

THIRD AMENDMENT TO THE AIRPORT USE AND LEASE AGREEMENT

THIS THIRD AMENDMENT TO THE AIRPORT USE AND LEASE AGREEMENT is made and entered into as of the date stated on the City's signature page below, by and between the **CITY AND COUNTY OF DENVER**, a municipal corporation of the State of Colorado, on behalf of its Department of Aviation ("**the City**") and **SPIRIT AIRLINES, INC.**, a corporation organized and existing under and by virtue of the laws of the State of Florida and authorized to do business in the State of Colorado ("**Airline**").

WITNESSETH

WHEREAS, the parties hereto entered into a certain Use and Lease Agreement, which was effective September 1, 2012, a First Amendment, dated December 21, 2016, and a Second Amendment, dated June 25, 2018, known by contract number 201207619, under which the Airline and the City agree to the terms of the Airline's use and lease of certain premises and facilities at the Airport (the "Existing Agreement"); and

WHEREAS, Airline has been provided new Demised Premises as a result of the Concourse C gate expansion project; and

WHEREAS, the City has adopted a new Minimum Wage Ordinance, which is designed to address the issue of wage equity and cost of living affordability in the City and County of Denver and requires payment of certain wages with respect to covered services of certain City contracts; and

WHEREAS, the Airline provides covered services pursuant to the new Minimum Wage Ordinance;

WHEREAS, the City is using a new contract management software system, and as a result, the contract number for this Agreement is being changed from 201207619 to 201951570;

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

1. The Exhibit C attached to the Agreement is hereby deleted and replaced by the Exhibit C attached to this Amendment; such attachment is incorporated into the Agreement by this reference.
2. The Exhibit D attached to the Agreement is hereby deleted and replaced by the Exhibit D attached to this Amendment; such attachment is incorporated into the Agreement by this reference.
3. The following is added to the Agreement as Section 10.25:

10.25. PAYMENT OF MINIMUM WAGE

2. Airline shall comply with, and agrees to be bound by, all requirements, conditions, and City determinations regarding the City's Minimum Wage Ordinance, Sections 20-82 through 20-84 D.R.M.C., including, but not limited to, the requirement that every covered worker shall be paid no less than the City Minimum Wage in accordance with the foregoing D.R.M.C. Sections. By executing this Agreement, Airline expressly acknowledges that Airline is aware of the requirements

of the City's Minimum Wage Ordinance and that any failure by Airline, or any other individual or entity acting subject to this Agreement, to strictly comply with the foregoing D.R.M.C. Sections shall result in the penalties and other remedies authorized therein.

3. Except as otherwise provided herein, all of the terms, provisions, and conditions of the Existing Agreement shall remain in full force and effect as though set out in full here and are hereby ratified and reaffirmed.

4. This Third Amendment to the Agreement shall not become effective or binding on the City until it is approved by the City Council if so required by the City's Charter, and it is fully executed by all signatories of the City and County of Denver.

[SIGNATURE PAGES AND EXHIBIT FOLLOW]

Contract Control Number: PLANE-201951570-03/Alfresco 201207619-03
Contractor Name: SPIRIT AIRLINES INC

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:

Attorney for the City and County of Denver

By:

By:

By:

Contract Control Number:
Contractor Name:

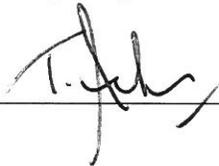
PLANE-201951570-03/Alfredo 201207619-03
SPIRIT AIRLINES INC

By:  _____

Name: Michael Byrom
(please print)

