certificate

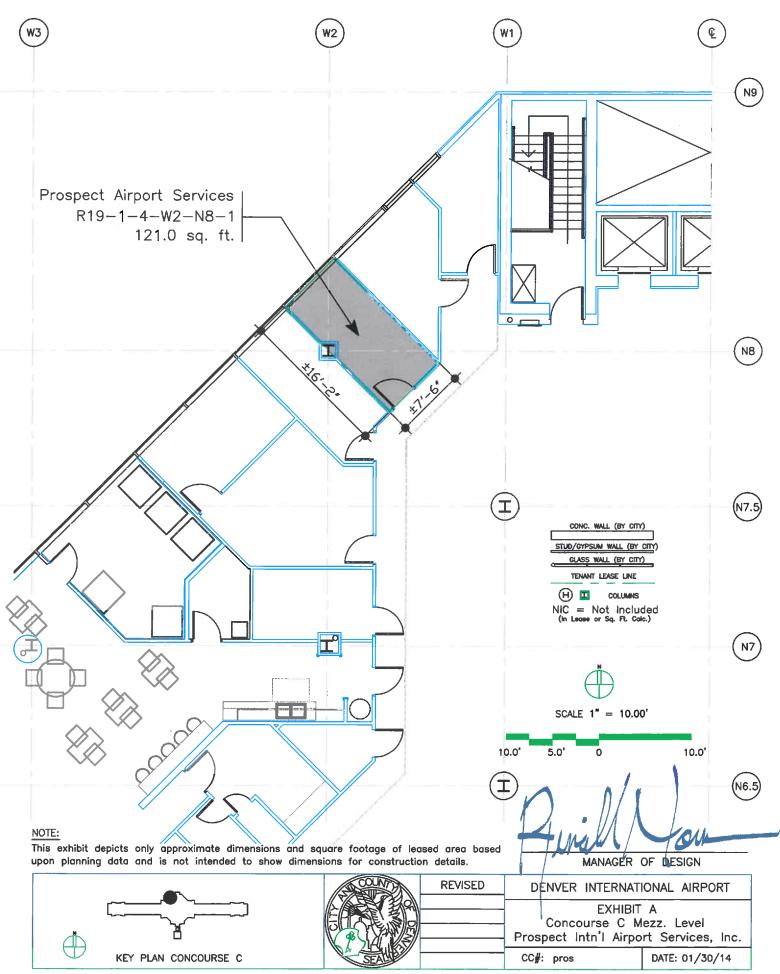
Exhibit X Provisions for Design and Construction of Improvements

Appendix 1 Standard Federal Assurances
Appendix 2 Standard Federal Assurances

Appendix 3 Nondiscrimination In Airport Employment Opportunities

Tenant's Initials





Contract Control Number:	PLANE-201309825-01
Contractor Name:	Prospect International Airport Services, Inc.
	By: My Stead
	Name: Vicki L. Strobel (please print)
	President Title:(please print)
	ATTEST: [if required]
	Ву:
	Name:(please print)
	Title:(please print)



Contract Control Number:					
IN WITNESS WHEREOF, the partie Denver, Colorado as of	es have set their hands and affixed their seals at				
SEAL	CITY AND COUNTY OF DENVER				
ATTEST:	By				
APPROVED AS TO FORM:	REGISTERED AND COUNTERSIGNED				
By	By				
	By				