

SECOND AMENDMENT TO LEASE NO. 24271

24271

THIS SECOND AMENDMENT TO LEASE NO. 24271 is made and entered, in duplicate as of October 31, 2010, for reference purposes only, pursuant to an order of the City Council of the City of Long Beach at its meeting held on October 31, 1995, by and between FLIGHTSAFETY INTERNATIONAL INC., a New York corporation, ("Lessee"), and the CITY OF LONG BEACH, a California municipal corporation ("Lessor").

WHEREAS, Lessor authorized that certain Lease No. 24271 with Lessee dated October 31, 1995 (as amended, the "Lease"). Pursuant to the Lease, Lessee leases from Lessor certain property comprised of approximately 1.88 acres and more particularly described in the Lease ("Premises"); and

WHEREAS, the term of the Lease expires on October 31, 2010; and

WHEREAS, the parties wish to extend the term of the Lease pursuant to the exercise by Lessee of an extension option;

NOW, THEREFORE, in consideration of the mutual terms and conditions contained herein, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

1. Term. The term of the Lease shall be extended for a period of five (5) years beginning November 1, 2010 and shall terminate at midnight on October 31, 2015. Lessee shall have three (3) remaining options to extend in accordance with the Lease.

2. Rent. The rent to be paid under the Lease shall be adjusted in accordance with Section 5 of the Lease.

3. Except as amended herein, the terms and conditions of the Lease are ratified and confirmed and shall remain unchanged and in full force and effect.

OFFICE OF THE CITY ATTORNEY
ROBERT E. SHANNON, City Attorney
333 West Ocean Boulevard, 11th Floor
Long Beach, CA 90802-4664

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

3 FLIGHTSAFETY INTERNATIONAL INC.,
4 a New York corporation

5 Nov. 15, 2010

6 By: _____
7 Name: _____
8 Title: _____

9 By: Thomas A. Eff
10 Name: Thomas A. Eff
11 Title: Vice President, General Counsel
12 & Secretary

13 CITY OF LONG BEACH

14 12/11/10, 2010

15 By: [Signature]
16 City Manager

17 This Amendment to Lease No. 24271 is approved as to form on
18 November 30, 2010.

19 ROBERT E. SHANNON, City Attorney

20 By: [Signature]
21 Deputy