

**AMENDMENT ONE TO THE STC RETAIL PACKAGE 2
CONCESSION AGREEMENT**

THIS AMENDMENT ONE TO STC RETAIL PACKAGE 2 CONCESSION AGREEMENT ("Amendment One") is made and entered into as of the 22 day of November, 2021, by and between **THE GREATER ORLANDO AVIATION AUTHORITY ("Aviation Authority")** and **THE MARSHALL RETAIL GROUP, LLC ("Company")**.

WHEREAS, Company and Aviation Authority entered into that certain STC Retail Package 2 Concession Agreement, effective October 28, 2019 (the "**Agreement**"); and

WHEREAS, the Premises, as defined in Article 2.A.1 of the Agreement, is equal to Four Thousand Seven Hundred and Fifty (4,750) square feet of space; and

WHEREAS, due to the reduction in the STC Complex P1X South Concourse, Company is unable to construct the newsstand and gift shop concession located on the South Concourse; and

WHEREAS, an alternative location, Unit C, is available in the STC Palm Court that is substantially similar in size to the original space, at 1,496 square feet; and

WHEREAS, the concessionaire adjacent to Unit C has requested approval to forfeit approximately 1,122 square feet of its space and Company desires to have said forfeited space; and

WHEREAS, Company also desires to change the coffee brand at the newsstand with coffee location in the West Concourse and the newsstand with coffee location in the North Concourse; and

WHEREAS, Company and Aviation Authority desire to enter into this Amendment One to effectuate such changes.

NOW THEREFORE, in consideration of the mutual covenants and promises contained herein, the parties do hereby agree as follows:

1. **Definitions.** Article 1, of the Agreement, entitled "Definitions", is incorporated therein by reference, all other terms and phrases not otherwise amended or defined herein shall have the same meaning as defined in the Agreement.

2. **Modification of Exhibit A.** Exhibit A is hereby deleted and substituted with Exhibit A-1 attached hereto and made a part hereof. All references to "Exhibit A" shall be substituted with "Exhibit A-1".

3. **Modification of Article 2.A.1.** Article 2.A.1 entitled "Rights and Premises" is hereby deleted and substituted with the following:

The Aviation Authority hereby grants Company the non-exclusive right and privilege, and Company hereby assumes the obligation to rent, occupy, equip, furnish and maintain the facilities for the operation of one (1) newsstand, one (1) newsstand with coffee/bakery, one (1) newsstand with coffee, and one (1) newsstand and gift shop concession, in accordance with the provisions of this Agreement, consisting of approximately Six Thousand One Hundred Eighteen (6,118) square feet of sales and display space located on Level 2 in the South Terminal Complex (the "Premises") in the locations indicated on Exhibit "A-1" attached hereto and referenced below:

Location	Square Feet	Concept
Unit LS-A – Pre-Security	400	The Scoop
Unit P - West	1,100	Replenish with Illy Coffee
Unit R - North	2,000	Main Street Market with Einstein Bros. Bagels & Einstein's Private Label Coffee
Unit C – Palm Court	2,618	City Arts
Total Square Feet	6,118	

4. **Modification of Article 6.B.2.** Article 6.B.2 entitled "Improvements to be Constructed by Company" shall be modified as follows:

To ensure construction of a first class concession, Company agrees to expend not less than Four Million Six Hundred Twenty Eight Thousand Twenty Two and No/100 Dollars (\$4,628,022.00) in the Original Improvements of the Premises.

5. **Modification to Article 6.G.** Article 6.G entitled "Periodic Refurbishment of Premises" shall be modified as follows:

The Period Refurbishment expenditure estimated to be "Seven Hundred Twelve Thousand Five Hundred and No/100 Dollars (\$712,500.00)" shall be deleted and substituted with "Nine Hundred Seventeen Thousand Seven Hundred and No/100 Dollars (\$917,700.00)".

The monthly Concession Improvement Trust deposit of "Sixteen Thousand One Hundred Ninety-Three and 19/100 (\$16,193.19)" shall be deleted and substituted with "Twenty Thousand Eight Hundred Fifty Six and 82/100 Dollars (\$20,856.82)".

6. **Modification to Exhibit "B".** Exhibit "B" entitled "List of Merchandise" is modified to change the "Coffee & Baked Goods" portion of the Replenish and Main Street Market menus to "Illy and Einstein's Private Label Coffee" items respectively, with prices as approved by the Aviation Authority.

7. **Entire Agreement.** All terms not expressly defined herein shall have the same meanings as ascribed to them in the Agreement. This Amendment One sets forth the entire agreement between the parties with respect to the matters set forth herein. There have been no additional oral or written representations or agreements. Except as amended herein, all of the terms and provisions of the Agreement between the parties shall remain in full force and effect. In case of any inconsistency between the provisions of the Agreement and this Amendment One the latter shall govern and control.

[SIGNATURE PAGE TO FOLLOW]

[SPACE LEFT INTENTIONALLY BLANK]

IN WITNESS WHEREOF, the parties hereto have caused this Amendment One to be executed the day and year first above written.