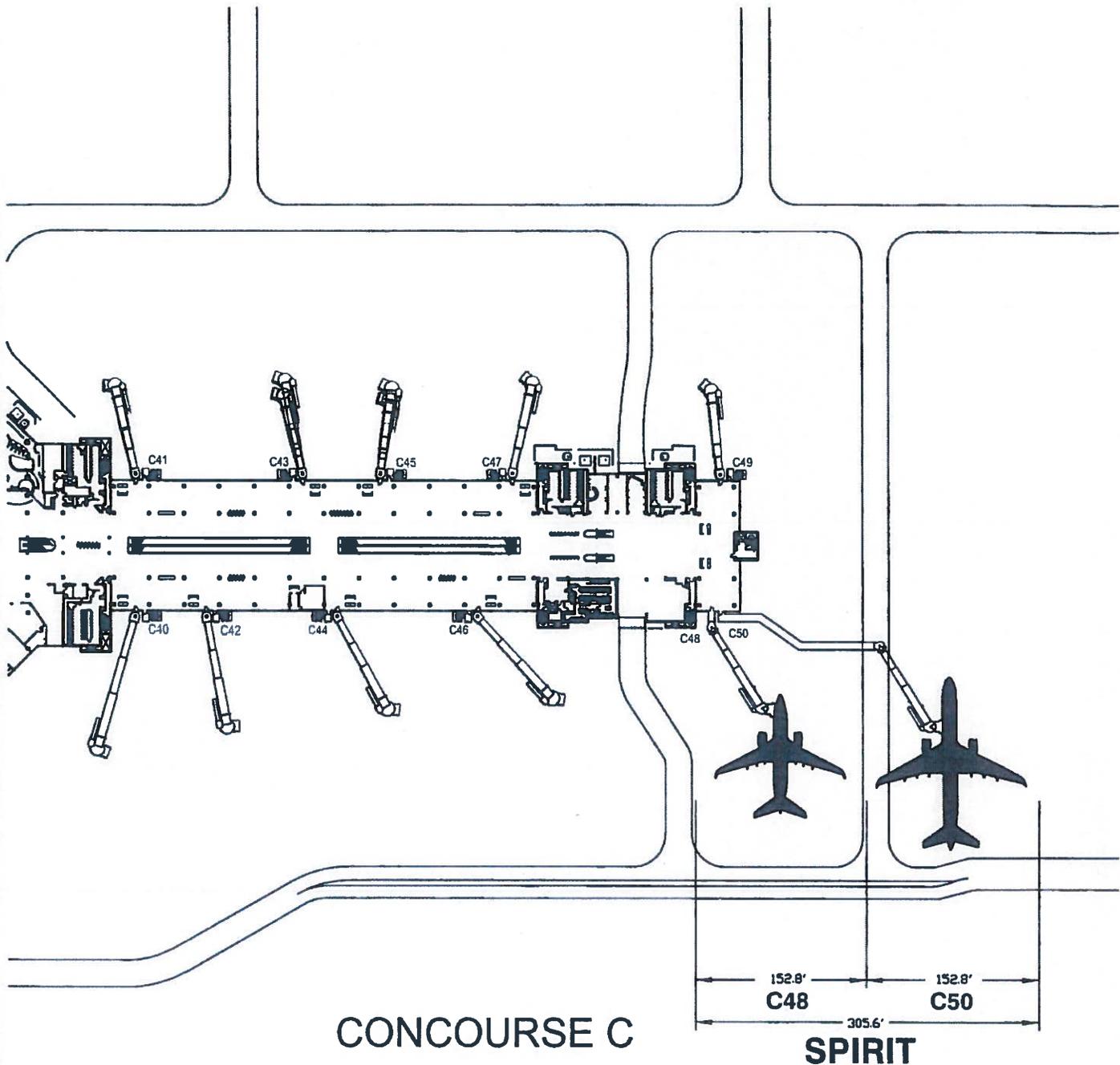
Title: Vice President, Airport Services
(please print)

ATTEST: [if required]

By:  _____

Name: Tim R. Archer
(please print)

Title: Senior Manager - Airport Services
(please print)



PREFERENTIAL AIRCRAFT
PARKING POSITIONS



SCALE 1" = 120.00'



NOTE:

