

ORDINANCE #68889
Board Bill No. 48

An Ordinance recommended and approved by the Board of Estimate and Apportionment authorizing and directing the Director of Airports and the Comptroller of the City of St. Louis (the "City") to enter into and execute on behalf of the City the "First Amendment To Lambert-St. Louis International Airport® Development Agreement (Northern Tract Site)" (the "First Amendment") to the Development Agreement AL-479, dated March 1, 2010 (the "Development Agreement"), authorized by Ordinance 68558 approved January 29, 2010, between the City and Aero St. Louis, LLC, a limited liability company of the State of Delaware (the "Developer"); the First Amendment to the Development Agreement, which is attached hereto as ATTACHMENT "1" and made a part hereto, was approved by the City's Airport Commission, and its terms are more fully described in Section One of this Ordinance; containing a severability clause; and containing an emergency clause.

BE IT ORDAINED BY THE CITY OF ST. LOUIS AS FOLLOWS:

SECTION ONE. The Director of Airports and the Comptroller of the City of St. Louis (the "City") are hereby authorized and directed to enter into and execute on behalf of the City the "First Amendment To Lambert-St. Louis International Airport® Development Agreement (Northern Tract Site)" (the "First Amendment") to the Development Agreement AL-479, dated March 1, 2010 (the "Development Agreement"), authorized by Ordinance 68558 approved January 29, 2010, between the City and Aero St. Louis, LLC, a limited liability company of the State of Delaware (the "Developer"); the First Amendment to the Development Agreement, which was approved by the City's Airport Commission, is to read in words and figures as set out in ATTACHMENT "1" and is attached hereto and made part hereof.

SECTION TWO. The sections, conditions, or provisions of this Ordinance or portions thereof shall be severable. If any section, condition, or provision of this Ordinance or portion thereof is held invalid by a court of competent jurisdiction, such holding shall not invalidate the remaining sections, conditions, or provisions of this Ordinance.

SECTION THREE. This being an Ordinance for the preservation of public peace, health, or safety, it is hereby declared to be an emergency measure as defined in Article IV, Section 20 of the City's Charter and shall become effective immediately upon its approval by the Mayor of the City.

AL#-479

**FIRST AMENDMENT
TO
LAMBERT-ST. LOUIS INTERNATIONAL AIRPORT®
DEVELOPMENT AGREEMENT
(NORTHERN TRACT SITE)**

THIS FIRST AMENDMENT, entered into this day of , 2011, by and between the CITY OF ST. LOUIS ("City"), a municipal corporation of the State of Missouri, and Aero St. Louis, LLC ("**Developer**"), a limited liability company organized and existing under the laws of the State of Delaware, hereinafter the "**First Amendment**".

WITNESSETH THAT:

WHEREAS, the City is the owner and operator of Lambert-St. Louis International Airport® ("**Airport**");

WHEREAS, City and Developer are parties to a Development Agreement (AL#-479) for the development of the Northern Tract Site dated December 2, 2009 ("**Agreement**") authorized by Ordinance 68558, approved January 29, 2010;

WHEREAS, the City intends to enter into an Airport Aid Agreement with the Missouri Highway and Transportation Commission ("**Grant Agreement**") pursuant to which the City will receive grants-in-aid to improve a portion of the aircraft ramp depicted in **Exhibit G**, which aircraft ramp is situated within the Premises (as defined in the Agreement); and

WHEREAS, the parties desire to acknowledge that the City shall have the right to access the Premises for purposes of conducting an improvement project on the aircraft ramp depicted in Exhibit G, and to revise certain terms and conditions of the Agreement in order to comply with the terms of the Grant Agreement.

BY: _____

NAME: _____

TITLE: _____

DATE: _____

Approved: May 25, 2011