STATE OF GEORGIA

COUNTY OF DEKALB

TO CONTRACT NO. 06-800202

THIS AMENDMENT is made as of the Effective Date appearing above the parties' signatures below, by and between DeKalb County, a political subdivision of the State of Georgia (hereinafter referred to as the "County" or "Lessor" and Mercury Air Center—Peachtree-DeKalb, LLC d/b/a Atlantic Aviation, a Georgia limited liability company, organized and existing under the laws of the State of Georgia, with offices in DeKalb, Georgia (hereinafter called the "Lessee").

WITNESSETH:

WHEREAS, County and Mercury Air Center-Peachtree-DeKalb, LLC, have previously entered into a certain Lease Agreement dated December 12, 2006 (together with all amendments thereto, hereinafter referred to collectively as the "Lease" or "Lease Agreement") for the lease of certain premises consisting of approximately 25.392 acres (1,106,069 square feet) (the "Leased Property") and including any improvements thereon, as identified on the Survey dated November 13, 2006, prepared by Patterson & Dewar Engineers, Inc., attached hereto as Exhibit A and incorporated herein by reference; and

WHEREAS, the Lease was amended by Estoppel Certificate dated July 10, 2007, in which Macquarie Infrastructure Company, Inc. - Macquarie FBO Holdings LLC acquired the Lease Agreement through a Purchase Agreement; and

WHEREAS, the Lease was amended by Lease Amendment No. 1 dated August 24, 2010, whereby the Lease approved the construction of a new hangar in lieu of a new terminal; and

WHEREAS, the Lessee operates at DeKalb Peachtree Airport as Mercury Air Center–Peachtree-DeKalb, LLC d/b/a Atlantic Aviation, a Georgia limited liability company, pursuant to Affidavit for Registration of Trade Name filed with DeKalb County, Georgia on November 14, 2012; and

WHEREAS, the Lease was amended by Lease Amendment No. 2 dated September 27, 2016, whereby the Lease was extended for an additional twenty (20) years and approximately 0.713 acres (31,050 square feet) of undeveloped property was added to the leasehold. Undeveloped property is identified on the Survey dated April 7, 2015, last revised October 28, 2015, prepared by Hayes James Engineers, Planners & Surveyors, attached hereto as Exhibit B and incorporated herein by reference; and

WHEREAS, the Lease was amended by Lease Amendment No. 3 dated October 23, 2017, whereby 0.152 acre (6615 square feet) not utilized by the Lessee was deleted from the leased premises; approximately .086 acre (3,747 square feet) of undeveloped property was added to the leasehold; an existing East terminal building and Hangars E and F were demolished; and a new 10,800 (approximate) square foot general aviation executive terminal and a new 12,000 square foot aircraft aviation hangar with adjacent office space of approximately 1,500 square feet were added that included site work, rehabilitation of paving of aircraft operating area and improvement of storm water management; and

WHEREAS, the Lease was amended by Lease Amendment No. 4 dated June 15, 2020, whereby the Lease was extended for an additional ten (10) years commencing on January 1, 2047, and terminating on December 31, 2056; and

WHEREAS, the Lease was amended by Lease Amendment No. 5 dated December 21, 2021, whereby 0.132 acre (5,745 square feet) of undeveloped property not utilized by the Lessee

was deleted from the leased premises and Section 5.A, Rent and Section 5.B, Rent Payment were amended; and

WHEREAS, the County and Lessee desire to extend the lease for an additional ten (10) years in return for capital improvements in the amount of \$21,000,000 to the leased ground and improvements thereon as included in Lease Amendment No. 6, and the County and Lessee desire to establish the Lease Area and include Survey for Mercury Air Center dated 01/07/2022, Revised 04/06/2022; and

WHEREAS, the County and the Lessee desire to amend the Lease, as amended to date; and

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, and in consideration of the mutual promises and undertakings contained herein, the parties hereto do hereby agree and consent to the following:

I. THE CONTRACT IS HEREBY AMENDED AS FOLLOWS:

- A. SECTION 1, LEASED PROPERTY. Delete Paragraph H in its entirety and replace it with the following revised Paragraph H.
 - H. Leased Premises. Effective with the execution of Lease Amendment No. 6, the leased premises shall consist of approximately 25.896 acres or 1,128.022 square feet (the "Leased Property") and includes any improvements thereon, in accordance with Exhibit C, Lease Survey of 25.896 Acres For: Mercury Air Center Prepared by Atwell dated 01/07/2022 Revised 04/06/2022.