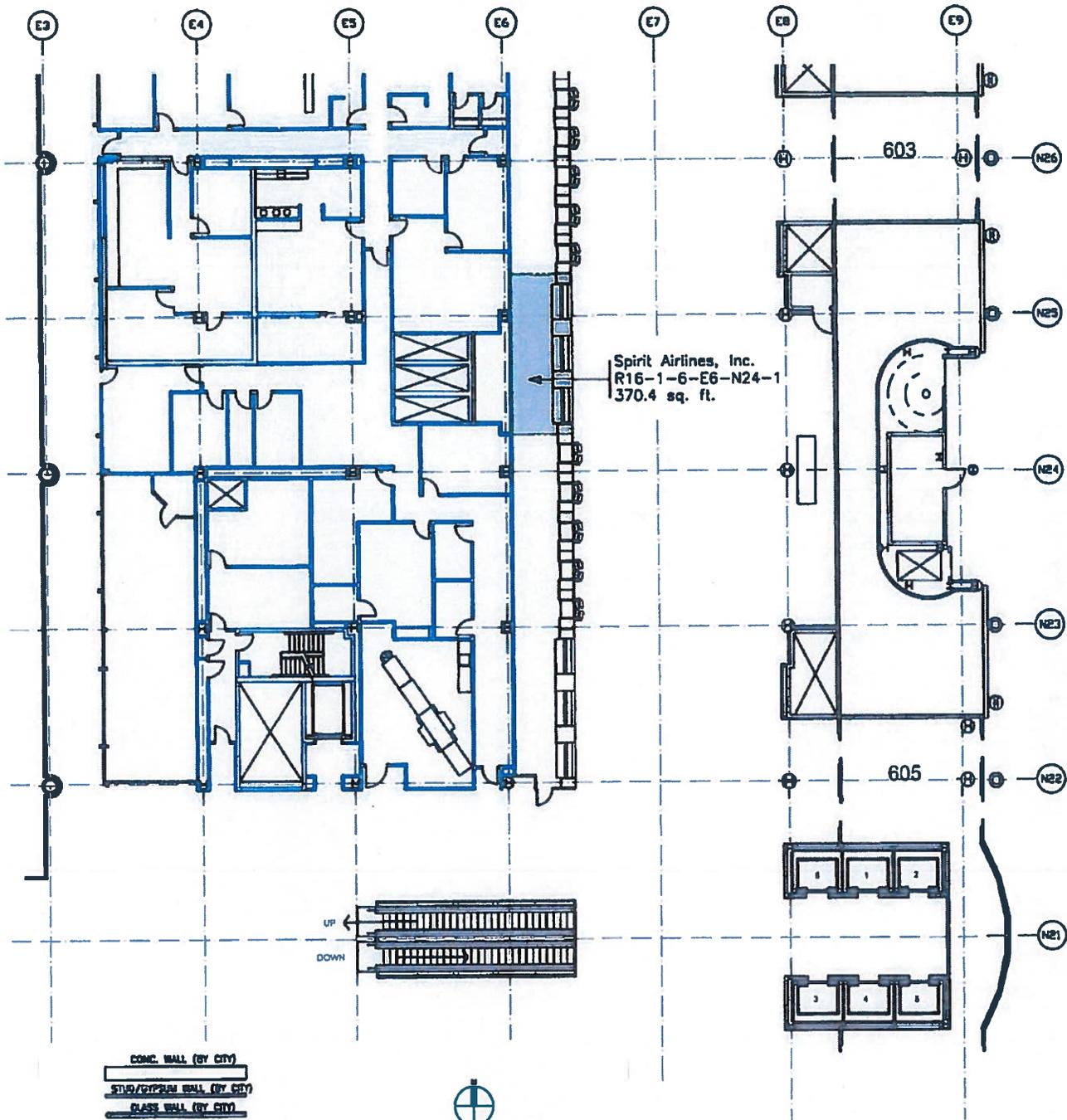
This exhibit depicts only approximate dimensions and square footage of leased area based upon planning data and is not intended to show dimensions for construction details.

DEN Property Management

<p>KEY PLAN CONCOURSE C</p>		REVISED	DENVER INTERNATIONAL AIRPORT	
			EXHIBIT C Spirit Airlines Gate Location	
		CC#: spir	DATE: 09/12/17	

AC-PKG-SPIRIT-C3

June 1, 2016 through End of Term



CONC. WALL (BY CITY)
 STUO/GYPSUM WALL (BY CITY)
 GLASS WALL (BY CITY)
 TENANT LEASE LINE
 (H) (S) COLUMNS
 NIC = Not Included
 (in Lease or Sq. Ft. Calc.)

