

**FIRST AMENDMENT TO
LONG TERM GROUND LEASE AGREEMENT
FOR HANGAR CONSTRUCTION
AND AIRCRAFT STORAGE
LOMPOC AIRPORT**

This First Amendment to Long Term Ground Lease Agreement for Hangar Construction and Aircraft Storage (First Amendment), effective _____, 2023, is entered into by and between Warner Subsea Engineering Inc. (Lessee) and the City of Lompoc, a California municipal corporation (City).

WITNESSETH:

WHEREAS, on May 16, 2006, City and Lessee entered into a Long Term Ground Lease Agreement for Hangar Construction and Aircraft Storage (Lease Agreement); and

WHEREAS, the term of the Lease Agreement expires on May 31, 2026, and the Agreement provides in Paragraph 2.A that Lessee shall have the option, between January 1, 2026, and February 25, 2026 (Option Period), to renew the Lease Agreement for one additional ten-year term; and

WHEREAS, City and Lessee wish to extend the term of the Lease Agreement for an additional ten-year term in advance of the Option Period and to add a provision concerning the sale of improvements located on the leased premises.

NOW, THEREFORE, the parties hereby mutually covenant and agree as follows:

A. Paragraph 2 of the Agreement is hereby amended as follows (**bold underlined** text is added, ~~stricken~~ text is deleted):

2. Term. The term of this Lease Agreement shall be for a period of ~~Twenty (20)~~ **thirty (30)** years commencing on the first day of June 2006 and terminating on the last day of May ~~2026~~ **2036** unless sooner terminated as provided in this Lease Agreement.

A. ~~Lessee shall have the option, between January 1, 2026 and February 25, 2026, to renew this Lease Agreement for one additional ten-year term.~~

B. Paragraph 17 of the Agreement is amended to add the following to the end of the paragraph (**bold underlined** text is added):

Lessee shall not sell the hangar or any improvements located on the Premises during the term of this Lease Agreement. Any such sale shall be void.

C. Except as expressly stated herein, all terms and conditions of the Lease Agreement shall remain unchanged and in full force and effect.

<SIGNATURES FOLLOW>

IN WITNESS WHEREOF, the below individuals have executed this First Amendment on behalf of City and Lessee, respectively.

CITY OF LOMPOC, a municipal corporation.

WARNER SUBSEA ENGINEERING, INC.

Dated: _____

Dated: _____

By: _____
Dean Albro, City Manager

By: _____
John Warner
Its: _____
Title

ATTEST:

By: _____
Stacey Haddon, City Clerk

By: _____
Name
Its: _____
Title

APPROVED AS TO FORM:

By: _____
Jeff Malawy, City Attorney