B. SECTION 1, LEASED PROPERTY. Add the following Paragraph I:

I. Physical Addresses. The following physical addresses are located on the Leased Premises:

1951 Airport Road	Hangar K
1955 Airport Road	Hangar L
1959 Airport Road,	Hangar B
2040 Airport Road	Main Terminal
2070 Airport Road	Hangar M and N
1943 Airport Road	Hangar Q
3183 Clairmont Road	Hangar O

C. SECTION 4, TERM OF LEASE. Delete Subparagraph B, Extension of Term, and Subparagraph C, Option for Renewal Term, in their entirety. Add the following revised Subparagraph B, Extension of Term and Subparagraph C, Option for Renewal Term as follows:

- B. Extension of Term. This Lease Agreement is hereby extended for a period of ten (10) years, commencing January 1, 2057. This Lease shall terminate absolutely and without further obligation on the part of either the Lessor or Lessee on December 31, 2067, unless terminated earlier in accordance with the termination provision of the lease.
- C. Option for Renewal Term. Thereafter, (after December 31, 2067), Lessee may renew this Lease in accordance with Section 6-136 of the DeKalb County Code as Revised, 1988. Failure to comply with Section 6-136 of the DeKalb County Code as Revised, 1988 shall be grounds to terminate this Lease and the parties shall have no further rights, duties of obligations hereunder, other than obligations that are accrued but unsatisfied as of the date of the termination.

D. SECTION 6, SCHEDULE OF IMPROVEMENTS BY LESSEE.

ADD the following to SUBPARAGRAPH A, MINIMUM IMPROVEMENTS:

Notwithstanding the above, Lessee will commit a minimum of \$21,000,000.00 in capital improvements to the Leased Property within two (2) years from the Effective Date of this Lease Amendment No. 6. These improvements will include, but are not limited to, those

improvements outlined in Exhibit E to this Lease Amendment No. 6. Exhibit E, Undated Budget Analysis Summary, for Mercury Air Center-Peachtree DeKalb LLC dba Atlantic Aviation Leasehold Development Project, is attached hereto and incorporated herein by reference.

- 1. Lessee will be required to submit proof of payment, i.e. paid invoices, for all capital improvements required above within three (3) years of the commencement of the Lease Amendment No. 3, or by July 31, 2025.
- 2. Any invoices submitted after July 31, 2025, shall not be recognized and shall not be credited toward the 21,000,000 improvements required in this Section 6.
- 3. If the total value established by invoice for the capital improvement projects outlined above is not accomplished as required to a minimum value of \$21,000,000, the difference \$21,000,000 minus (-) actual times (x) fifteen-percent (15%) shall be due Lessor no later than September 30, 2025.

ADD the following as subparagraphs F and G:

- F. Notwithstanding the above, Lessee shall, within two (2) years from the Effective Date of this Lease Amendment No. 6, complete the following leasehold projects:
 - Demolish existing aircraft storage hangar identified as Hangar A, consisting of approximately 6,088 square feet
 - Demolish existing aircraft storage hangar identified as Hangar C, consisting of approximately 8,850 square feet
 - Demolish existing aircraft storage hangar identified as Hangar D, consisting of approximately 12,446 square feet
 - 4. Demolish existing aircraft storage hangar identified as Hangar G, consisting of approximately 6,050 square feet