SCALE 1" = 25.00'
 25.0' 12.5' 0 25.0'

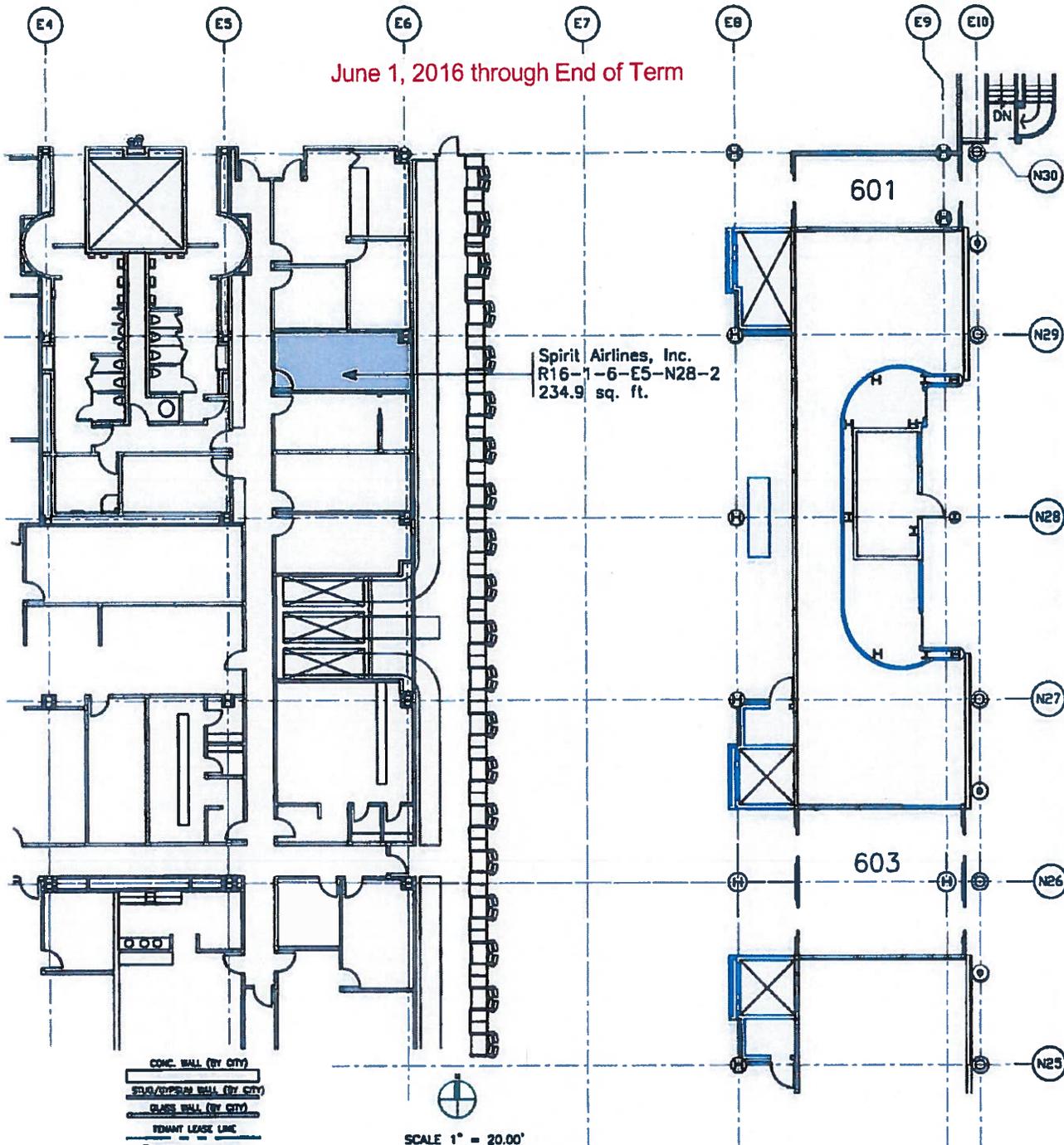
NOTE:
 This exhibit depicts only approximate dimensions and square footage of leased area based upon planning data and is not intended to show dimensions for construction details.