ATTEST:

By: Boie Musselwhite
Board Services

Date: 11-22, 2021

GREATER ORLANDO AVIATION AUTHORITY

By: [Signature]
Phillip N. Brown, A.A.E.
Chief Executive Officer

Date: 11-22, 2021

APPROVED AS TO FORM AND LEGALITY
On the 22 day of November, 2021
For the use and reliance of the Greater Orlando
Aviation Authority, only.

By: [Signature]

ATTEST:

By: _____

Print Name: _____

Title: _____

Date: _____, 2021

THE MARSHALL RETAIL GROUP, LLC

By: [Signature]

Print Name: Roderick McOwan

Title: Chief Development Officer

Date: Oct 29th, 2021

**OR
TWO WITNESSES:**

By: Lauren Casa

Print Name: Lauren Casa

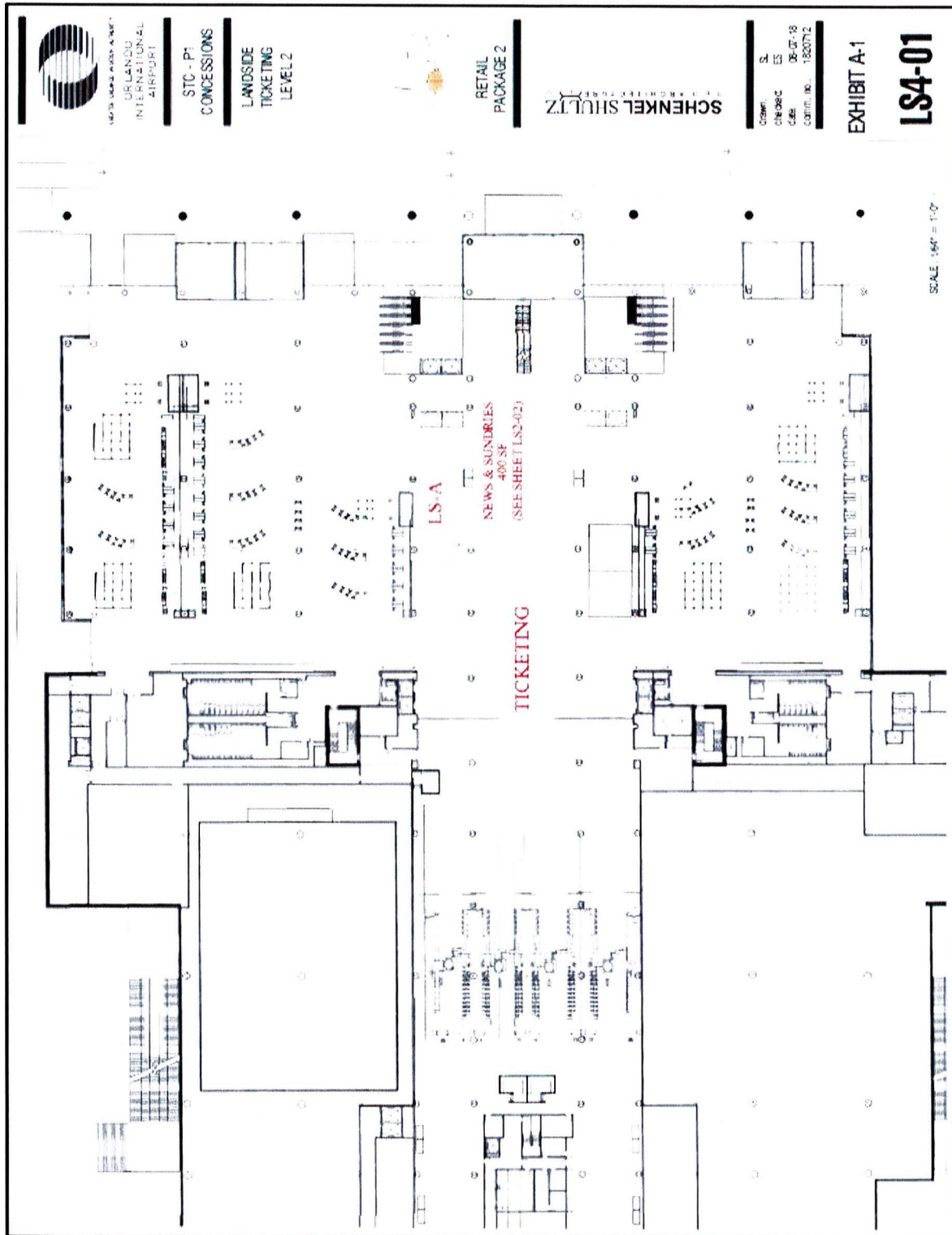
Date: Oct 29, 2021

By: Michael Collins

Print Name: Michael Collins

Date: Oct. 29, 2021

EXHIBIT "A-1"