- Demolish existing aircraft storage hangar identified as Hangar H consisting of approximately 6,050 square feet
- Demolish existing aircraft storage hangar identified as Hangar I, consisting of approximately 3,600 square feet
- 7. Demolish existing aircraft storage hangar identified as Hangar J, consisting of approximately 3,600 square feet
- Demolish existing aircraft storage hangar identified as Hangar K consisting of approximately 4,800 square feet
- Demolish existing aircraft storage hangar identified as Hangar L consisting of approximately 10,388 square feet
- 10. Demolish existing Building 1951, consisting of 6,060 square feet
- G. Notwithstanding the above, Lessee shall, within two (2) years from the Effective Date of this Lease Amendment No. 6, complete the following construction:
 - 1. 15,500 square foot aircraft storage hangar (Hangar K, 1951 Airport Road, DeKalb County Parcel ID 18 270 01 018) with attached lighted and heated 3,325 square foot office/lobby/shop, restroom facilities and automobile parking as shown on Exhibit D, Revised Long Range Plan Atlantic Aviation 11/23/21, and Exhibit E, Undated Budget Analysis Summary for Mercury Air Center-Peachtree DeKalb LLC dba Atlantic Aviation Leasehold Development Project, and incorporated herein by reference.
 - 28,000 square foot aircraft storage hangar (Hangar L, 1951 Airport Road, DeKalb County Parcel ID 18 270 01 018) with attached lighted and heated
 3,360 square foot office/lobby/shop, restroom facilities and automobile parking

- as shown on Exhibit D, Revised Long Range Plan Atlantic Aviation 11/23/21, and Exhibit E, Undated Budget Analysis Summary for Mercury Air Center-Peachtree DeKalb LLC dba Atlantic Aviation Leasehold Development Project, and incorporated herein by reference.
- 3. 26,500 square foot aircraft storage hangar (Hangar Q, 1943 Airport Road, DeKalb County Parcel ID 18 270 01 018) with attached lighted and heated 4,550 square foot office/lobby/shop, restroom facilities and automobile parking as shown on Exhibit D, Revised Long Range Plan Atlantic Aviation 11/23/21, and Exhibit E, Undated Budget Analysis Summary for Mercury Air Center-Peachtree DeKalb LLC dba Atlantic Aviation Leasehold Development Project, and incorporated herein by reference.
- 4. Site work, re-paving/paving rehabilitation and storm water management improvements.
 - Lessee shall apply for all necessary permits for the construction of the aircraft storage hangars, and shall commence design and construction work within three hundred and sixty-five (365) calendar days from the Effective Date of this Lease Amendment No. 6, and shall promptly thereafter provide Lessor with same.
 - The Certificate of Occupancy shall be issued within two (2) years from the
 Effective Date of this Lease Amendment No. 6. Written proof of the
 Certificate of Occupancy shall be provided to Lessor.
- II. <u>NO ADDITIONAL MODIFICATION</u>. All other terms and conditions of the Lease Agreement remain unchanged and are in full force and effect. The terms and conditions

contained in this Lease Amendment No. 6 shall govern over any inconsistent terms and conditions contained in the Lease Agreement.

IN WITNESS WHEREOF, the parties hereto have caused this Lease Amendment No. 6 to be executed in one (1) electronic original, which is considered as the original by their authorized representatives, on this _____ day of ______, 2022 ("Effective Date"). MERCURY AIR CENTER-**DEKALB COUNTY, GEORGIA** PEACHTREE-DEKALB LLC d/b/a ATLANTIC AVIATION (SEAL) by Dir.(SEAL) MICHAEL L. THURMOND Signature Chief Executive Officer DeKalb County, Georgia Louis T. Pepper Name (Typed or Printed) President and CEO Title 71-0912876 Federal Tax I.D. Number WITNESS: ATTEST: Dawad Crooms, General Counsel Signed sealed and delivered as to Lessee in the presence of: BARBARA H. SANDERS, CCC, CMC Clerk of the Chief Executive Officer and erell (Seal) Board of Commissioners of Notary Public DeKalb County, Georgia My Commission Expires March 1, 2024 RUTH ANNELLE VEREEN Notary ID #5274419

