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SECOND AMENDMENT TO REVOCABLE PERMIT NO. 29256  
**29256**

THIS SECOND AMENDMENT TO REVOCABLE PERMIT NO. 29256 is made and entered, in duplicate, as of February 28, 2007, for reference purposes only, pursuant to a minute order adopted by the City Council of the City of Long Beach at its meeting on January 18, 2005, by and between CATALINA CLASSIC CRUISES, INC., a California corporation ("Permittee"), whose address is 2420 Shelter Island Drive, San Diego, California 92106, and the CITY OF LONG BEACH, a municipal corporation ("City").

WHEREAS, the City issued Revocable Permit No. 29256 (the "Permit") authorizing Permittee to use and occupy certain premises at 322 Golden Shore in the City of Long Beach; and

WHEREAS, the parties executed the First Amendment to Revocable Permit No. 29256 extending the Term through February 28, 2007; and

WHEREAS, the parties desire to extend the term of the Permit;

NOW, THEREFORE, in consideration of the mutual terms and conditions in the Permit, the parties agree as follows:

1. The term of the Permit is hereby extended so that the Permit will remain in effect through February 28, 2008.

2. Except as expressly amended herein, all of the terms and conditions of the Permit are ratified and confirmed and shall remain in full force and effect.

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IN WITNESS WHEREOF, the parties have caused this document to be duly executed with all formalities required by law as of the date first stated above.

"Permittee"

CATALINA CLASSIC CRUISES, INC.

MAR 9, 2007

By: [Signature]

Title: SECRETARY

By: [Signature]

Title: GENERAL MANAGER

"City"

CITY OF LONG BEACH, a municipal corporation

4/26, 2007

By: [Signature]  
City Manager

**ASSISTANT**  
**APPROVED PURSUANT**  
**TO SECTION 301**  
**OF THE CITY CHARTER.**

This First Amendment to Revocable Permit No. 29256 is approved as to form on April 9, 2007.

ROBERT E. SHANNON, City Attorney

By: [Signature]  
Principal Deputy

Robert E. Shannon  
City Attorney of Long Beach  
333 West Ocean Boulevard  
Long Beach, California 90802-4664  
Telephone (562) 570-2200