ORLANDO
INTERNATIONAL
AIRPORT

STC - PT
CONCESSIONS

LANDSIDE
TICKETING
LEVEL 2



RETAIL
PACKAGE 2

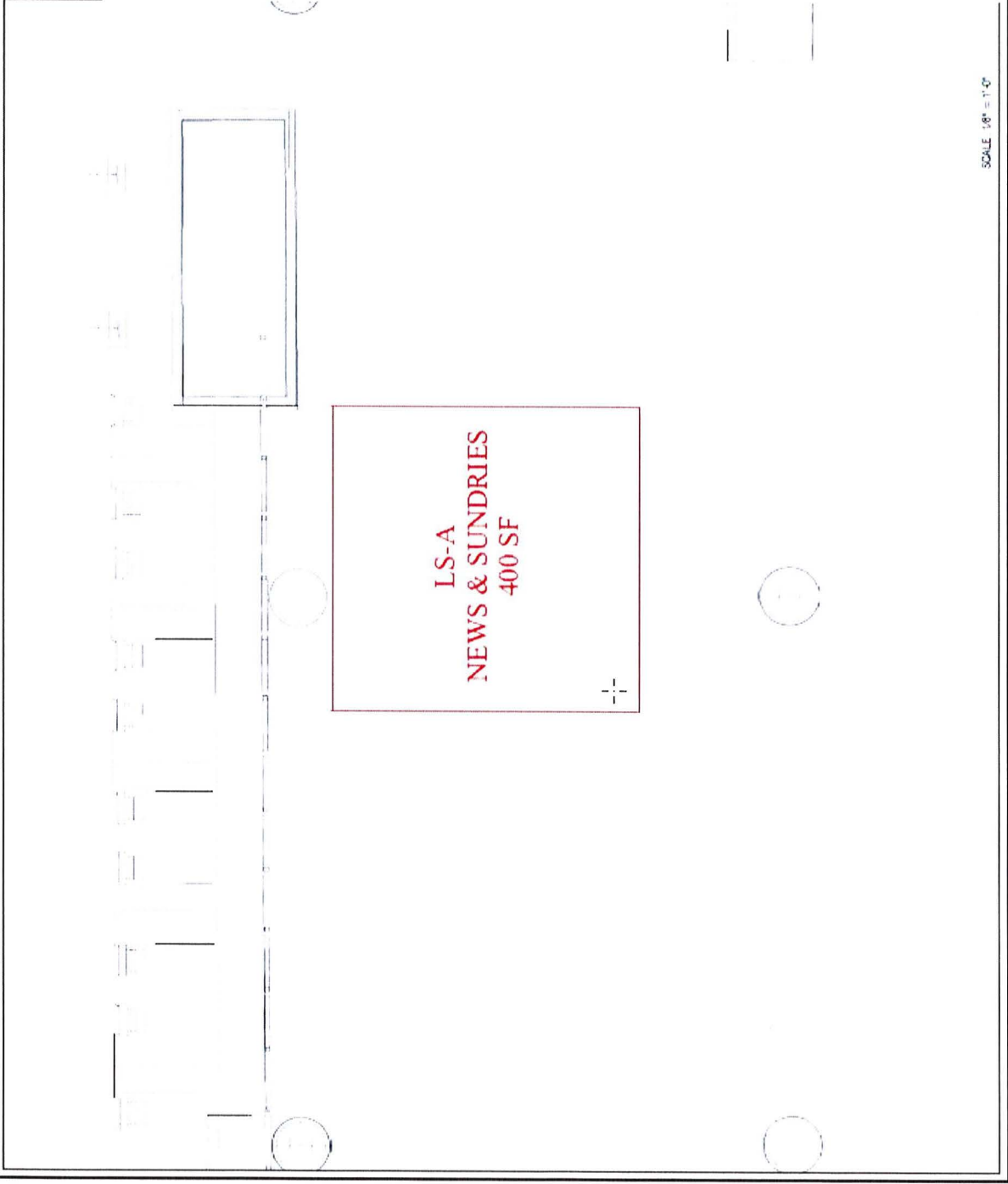
SCHENKEL SHULTZ
ARCHITECTS

DATE: 08-07-18
DRAWN BY: ES
CHECKED BY: ES
CONTRACT NO.: 1800712

EXHIBIT A-1

LS2-02

SCALE: 1/8" = 1'-0"