Commission Expires March 1, 2024

APPROVED AS TO FORM:

APPROVED AS TO SUBSTANCE:	
Department Director	County Attorney Signature
	County Attorney Name (Typed or Printed)

Exhibit A

Survey prepared by Patterson & Dewar Engineers, Inc. Dated November 13, 2006

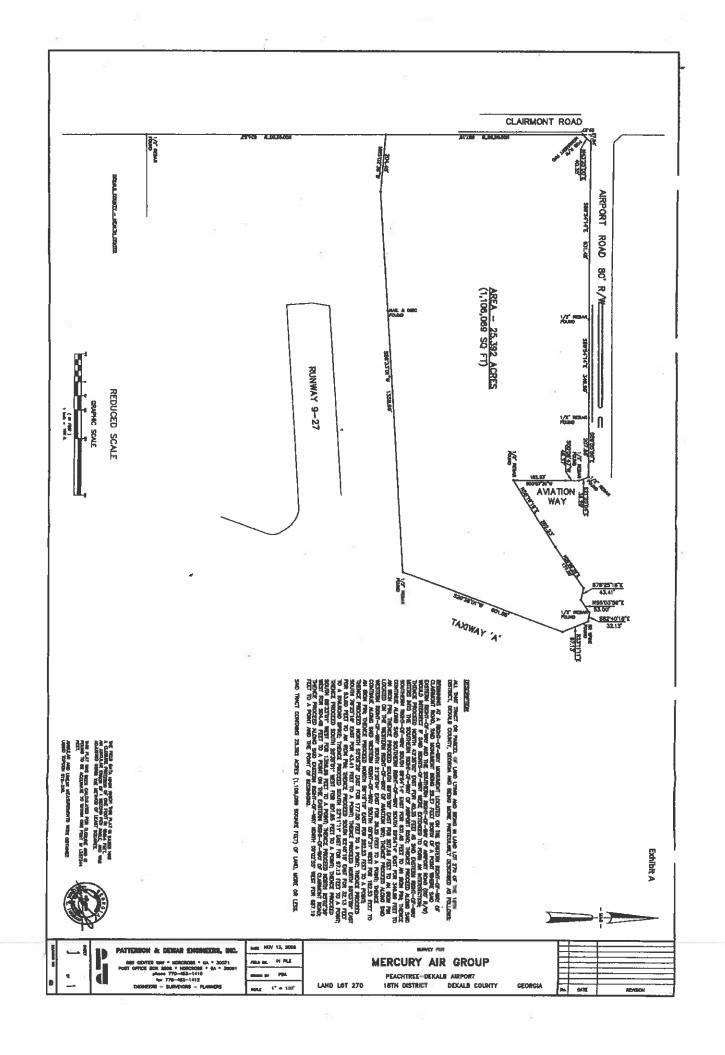


Exhibit B

Lease Area Description Mercury Air Center-Peachtree-DeKalb LLC d/b/a Atlantic Aviation Lease Area 'O' and Revised Area

Lease Area Survey
Area 'O' & Revised Area
for Mercury Air Center-Peachtree-DeKalb LLC d/b/a Atlantic Aviation
Prepared by Hayes-James, dated 7 April 2015, last revised December 16, 2016

Exhibit B (Page 1 of 3)

LEASE AREA DESCRIPTION MERCURY AIR CENTER - PEACHTREE-DEKALB, LLC d/b/a ATLANTIC AVIATION

LEASE AREA "O"

All of that tract or parcel of land lying and being in Land Lot 270 of the 18th Land District of DeKalb County, Georgia and being more particularly described as follows:

Commencing at a right-of-way monument located on the eastern right-of-way of Clairmont Road, said monument being 29.27 feet south of the intersection of the extension of said eastern right-of way with the southern right-of-way of Airport Road (80' R/W);