DEN Property Management

	KEY PLAN TERMINAL AREA		REVISED	DENVER INTERNATIONAL AIRPORT	
				EXHIBIT D Terminal Level 6 Spirit Airlines, Inc.	
			CC#: spir	DATE: 04/15/16	

R16-1-6-15-145

June 1, 2016 through End of Term



NOTE:

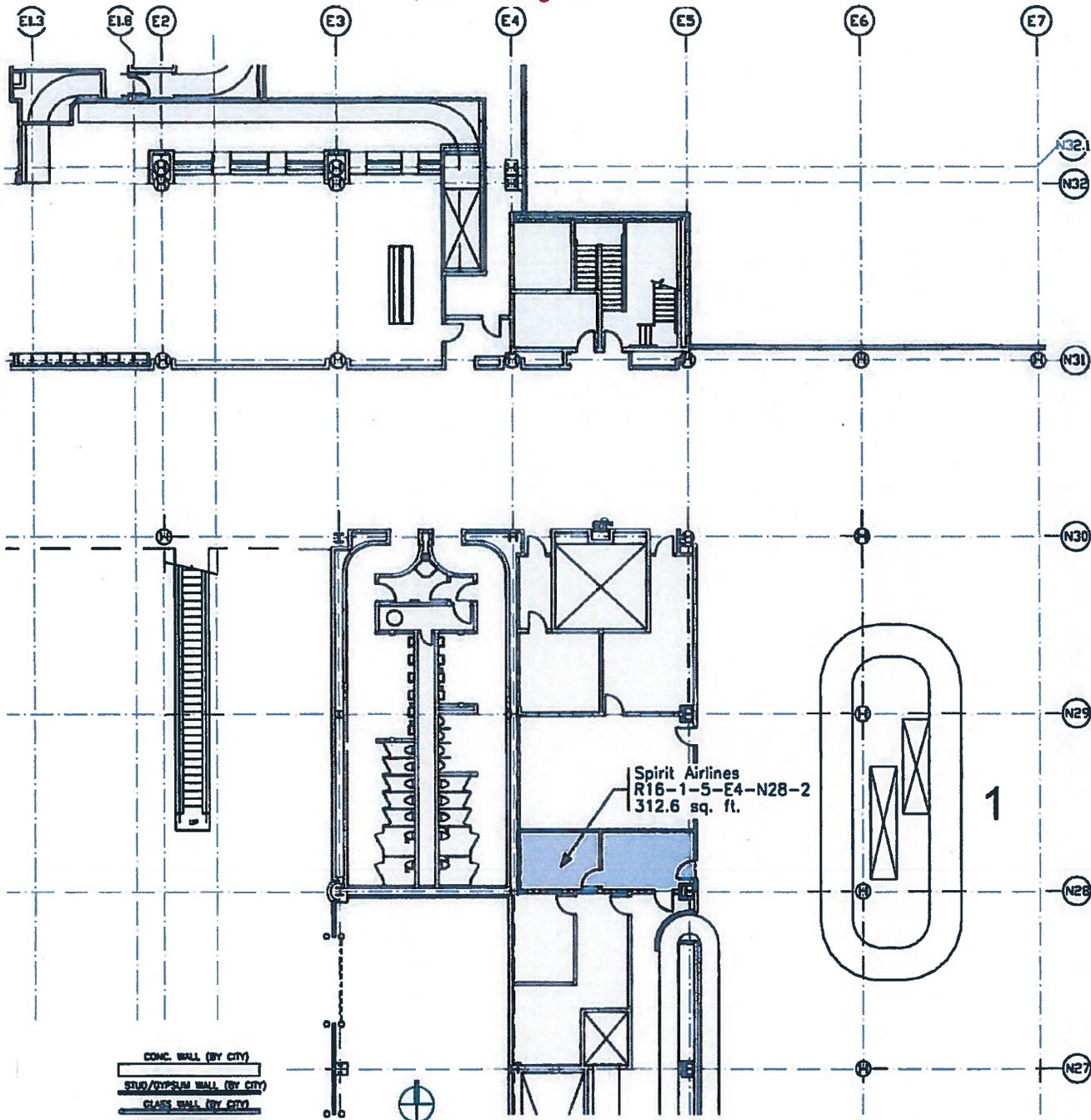
This exhibit depicts only approximate dimensions and square footage of leased area based upon planning data and is not intended to show dimensions for construction details.

