

**FIRST AMENDMENT TO SECOND AMENDED AND RESTATED LEASE
PARCELS N AND P
CHANNEL ISLANDS HARBOR**

THIS FIRST AMENDMENT TO LEASE is made and entered into by and between the County of Ventura, hereinafter called "County", and TBYCI, LLC, a California limited liability company, hereinafter called "Lessee".

WHEREAS, County entered into that certain Second Amended and Restated Lease by and between the County of Ventura and Lessee's predecessor in interest, WESCO Sales Corp. (Lease) on or about December 10, 2013, under which County leased an interest in real property commonly referred to as Parcels N and P; and

WHEREAS, the Lease was assigned to Lessee, on December 18, 2013; and

WHEREAS, it is now the desire of the parties to amend Attachment A to Exhibit D of the Lease, which describes the works of improvement to be done by Lessee in its Component A and Component B;

NOW, THEREFORE, it is hereby agreed by and between County and Lessee that:

1. Attachment A to Exhibit D to the Lease is hereby deleted in its entirety and replaced with Revised Attachment A to Exhibit D, which is attached hereto.

All other terms and conditions of said Lease, as previously amended, shall remain in full force and effect except as modified by this First Amendment to the Amended and Restated Lease.

Dated: October 20, 2015

LESSEE: TBYCI, LLC

By: _____

Gregory F. Schem, Manager

COUNTY OF VENTURA

By: _____

Kathy Long

Chair, Board of Supervisors

ATTEST: Michael Powers
Clerk of the Board of Supervisors
County of Ventura, State of California



By: _____

Deputy Clerk of the Board

Revised Attachment A to Exhibit D The Boatyard Channel Islands

Boatyard – Component A

1. Repave or resurface (with any resurfacing including grinding and overlay of asphalt or an overlay on an approved mat subsurface) damaged concrete or asphalt in boatyard work area as required for operation of boat repair facility.
2. Install multi-stage clarifier for treatment of storm water and non-storm water runoff in compliance with an updated SWPPP.
3. Rebuild existing Stiff Arm crane for dry storage operation including the replacement of motor and lift cable with new equipment.
4. Install new 75-ton Marine Travelift for operation on current ways.
5. Purchase mobile boom crane, forklift, and yard truck necessary for repair yard operations.
6. Renovate existing boat yard industrial building, including updated building systems, and roof replacement.
7. Install new fencing to County standards on top of existing CMU wall along Victoria Avenue or replace CMU wall with new fencing to County standards along the Boatyard.
8. Repair and repaint existing CMU wall along Victoria Avenue.
9. Extend utilities into the Boatyard such as may be required to operate a boatyard, including upgraded electrical service, compressed air, and water service.
10. Install security lighting subject to County or other agency approval related to regulations in adjacent areas.

Minimum Expenditure: \$1,250,000

Term for Improvements: 7.5 years

Dry Storage Yard – Component B

1. Repave, resurface (with any resurfacing including grinding and overlay of asphalt or an overlay on an approved mat subsurface), or install compacted gravel in place of damaged asphalt in dry storage area as required for operation of storage facility. Any resurfacing shall include grinding and overlay of asphalt, except where the Director agrees in writing that an alternate repair is acceptable.
2. Construct a new boat yard Service/Retail building at 3615 S. Victoria Avenue.
3. Construct new Restroom/Office building at 3821 S. Victoria Avenue.
4. Install pedestrian pathway to County standards as expressed in the Channel Islands Harbor Public Areas Plan and Design Guidelines, as may be amended from time to time,

along Victoria Avenue in front of the Boatyard and Dry Storage Yard, along with completed irrigation and landscaping along the Victoria Avenue frontage.

5. Extend utilities into the Dry Storage Yard such as may be required to operate a dry boat storage area, including electric and water service.
6. Install security lighting subject to County or other agency approval related to regulations in adjacent areas.
7. Install small boat wash down area with required non-storm water clarifier system in compliance with SWPPP.
8. Optional: Install new ways for 150-ton Marine Travelift.
9. Optional: Purchase 150-ton Marine Travelift.

Minimum Expenditure: \$1,250,000

Term for Improvements: 7.5 years