Thence along said eastern right-of-way of Clairmont Road, South 00 degrees 02 minutes 55 seconds East a distance of 687.19 feet to a point on said right-of-way;

Thence leaving said right-of-way and entering lands of DeKalb-Peachtree Airport, South 85 degrees 02 minutes 36 seconds East a distance of 167.96 feet to a masonry nail and set in the asphalt, said point being THE POINT OF BEGINNING;

From THE POINT OF BEGINNING, continue South 85 degrees 02 minutes 36 seconds East a distance of 36.52 feet to a 1/2" rebar set;

Thence North 86 degrees 33 minutes 01 seconds East a distance of 75.87 feet to a masonry nail set in the asphalt;

Thence South 03 degrees 26 minutes 59 seconds East a distance of 309.83 feet to a masonry nail set in the asphalt;

Thence South 86 degrees 33 minutes 01 seconds West a distance of 112.00 feet to a masonry nail set in the asphalt;

Thence North 03 degrees 26 minutes 59 seconds West a distance of 315.17 feet to a masonry nail set in the asphalt, said point being THE POINT OF BEGINNING.

Said tract or parcel contains 0.799 Acres (being 34,797 squarefeet) and is depicted on a survey entitled "Lease Area Survey Area 'O' & Revised Area for Mercury Air Center - Peachtree-DeKalb, LLC d/b/a Atlantic Aviation," prepared by Hayes | James, dated 7 April 2015, last revised December 18, 2016 and incorporated hereinto by reference.

Exhibit B (Page 2 of 3)

'REVISED AREA'

All of that tract or parcel of land lying and being in Land Lot 270 of the 18th Land District of DeKalb County, Georgia and being more particularly described as follows:

Commencing at a right-of-way monument located on the eastern right-of-way of Clairmont Road, said monument being 29.27 feet south of the intersection of the extension of said eastern right-of way with the southern right-of-way of Airport Road (80' R/W);

Thence along said eastern right-of-way of Clairmont Road, South 00 degrees 02 minutes 55 seconds East a distance of 654.59 feet to a point on said right-of-way, said point being THE POINT OF BEGINNING;

From THE POINT OF BEGINNING, leaving said right-of-way and entering lands of DeKalb-Peachtree Airport, North 89 degrees 57 minutes 05 seconds East a distance of 164.51 feet to a point;

Thence South 03 degrees 26 minutes 59 seconds East a distance of 47.34 feet to a masonry nail set in the asphalt;

Thence North 85 degrees 02 minutes 36 seconds West a distance of 167.96 feet to a point on the eastern right-of-way of Clairmont Road;

Thence along said eastern right-of-way of Clairmont Road North 00 degrees 02 minutes 55 seconds West a distance of 32.60 feet to THE POINT OF BEGINNING;

Said tract or parcel contains 0.152 Acres (being 6,615 square feet) and is depicted on a survey entitled "Lease Area Survey Area 'O' & Revised Area for Mercury Air Center - Peachtree-DeKalb, LLC d/b/a Atlantic Aviation," prepared by Hayes | James, dated 7 April 2015, last revised December 16, 2016 and incorporated hereinto by reference.