PORT AUTHORITY OF
NEW YORK AND NEW JERSEY
ORLANDO
INTERNATIONAL
AIRPORT

STC - P1
CONCESSIONS

AIRSIDE
WEST CONCOURSE
LEVEL 2



RETAIL
PACKAGE 2

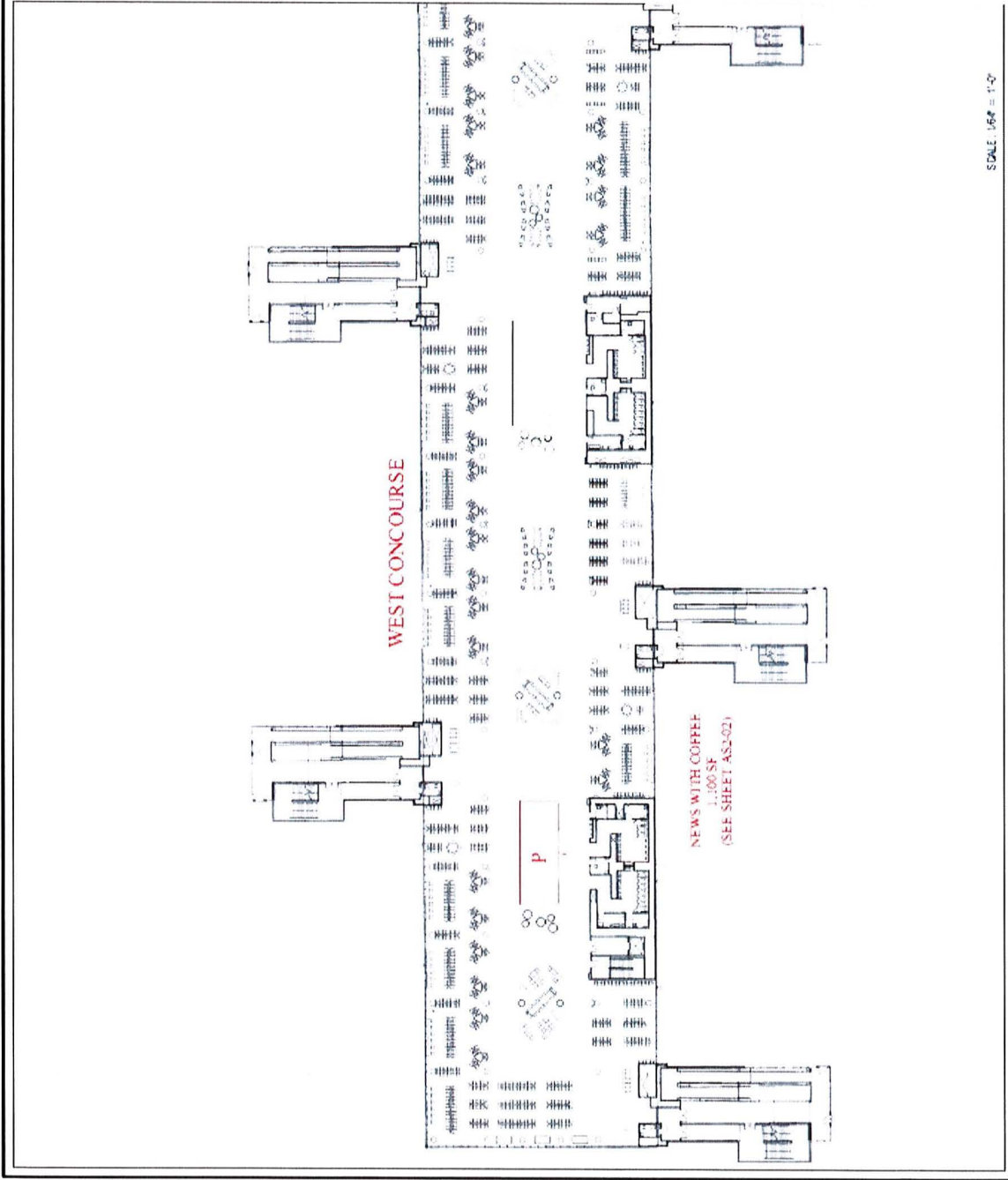
SCHENKEL SHULTZ
ARCHITECTS

Drawn: S
Checked: ES
Date: 06-07-18
Drawn: JG
Date: 06-07-18

EXHIBIT A-1

AS2-01

SCALE 1/8" = 1'-0"



