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2  
3 FIFTH AMENDMENT TO LEASE NO. 19380

4 **19380**

5 THIS FIFTH AMENDMENT TO LEASE NO. 19380 (this "Amendment") is  
6 made and entered into in duplicate as of January 31, 2014, pursuant to minute order  
7 adopted by the City Council of the City of Long Beach at its meeting of April 3, 2012, by  
8 and between the CITY OF LONG BEACH, a municipal corporation ("City"), and THE  
9 BOEING COMPANY, a Delaware corporation ("Boeing"), successor by merger with  
10 MCDONNELL DOUGLAS CORPORATION, a Maryland corporation ("MDC").

11 A. City and MDC entered into that certain Long Beach Municipal Airport  
12 Master Ground Lease Agreement (Contract No. 19380) dated as of January 27, 1987,  
13 and amended the same pursuant to (i) a First Amendment to Lease dated January 25,  
14 1988, (ii) a Second Amendment to Lease dated April 4, 2007, (iii) a Third Amendment to  
15 Lease dated February 1, 2012, and (iv) a Fourth Amendment to Lease dated January 31,  
16 2013 (as amended, the "Lease").

17 B. City and Boeing desire to further amend the Lease by recognizing  
18 Boeing's exercise of one of its extension options provided for in the Lease.

19 NOW, THEREFORE, the City and Boeing agree as follows:

20 1. Term and Extension Options. Boeing hereby exercises one of its  
21 three remaining one (1) year extension options so that the term of the Lease is extended  
22 for an additional one (1) year period. The expiration date of the Lease shall be January  
23 31, 2015. Boeing shall have two (2) remaining one-year extension options and four (4)  
24 remaining five-year extension options.

25 2. Binding Effect, Estoppel. Except as amended by this Amendment,  
26 the Lease remains unchanged and in full force and effect. As of the date hereof, neither  
27 party is aware of any breach by the other party of the Lease nor is either party aware of  
28 any facts or circumstances which with the passage of time or the giving of notice, or both,  
would constitute a default under the Lease.

FILED  
RECORDED

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

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3. Entire Agreement, Counterparts. This Amendment constitutes the entire agreement between the parties with respect to the subject matter hereof, and may not be modified except in writing signed by both parties. This Amendment may be executed in counterparts, each of which when taken together shall constitute the entire agreement.

4. Effective Date. This Amendment shall be effective as of the date executed by City.

IN WITNESS WHEREOF, the parties hereto have executed this Fourth Amendment to Lease as of the day and year first above written.

THE BOEING COMPANY, a Delaware corporation, successor by merger with MCDONNELL DOUGLAS CORPORATION

Nov. 12, 2013

By [Signature] 11/12/13  
Authorized Signatory  
Frank Dispalatro

Type or Print Name

\_\_\_\_\_, 2013

By N/A  
Secretary  
N/A

Type or Print Name

"Boeing"

CITY OF LONG BEACH, a municipal corporation

11.16, 2013

By [Signature] Assistant City Manager  
City Manager

"City"

EXECUTED PURSUANT TO SECTION 301 OF THE CITY CHARTER.

The foregoing Fifth Amendment to Lease is approved as to form this \_\_\_\_\_ day of November 19, 2013.

CHARLES PARKIN, City Attorney

By [Signature]  
Richard F. Anthony, Deputy