DEN Property Management

	<p>KEY PLAN TERMINAL AREA</p>		REVISED	DENVER INTERNATIONAL AIRPORT	
				<p>EXHIBIT D Terminal Level 6 Spirit Airlines, Inc.</p>	
			CC#: spir	DATE: 04/15/16	

R16-1-6-15-144

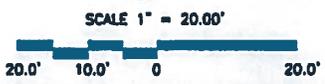
June 1, 2016 through End of Term



CONC. WALL (BY CITY)
 STUO/GYPSUM WALL (BY CITY)
 GLASS WALL (BY CITY)
 TENANT LEASE LINE

(H) (S) COLUMNS

NIC = Not Included
 (In Lease or Sq. Ft. Calc.)



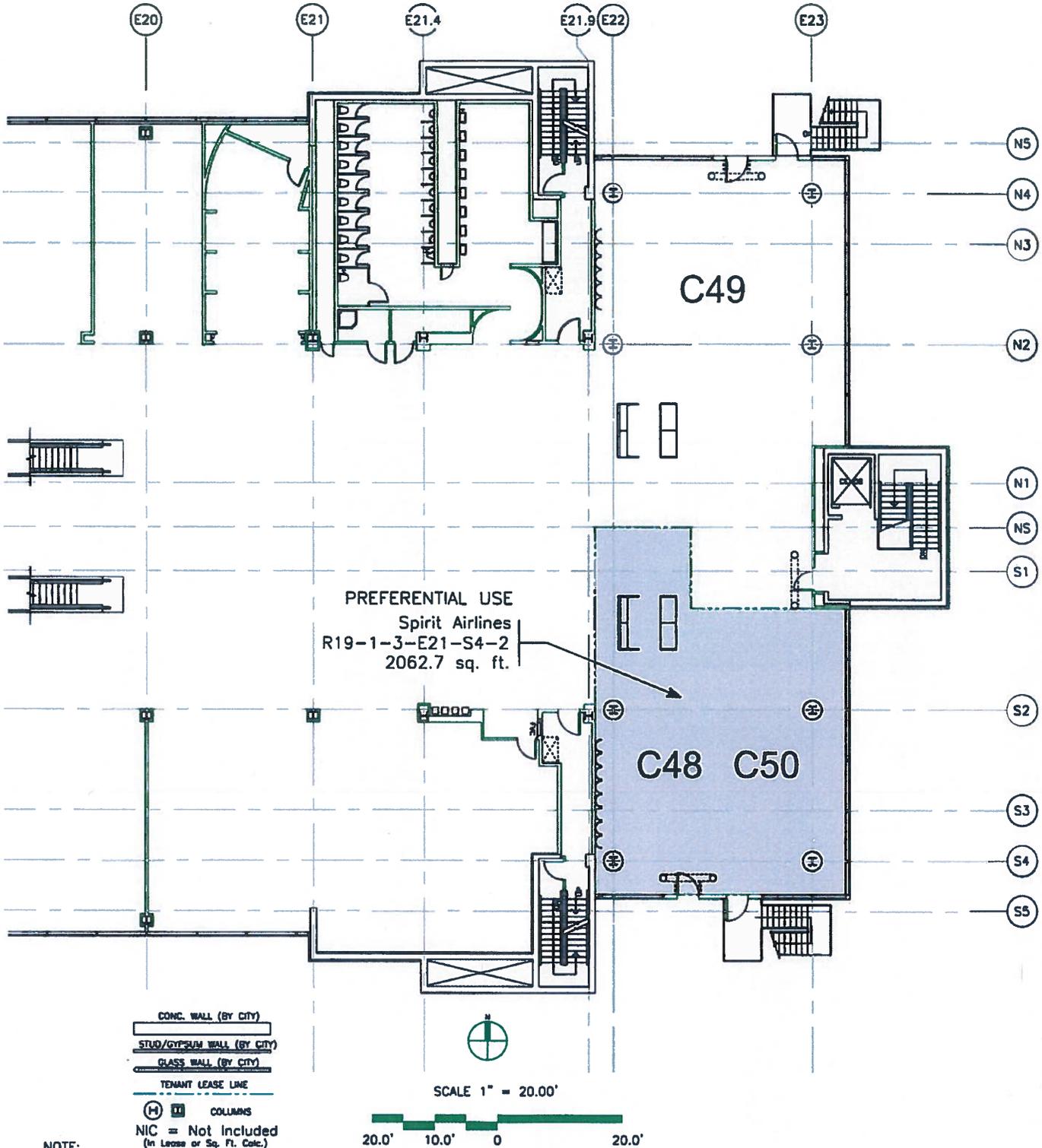
NOTE: This exhibit depicts only approximate dimensions and square footage of leased area based upon planning data and is not intended to show dimensions for construction details.