STC - P1
CONCESSIONS

AIRSIDE
WEST CONCOURSE
LEVEL 2



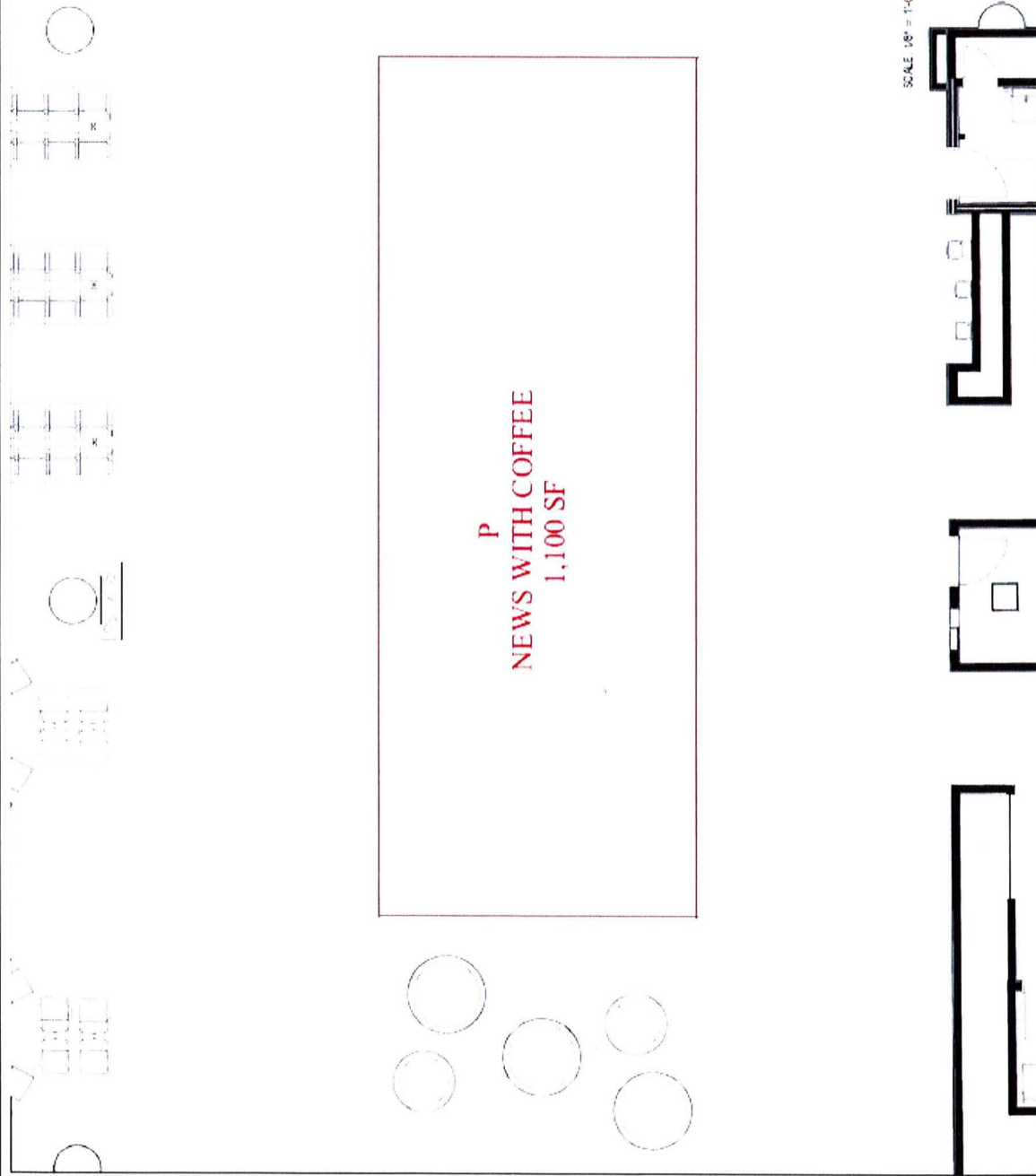
RETAIL
PACKAGE 2

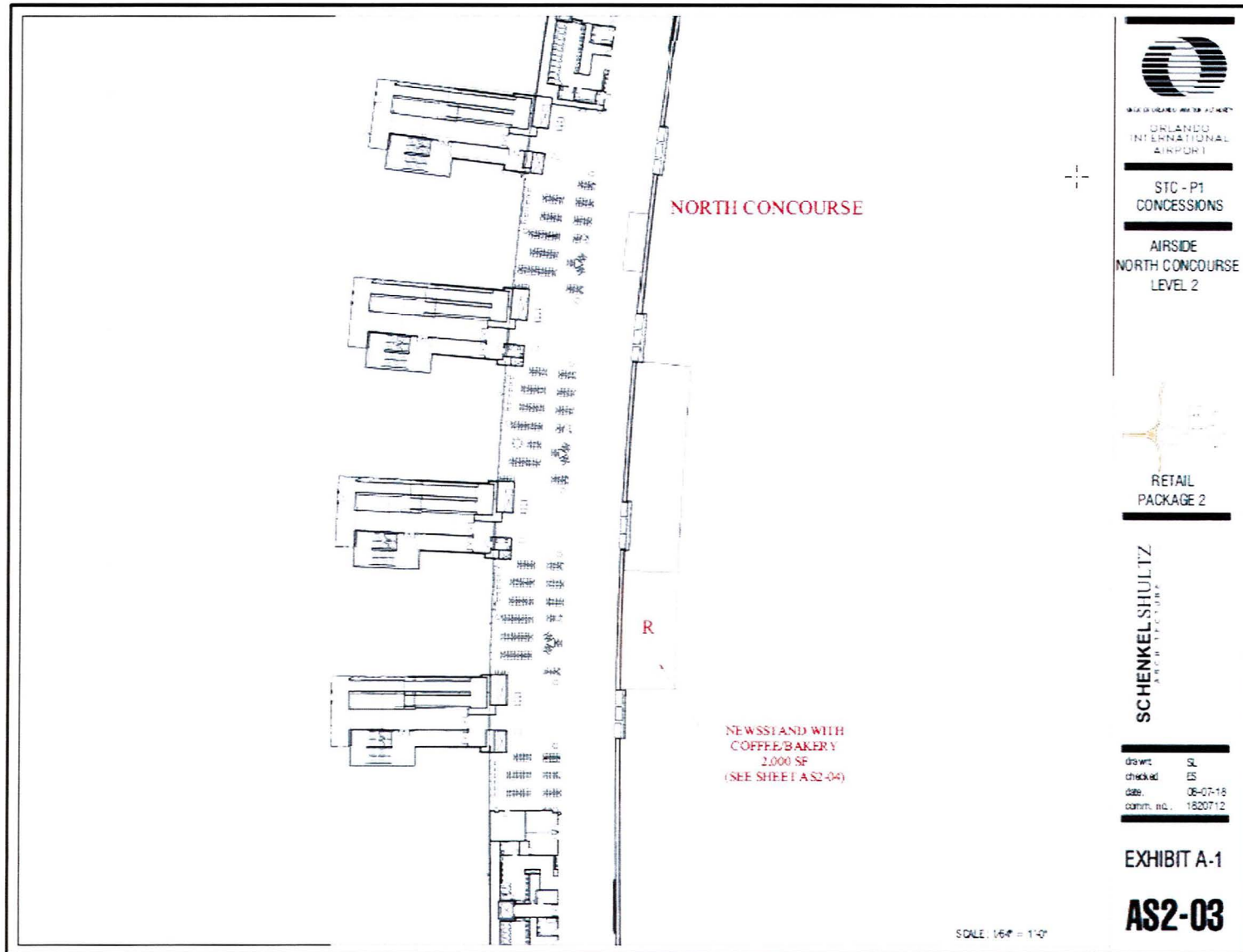
SCHENKEL SHULTZ
ARCHITECTS

CAS WTC	SL
CHECKED	E5
DATE	08-07-18
CONTROL NO.	1820712

EXHIBIT A-1

AS2-02





ORLANDO
