

1 SECOND AMENDMENT TO SUBLEASE

2 26742

3 THIS SECOND AMENDMENT TO SUBLEASE (the "Second Amendment")
4 is entered into as of May 14, 2010, between THE CITY OF LONG
5 BEACH, CALIFORNIA, a municipal corporation and charter city ("City") and HTL
6 AUTOMOTIVE, INC. dba HOOMAN TOYOTA OF LONG BEACH, a California limited
7 liability company ("Owner").

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9 RECITALS

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11 A. City and Owner's predecessor-in-interest, Salta Pacific, LLC, entered
12 into that certain Sublease, (the "Sublease") dated as of February 24, 1998. Capitalized
13 terms when used herein shall have the same meanings ascribed to them in the
14 Agreement unless expressly defined otherwise herein.

15 B. Effective December 4, 2001, Salta Pacific, LLC sold all of its assets,
16 including the Toyota franchise, to Jentra, LLC.

17 C. On January 8, 2008, Jentra, LLC sold all of its assts, including the
18 Toyota franchise, to Owner.

19 D. The City and Owner now desire to amend the Sublease in order to
20 provide additional assistance to Owner.

21 THE PARTIES AGREE AS FOLLOWS:

22 1. Section 2.1 is hereby amended to read:

23 "2.1 Calculating of Rent. For a period commencing upon the
24 Commencement Date and terminating on the earlier of (i) the date upon
25 which the cumulative amount of the Rent, without interest, paid to Owner
26 exceeds the "Capital Investment Amount" as defined below, or (ii) the
27 fifteenth (15th) anniversary of the Commencement Date (the "Term"), City
28 shall pay Rent in amounts as provided in this Section 2.1.

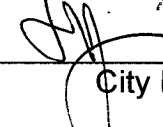
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5-14 _____, 2010


CITY OF LONG BEACH, a municipal corporation

By  _____
Assistant City Manager
EXECUTED PURSUANT
SECTION 301 OF
THE CITY CHARTER.

"City"

HTL AUTOMOTIVE, INC. dba HOOMAN TOYOTA OF LONG BEACH, a California limited liability company

4/26 _____, 2010


By  _____
President

"Owner"

This Second Amendment to Sublease is approved as to form on

5/3 _____, 2010.

ROBERT E. SHANNON, City Attorney

By  _____
Assistant