DEN Property Management

<p>KEY PLAN TERMINAL AREA</p>		REVISED	DENVER INTERNATIONAL AIRPORT	
			EXHIBIT D Terminal Level 5 Spirit Airlines, Inc.	
		CC#: spir	DATE: 04/18/16	

R16-1-5-15-12

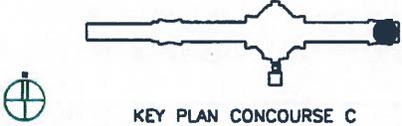
9/12/2017 through end of term



NOTE:

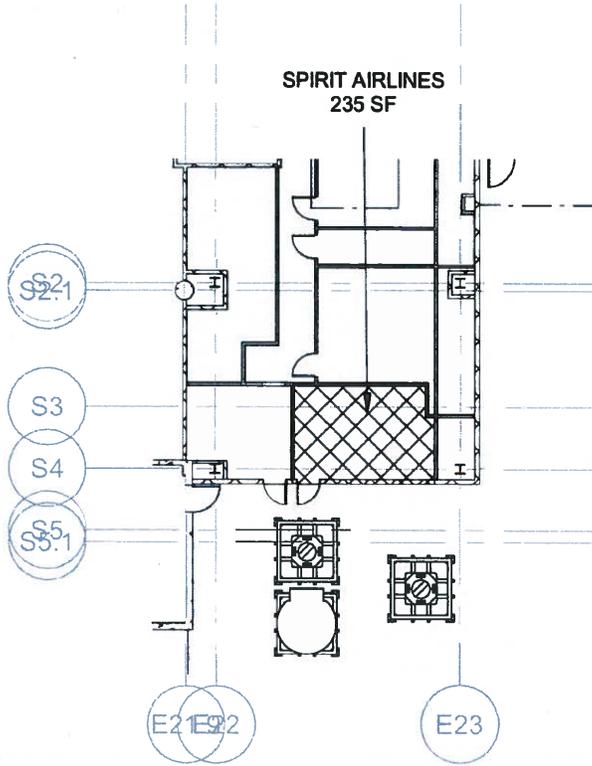
This exhibit depicts only approximate dimensions and square footage of leased area based upon planning data and is not intended to show dimensions for construction details.

DEN Property Management

 <p>KEY PLAN CONCOURSE C</p>		REVISED	DENVER INTERNATIONAL AIRPORT	
			EXHIBIT D Concourse C Conc. Level Spirit Airlines	
		CC#: spir	DATE: 09/14/17	

R19-1-3-15-25

**SPIRIT AIRLINES
235 SF**

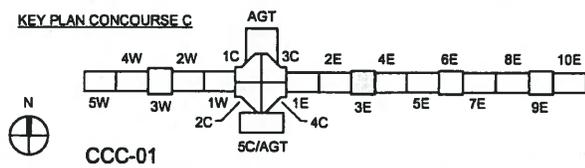


SCALE: 1" = 20'-0"

NOTE: THIS EXHIBIT SHOWS DIMENSIONS AND SQUARE FOOTAGE OF LEASED AREA BASED UPON PLANNING DATA AND IS NOT INTENDED TO DEPICT DIMENSIONS FOR CONSTRUCTION DETAILS. IT IS THE RESPONSIBILITY OF THE LEASEE TO FIELD VERIFY EXISTING CONDITIONS. ADDITIONALLY, IT IS THE RESPONSIBILITY OF THE LEASEE AND DESIGNERS OF RECORD TO FOLLOW ALL APPLICABLE BUILDING CODES AND REQUIREMENTS.