INTERNATIONAL
AIRPORT

STC - P1
CONCESSIONS

AIRSIDE
NORTH CONCOURSE
LEVEL 2



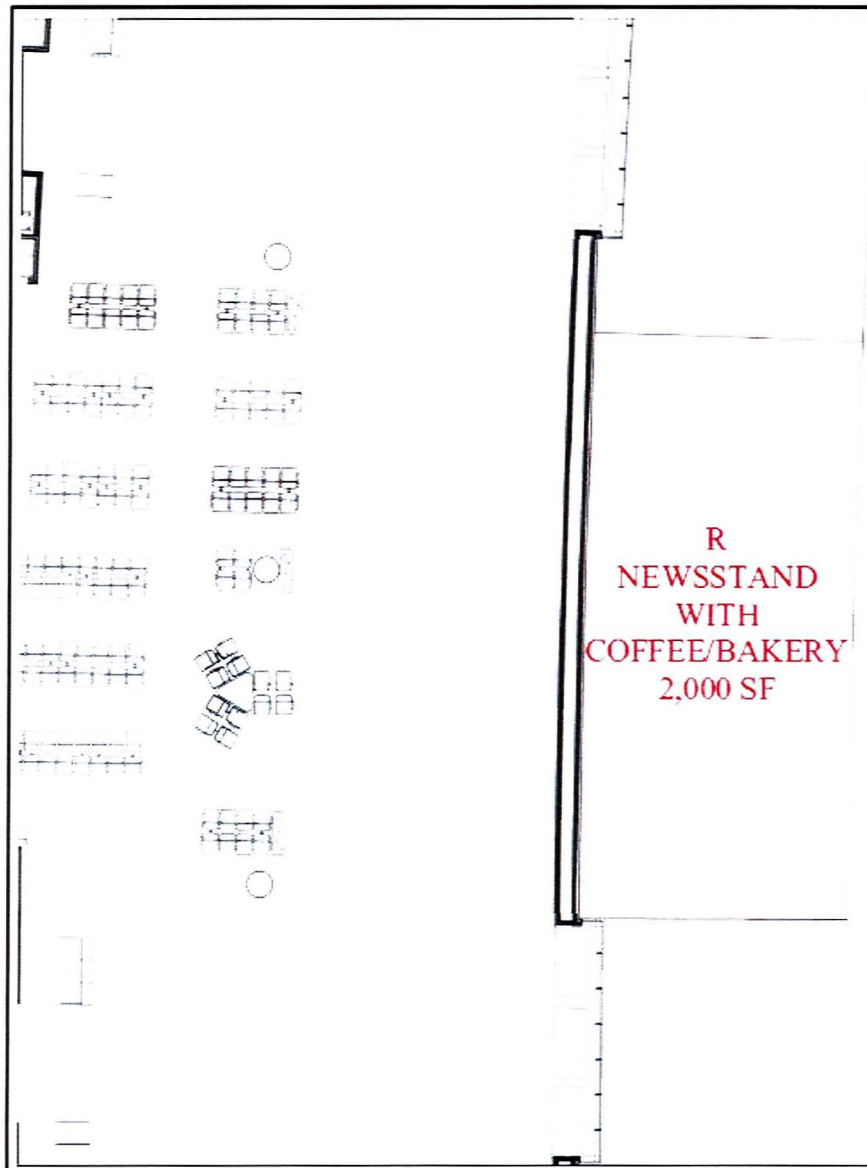
RETAIL
PACKAGE 2

SCHENKEL SHULTZ
ARCHITECTS

drawn	SL
checked	ES
date	06-07-18
drawing no.	1820712

EXHIBIT A-1

AS2-03



SCALE: 1/16" = 1'-0"



