

**COPY**

**SECOND AMENDMENT TO AGREEMENT  
BETWEEN THE CITY AND COUNTY OF SAN FRANCISCO  
AND THE MOSCONE CENTER JOINT VENTURE TO  
RENEW TERM OF AGREEMENT FOR AN ADDITIONAL FIVE YEARS**

WHEREAS, the City and County of San Francisco and Facility Management Incorporated of California ("FMI") had entered into an agreement dated November 6, 1990 for the management, operation and maintenance of the George R. Moscone Convention Center, Brooks Hall and the Bill Graham Civic Auditorium for a term terminating on June 30, 1995; and

WHEREAS, the agreement provides an option to the City to renew said agreement for additional terms "... if in the opinion of CAO, FMI's performance thereunder had been adequate, courteous, safe and efficient in every material respect and the public interest has been and is expected to be well served"; and

WHEREAS, on March 18, 1991, the City had consented to the assignment of the November 6, 1990 agreement by FMI to Spectacor Management Group; and

WHEREAS, by the first amendment dated December 20 1993 to the November 6, 1990 agreement, the City exercised its option to renew the term of the November 6, 1990 agreement for an additional five-year term commencing July 1, 1994 and ending June 30, 1999; and

WHEREAS, by said amendment, the City had agreed to the assignment by Spectacor Management Group of 25% of its interest in the agreement to Thigpen Limited, Incorporated and a further assignment by Spectacor Management Group and Thigpen of their respective interests to the Moscone Center Joint Venture; and

WHEREAS, the City, after determining that the Moscone Center Joint Venture's performance had been adequate, courteous, safe and efficient in every material respect and the public interest had been and is expected to be well served, now desires to exercise its option to renew the Agreement for a further five-year term;

NOW, THEREFORE the parties agree as follows:

1. The term set forth in the First Amendment dated December 20 1993 is hereby extended for an additional five-years, commencing July 1, 1999 and ending June 30, 2004.
2. Moscone Center Joint Venture will comply with all applicable City laws, including Chapter 12B.2 (the "Equal Benefits Ordinance").
3. When Moscone Center West is built and becomes operational, the Moscone Center Joint Venture will manage it pursuant to the same terms and conditions of the November 6, 1990 agreement and all modifications thereto.
3. In all other respects, the terms and conditions of the November 6, 1990 agreement and all amendments thereto shall remain in full force and effect.

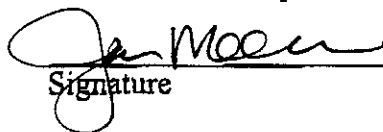
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IN WITNESS WHEREOF, the parties hereto have executed this Agreement of the date first mentioned above.

**CITY**

**CONTRACTOR**

**Recommended by:**

  
\_\_\_\_\_  
Signature

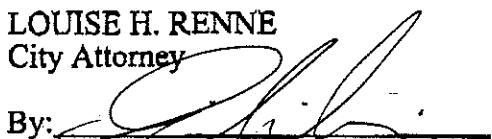
Jack Moerschbaecher  
Name

Director, Convention Facilities Dept.  
Title and Department

**Approved:**

  
\_\_\_\_\_  
STEVEN D. NELSON  
Director of Administrative Services

**Approved as to Form:**

LOUISE H. RENNE  
City Attorney  


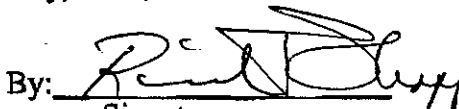
By:   
\_\_\_\_\_  
GEORGE K. WONG  
Deputy City Attorney

ERIK LIU, DCA FOR GEORGE WONG.

Moscone Center Joint Venture  
Name

747 Howard Street  
Address

San Francisco, CA 94103  
City, State, ZIP

By:   
\_\_\_\_\_  
Signature

Richard H. Shaff  
Name

Senior Vice President

SUPPLEMENTARY SECOND AMENDMENT TO AGREEMENT  
BETWEEN THE CITY AND COUNTY OF SAN FRANCISCO  
AND THE MOSCONE CENTER JOINT VENTURE TO  
INSERT EXECUTION DATE OF THE SECOND AMENDMENT

This Supplementary Second Amendment to Agreement is entered into on this eighteenth day of February, 1999 between the City and County of San Francisco and the Moscone Center Joint Venture.

WHEREAS, on or about January 14, 1999, the parties to this agreement entered into and executed the Second Amendment to Agreement Between the City and County of San Francisco and the Moscone Center Joint Venture to Renew Term of Agreement for an Additional Five Years; and

WHEREAS, the parties to the Second Amendment inadvertently left out the date which the Second Amendment was executed;

NOW, THEREFORE the parties agree as follows:

The date of execution for the Second Amendment to Agreement between the City and County of San Francisco and the Moscone Center Joint Venture to Renew Term of Agreement for an Additional Five Years is January 14, 1999.

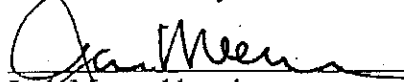
In all other respects, the terms and condition of the November 6, 1990 agreement and all amendments thereto shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement on the day first mentioned above.

CITY

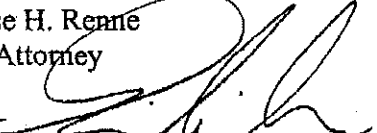
CONTRACTOR

Recommended by:

  
\_\_\_\_\_  
Jack Moerschbaecher  
Director, Convention Facilities Dept.


  
\_\_\_\_\_  
Authorized Signature

Approved as to Form:

Louise H. Renne  
City Attorney  
  
By \_\_\_\_\_  
Deputy City Attorney

Richard H. Shaff  
\_\_\_\_\_  
Printed Name  
Senior Vice President  
\_\_\_\_\_  
Title

Approved:

  
\_\_\_\_\_  
Steven D. Nelson  
Director of Administrative Services

Moscone Center Joint Venture  
\_\_\_\_\_  
Company Name  
747 Howard Street  
\_\_\_\_\_  
Address  
San Francisco, CA 94103  
\_\_\_\_\_  
City, State, ZIP