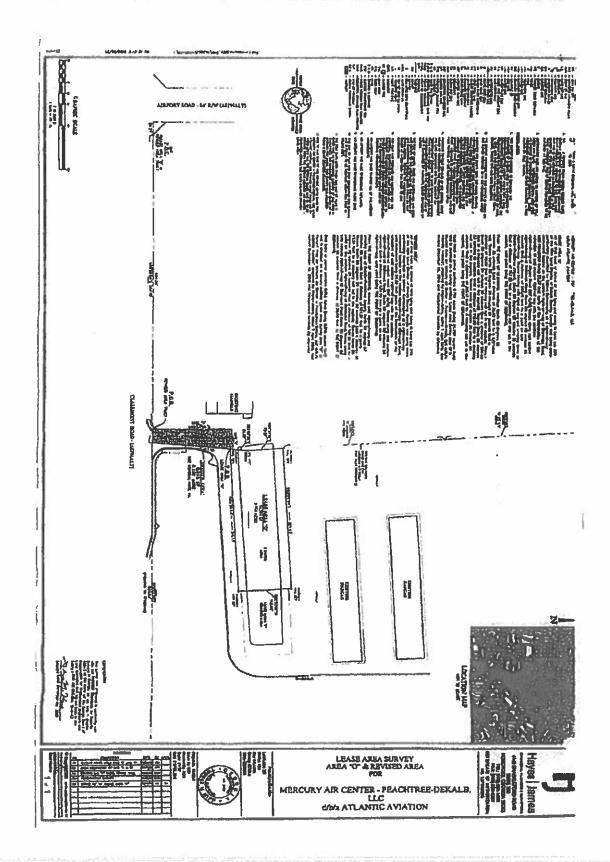


Exhibit C

Lease Survey of 25.896 Acres
For:
Mercury Air Center
Prepared by Atwell dated 01/07/2022 Revised 04/06/2022

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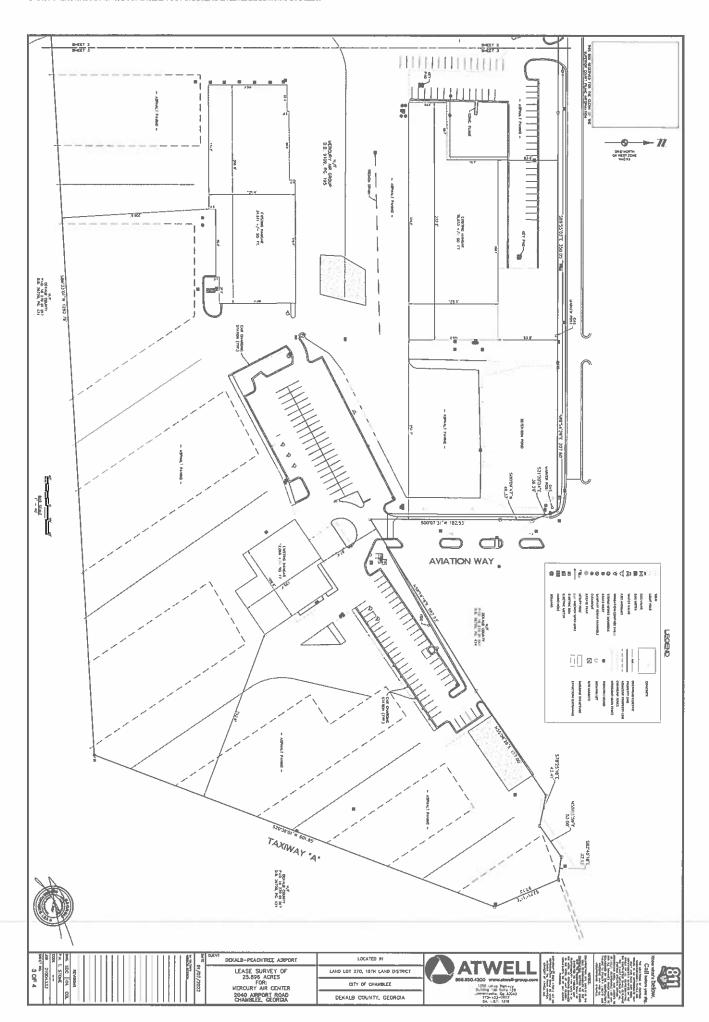