ORLANDO
INTERNATIONAL
AIRPORT

STC - P1
CONCESSIONS

AIRSIDE
NORTH CONCOURSE
LEVEL 2



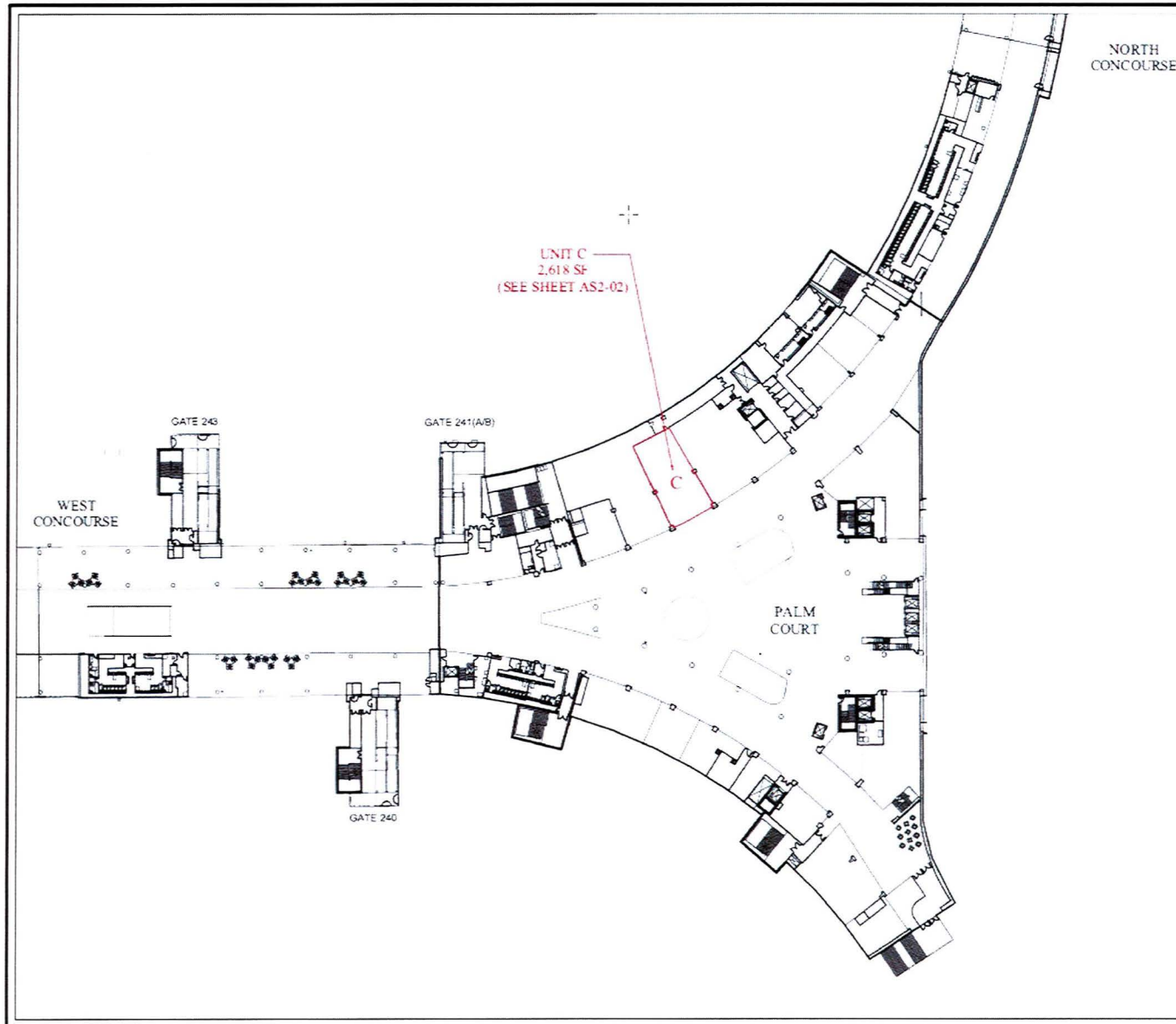
RETAIL
PACKAGE 2

SCHENKELSHULTZ
ARCHITECTS

Drawn:	SL
Checked:	ES
Date:	08-07-18
Contract No.:	1820712

EXHIBIT A-1

AS2-04



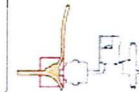
NORTH
CONCOURSE



GREATER ORLANDO AVIATION AUTHORITY
ORLANDO
INTERNATIONAL
AIRPORT

STC - P1
CONCESSIONS

AIRSIDE
PALM COURT
LEVEL 2



UNIT C

