

AMENDMENT NO. 13 TO LEASE NO. 7580
 PARCEL 18R – MARINA DEL REY SMALL CRAFT HARBOR

THIS AMENDMENT TO LEASE (“Amendment”) is made and entered into as of
July 23, 2003 (the “13th Amendment Effective Date”),

BY AND BETWEEN COUNTY OF LOS ANGELES
 hereinafter referred to as “County”,

AND DOLPHIN MARINA, LTD.,
 a California limited partnership,
 hereinafter referred to as “Lessee”.

WITNESSETH

WHEREAS, County and predecessors-in-interest of Lessee entered into Lease No. 7580 under the terms of which County leased to Lessee that certain real property located in the Marina del Rey Small Craft Harbor, County of Los Angeles, State of California, now commonly known as Parcel 18R, which leasehold premises (the “Premises”) are more particularly and legally described in Exhibit “A” attached to and incorporated in said Lease, as amended (said Lease No. 7580 and all amendments thereto are collectively hereafter referred to as the “Lease”); and

WHEREAS, the parties desire to amend the Lease to require Lessee to make available an end-tie slip on the Premises for use for water taxi program purposes during the times a water taxi program is in operation.

NOW, THEREFORE, in consideration of the mutual agreements, covenants and conditions contained herein, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties, and each of them, agree as follows:

1. Defined Terms. Any capitalized terms used but not defined herein shall have the meanings assigned to such terms in the Lease.

2. Reserved Slip. Effective upon receipt of forty-five (45) day advance written notice from the Director of Beaches and Harbors, Lessee shall make one (1) end-tie slip in the area depicted on Exhibit A, attached to this Amendment and incorporated herein by reference (the “Reserved Slip”), available on an exclusive basis for water taxi docking purposes, as provided in this Section 2. The exact location of the Reserved Slip shall be an area not to exceed fifty (50) feet designated by Lessee on the end-tie on Dock C-200. County shall provide Lessee with written notice of the completion of each period that the Reserved Slip is required to be made available by Lessee for water taxi docking purposes. Except for any period during which the Reserved Slip has been designated by County for water taxi docking purposes as triggered by Lessee’s receipt of the aforementioned forty-five (45) days advance written notice, the Reserved Slip may be rented by Lessee for any time period otherwise authorized under the Lease that is not incompatible with County’s rights herein. During any period that a water taxi program is in operation in the Marina, County shall have the right to require that the Reserve Slip be made

available for water taxi docking purposes, including access to the Reserved Slip by the water taxi operator and its personnel during all hours that the water taxi service is in operation. The operation of the Reserved Slip in connection with water taxi docking purposes shall be subject to such security procedures as are reasonably acceptable to Lessee and County, and as are consistent with those applicable to the operation of the anchorage facilities on the Premises from time to time.

Lessee shall be responsible, at Lessee's sole cost and expense, for the installation of all improvements and alterations, if any, to the Reserved Slip and any pathway of travel to and from the Reserved Slip, that may be required for lawful use of the Reserved Slip for water taxi program purposes in compliance with all applicable governmental or quasi-governmental codes, laws, rules, regulations, statutes, resolutions, and ordinances in effect from time to time ("Applicable Laws"), including, without limitation, the Americans With Disabilities Act ("ADA"); provided, however, that Lessee's obligations with respect to compliance with Applicable Laws for the use of the Reserved Slip for water taxi docking purposes shall be limited to those Applicable Law requirements in effect as of April 30, 1999, and Lessee shall not be obligated to comply with any new Applicable Law requirements enacted after April 30, 1999 to the extent such new Applicable Law requirements enacted after April 30, 1999 are triggered as a result of the use of the Reserved Slip for water taxi docking purposes (the "Excluded Laws"). If County requires the Reserved Slip to be used for water taxi docking purposes, County shall have the obligation, at County's cost, to make any alterations or improvements to the Premises and/or the Reserve Slip that may be necessary or appropriate to comply with any Excluded Laws; and Lessee shall provide County or its agents with access to the Premises during reasonable hours in order to make such alterations and improvements; provided, however, that in lieu of making any such alterations or improvements, County shall have the right to withdraw the requirement that the Reserved Slip be used for water taxi docking purposes. County shall have the right to approve all improvements or alterations that may be required to be made to the Premises and/or the Reserved Slip by Lessee under this Section 2, which approval shall not be unreasonably withheld.

3. No Other Modifications. Except as herein specifically amended, all terms, conditions and provisions of the Lease shall be and continue to remain in full force and effect and are unmodified, and each of the parties hereto reaffirms and reacknowledges their respective obligations under the Lease as amended hereby.

SIGNATURES ON FOLLOWING PAGE.

IN WITNESS WHEREOF, the parties hereto have entered into this Amendment as of the date first set forth above.

DOLPHIN MARINA, LTD., a California limited partnership

By: The Goldrich Trust No. 1,
Its General Partner

By: [Signature]
Jona Goldrich, as Trustee

By: The Kest Trust No. 1,
Its General Partner

By: [Signature]
Sol Kest, as Trustee

COUNTY OF LOS ANGELES

By: [Signature]
Chair, Board of Supervisors

ATTEST:

VIOLET VARONA-LUKENS,
Executive Officer-Clerk of
the Board of Supervisors

By: [Signature]
Deputy



APPROVED AS TO FORM
BY COUNTY COUNSEL:

LLOYD W. PELLMAN

By: [Signature]
Deputy

ADOPTED
BOARD OF SUPERVISORS
COUNTY OF LOS ANGELES

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MAR 11 2003

APPROVED AS TO FORM
BY MUNGER, TOLLES & OLSON LLP

By: [Signature]

[Signature]
VIOLET VARONA-LUKENS
EXECUTIVE OFFICER

EXHIBIT A

LOCATION OF RESERVED SLIP