DEN Planning and Design

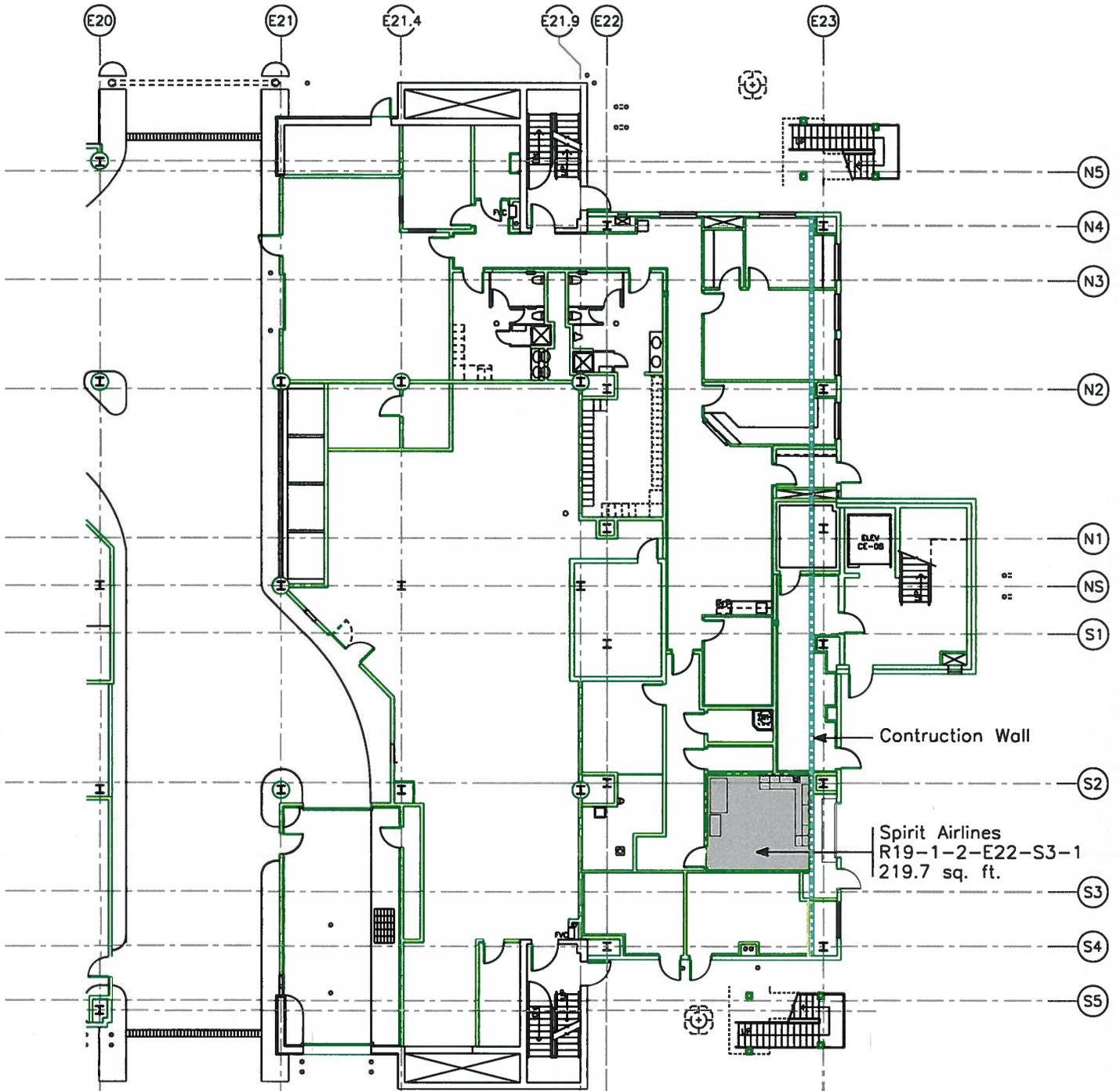
KEY PLAN CONCOURSE C



CCC-01



DENVER INTERNATIONAL AIRPORT	
EXHIBIT	
SPIRIT AIRLINES	
CC#:	DATE: 08/20/19



CONC. WALL (BY CITY)
 STUD/GYPSUM WALL (BY CITY)
 GLASS WALL (BY CITY)
 TENANT LEASE LINE



SCALE 1" = 20.00'



(H) (C) COLUMNS
 NIC = Not Included
 (In Lease or Sq. Ft. Calc.)

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

 KEY PLAN CONCOURSE C		REVISED	DENVER INTERNATIONAL AIRPORT	
			EXHIBIT D Concourse C Apron Level Spirit Airlines	
		CC#: spir	DATE: 06/25/19	

R19-1-2-15-83