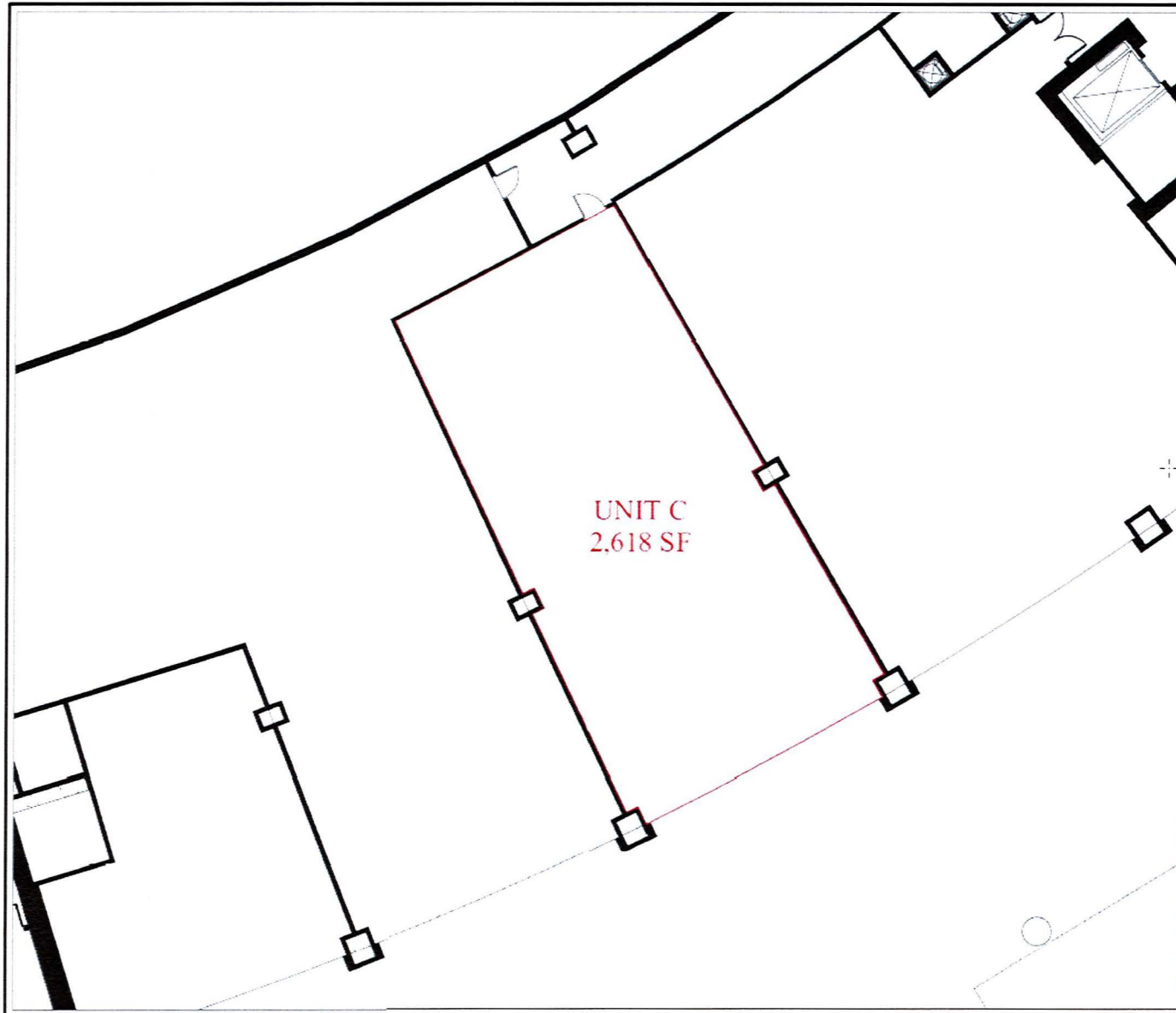
SCHENKEL SHULTZ
ARCHITECTURE P.C.

SCALE: 1/100" = 1'-0"

drawn: CM
checked: --
date: 06-11-21
comm. no. 1820712

EXHIBIT A-1

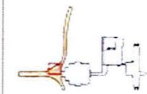
AS2-01



GREATER ORLANDO AVIATION AUTHORITY
ORLANDO
INTERNATIONAL
AIRPORT

STC - P1
CONCESSIONS

AIRSIDE
PALM COURT
LEVEL 2



UNIT C

SCHENKEL SHULTZ
ARCHITECTS

SCALE: 1/16" = 1'-0"

drawn: CM
checked: --
date: 06-11-21
comm. no: 1820712

EXHIBIT A-1

AS2-02