

PACIFIC PLACE OFFICE LLC

c/o Jupiter Holdings LLC
24 Corporate Plaza, Suite 100
Newport Beach, CA 92660
(949) 706-8050

October 3, 2019

City of Long Beach
222 W. 6th Street, Suite 410 & Suite 480
San Pedro, California -90731

34494

Re: Lease dated December 28, 2016, as amended, between Pacific Place Office LLC, as Landlord, and the City of Long Beach, as Tenant, concerning premises designated as Suite Nos. 410 and 480 (the "**Premises**") within the Topaz office building located at 222 West Sixth Street, San Pedro, California.

Ladies and Gentlemen:

This letter shall constitute notice to you that the Premises have been acquired by, and the landlord's interest in your lease and your security deposit (if any) have been assigned to: **222 WEST SIXTH STREET, LLC**, a Delaware limited liability company ("**New Owner**"). In addition, New Owner has granted a security interest in the captioned lease and all rents, additional rent and all other monetary obligations to landlord thereunder (collectively, "**Rent**") in favor of **GP COMMERCIAL INVESTMENT CORP.**, a Delaware corporation, as lender (together with its successors and/or assigns, "**Lender**"), to secure certain of the New Owner's obligations to Lender. The undersigned hereby irrevocably instructs and authorizes you to disregard any and all previous notices sent to you in connection with Rent and hereafter to deliver all Rent to the following address:

Bank: Wells Fargo Bank, N.A.
Bank Address: San Francisco, CA 94105
ABA No.: 121000248
Account No.: 4517048336
Account Name: 222 West Sixth Street, LLC

The instructions set forth herein are irrevocable and are not subject to modification in any manner, except that Lender, or any successor lender so identified by Lender, may by written notice to you rescind the instructions contained herein.

[Signatures follow on next page]

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Sincerely,

PACIFIC PLACE OFFICE LLC,
a Delaware limited liability company

By: Jupiter B-II LLC,
a Delaware limited liability company
Its Member

By: Jupiter Advisors LLC,
a California limited liability company
Its Manager


By: 
Edmond F. St. Geme
Its Managing Member

ACKNOWLEDGMENT AND AGREEMENT

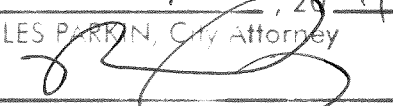
The undersigned acknowledges notice of the sale of the Premises and of the security interest of Lender and hereby confirms that the undersigned has received no notice of any other pledge or assignment of the Rent and will honor the above instructions. After signing below, please forward a copy of this letter to:

Bob Iannessa
Avison Young – Southern California, Ltd.
Topaz - San Pedro Waterfront Office
222 W. 6th Street – 3rd Floor, Suite 310
San Pedro, CA 90731

CITY OF LONG BEACH,
a municipal corporation

By: 
Name: _____
Its: EXECUTED PURSUANT
TO SECTION 301 OF
THE CITY CHARTER.

Dated as of: October 25, 2019

APPROVED AS TO FORM
10-15, 2019
CHARLES PARKIN, City Attorney
By: 
RICHARD ANTHONY
DEPUTY CITY ATTORNEY