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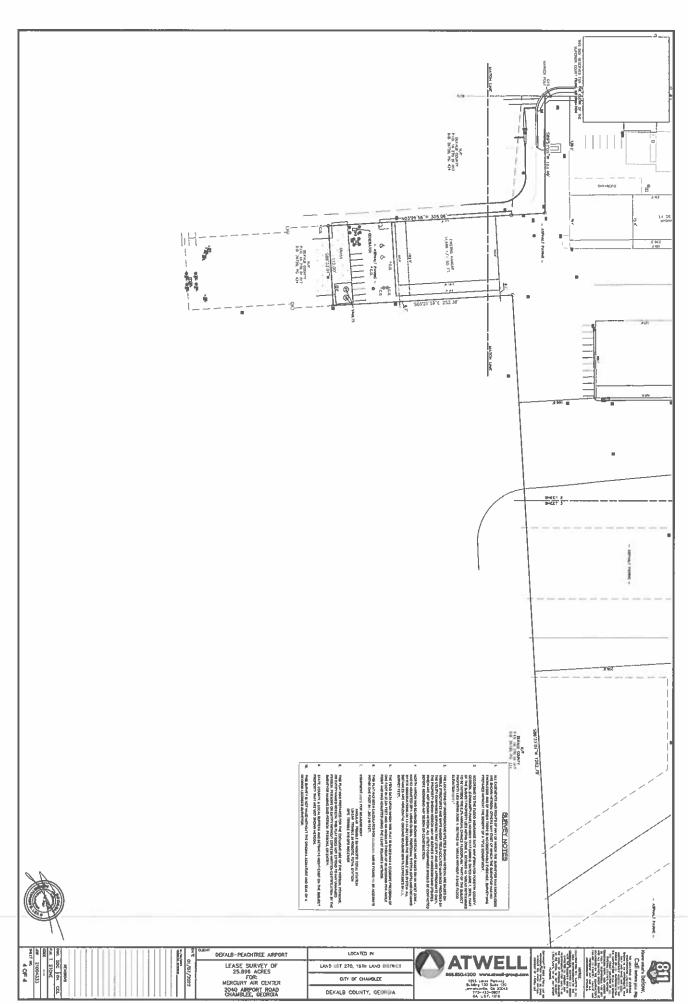
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AND THE PARTY OF THE PARTY LEASE SURVEY OF 25.896 ACRES FOR: MERCURY AIR CENTER 2040 AMPORT ROAD CHAMBLEE, GEORGIA 01/07/2022 LAND LOT 270, 18TH LAND DISTRICT CITY OF CHAMBLEE DEKALB COUNTY, GEORGIA

