

FIRST AMENDMENT TO CITY OF SAN DIEGO USE AND OCCUPANCY PERMIT

THIS FIRST AMENDMENT TO CITY OF SAN DIEGO USE AND OCCUPANCY PERMIT ("Amendment") is entered into by and between THE CITY OF SAN DIEGO, a California municipal corporation ("CITY") and HPS MECHANICAL, INC., a California corporation ("PERMITTEE"), to be effective as of **October 1, 2010** (the "Amendment Effective Date") when signed by the parties and approved by the San Diego City Attorney, as follows:

RECITALS

- A. CITY and PERMITTEE are parties to that certain CITY OF SAN DIEGO USE AND OCCUPANCY PERMIT (the "Permit") effective October 1, 2009.
- B. Under the Permit, PERMITTEE currently occupies a "Permit Area", as more particularly described in the Permit.
- C. PERMITTEE has requested a change in the term of the Permit.

FOR VALUABLE CONSIDERATION, the sufficiency of which is acknowledged, the parties agree as follows:

- 1. Term. Section 5. Term shall be replaced with the following:
 - 5. Term. The term of this Permit ("Term") shall be two (2) years, commencing on October 1, 2009.**
- 2. Monthly Rent: DEFINITIONS, section E. Monthly Rent shall be replaced with the following:
 - E. Monthly Rent shall be:**
 - October 1, 2009-September 31, 2010: Eight Hundred Dollars (\$800).**
 - October 1, 2010-September 31, 2011: Eight Hundred Twenty Five Dollars (\$825).**
- 3. No Other Changes. Except as may render the terms of this Amendment inoperable, all other terms and conditions of the Permit shall remain in full force and effect. Any conflict between the terms and conditions of the Permit and those of this Amendment shall be resolved in favor of this Amendment.
- 4. Authority to Contract. Each individual executing this Amendment on behalf of another person or legal entity represents and warrants that they are authorized to execute and deliver this Amendment on behalf of such person or entity in accordance with duly adopted resolutions or other authorizing actions which are necessary and proper and under such legal entity's articles, charter, bylaws, or other

written rules of conduct or governing Amendment, and that this Amendment is binding upon such person or entity in accordance with its terms. Each person executing this Amendment on behalf of another person or legal entity represents and warrants such entity is a valid, qualified corporation, limited liability company, partnership, or other unincorporated association in good standing in its home state and that such entity is qualified to do business in California.

IN WITNESS WHEREOF this Amendment is executed to be effective as of the Amendment Effective Date:

HPS MECHANICAL, INC., a California corporation

BY: _____

Name: _____

Title: _____

THE CITY OF SAN DIEGO, a California municipal corporation

BY: _____

James F. Barwick, CCIM, Director
Real Estate Assets Department

APPROVED AS TO FORM AND LEGALITY:

JAN I. GOLDSMITH, San Diego City Attorney

BY: _____

Name: Brock Ladewig

Title: DEPUTY CITY ATTORNEY