DEKALO COUNTY, GEORGIA



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MERCURY AIR LEASE AREA AS-SURVEYED LEGAL DESCRIPTION

ALL THAT PARCEL OR TRACT OF LAND, TOGETHER WITH IMPROVEMENTS THEREON, CONTAINING 1,128,022 SQUARE FEET (25.896 ACRES) OF LAND, MORE OR LESS, LYING AND BEING IN LAND LOT 270 OF THE 18TH LAND DISTRICT, CITY OF CHAMBLEE, DEKALB COUNTY, GEORGIA, AND BEING MORE PARTICULARLY DESCRIBED AS:

COMMENCING AT CONCRETE MONUMENT AT THE INTERSECTION OF THE EASTERN RIGHT-OF-WAY OF CLAIRMONT ROAD WITH THE SOUTHERN RIGHT-OF-WAY OF AIRPORT ROAD; THENCE ALONG THE RIGHT-OF-WAY OF AIRPORT ROAD NORTH 43 DEGREES 04 MINUTES 21 SECONDS EAST, 40.23 FEET TO A POINT; THENCE SOUTH 89 DEGREES 54 MINUTES 14 SECONDS EAST, 631.48 FEET TO A POINT; THENCE SOUTH 89 DEGREES 55 MINUTES 02 SECONDS EAST, 350.05 FEET TO A ½ INCH REBAR FOUND; THENCE SOUTH 89 DEGREES 54 MINUTES 29 SECONDS EAST, 207.60 FEET TO A POINT; THENCE LEAVING SAID RIGHT-OF-WAY SOUTH 21 DEGREES 20 MINUTES 04 SECONDS EAST, 36.29 FEET TO A POINT; THENCE SOUTH 00 DEGREES 09 MINUTES 47 SECONDS WEST, 46.37 FEET TO A POINT; THENCE SOUTH 00 DEGREES 07 MINUTES 31 SECONDS WEST, 182.53 FEET TO A POINT; THENCE NORTH 58 DEGREES 19 MINUTES 19 SECONDS EAST, 282.23 FEET TO A POINT; THENCE NORTH 55 DEGREES 58 MINUTES 26 SECONDS EAST, 177.00 FEET TO A POINT; THENCE SOUTH 78 DEGREES 25 MINUTES 18 SECONDS EAST, 43.41 FEET TO A POINT; THENCE NORTH 55 DEGREES 03 MINUTES 59 SECONDS EAST, 53.00 FEET TO A POINT; THENCE SOUTH 82 DEGREES 40 MINUTES 18 SECONDS EAST, 32.13 FEET TO A POINT; THENCE SOUTH 23 DEGREES 11 MINUTES 11 SECONDS EAST, 97.13 FEET TO A POINT; THENCE SOUTH 20 DEGREES 38 MINUTES 01 SECONDS WEST, 601.85 FEET TO A ½ INCH REBAR; THENCE SOUTH 86 DEGREES 33 MINUTES 01 SECONDS WEST, 1282.79 FEET TO A POINT; THENCE SOUTH 03 DEGREES 26 MINUTES 59 SECONDS EAST, 252.38 FEET TO A POINT; THENCE SOUTH 86 DEGREES 33 MINUTES 01 SECONDS WEST, 112.00 FEET TO A POINT: THENCE NORTH 03 DEGREES 26 MINUTES 58 SECONDS WEST. 305.06 FEET TO A POINT; THENCE SOUTH 89 DEGREES 57 MINUTES 05 SECONDS WEST, 164.49 FEET TO A POINT ON THE EASTERLY RIGHT-OF-WAY OF CLAIRMONT ROAD; THENCE ALONG THE RIGHT-OF-WAY OF CLAIRMONT ROAD NORTH 00 DEGREES 01 MINUTES 13 SECONDS WEST, 654.43 FEET TO A CONCRETE MONUMENT AND THE POINT OF BEGINNING.

Exhibit D

Revised Long Range Plan Atlantic Aviation 11/23/21

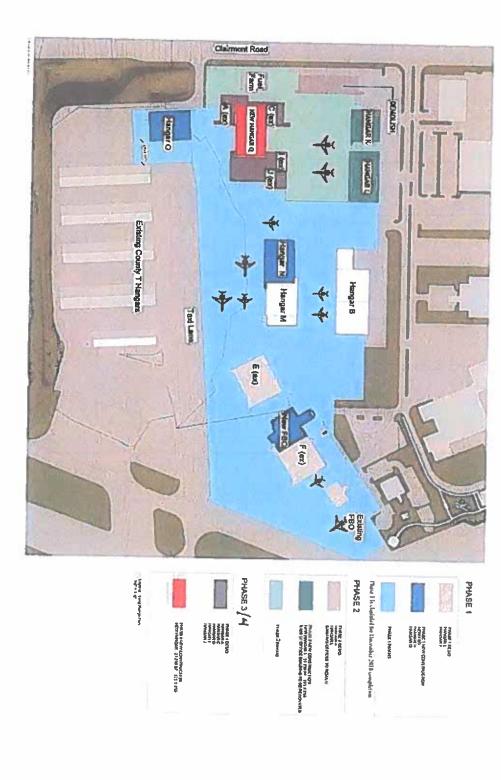


Exhibit E Undated Budget Analysis Summary For Mercury Air Center Peachtree DeKalb LLC dba Atlantic Aviation

Leasehold Development Project

	onstruction of an approximate 15,500 square foot dedicated ha	ngar
	nd adjacent office space (Hangar K), includes architectural, and materials	\$2,750,000
2. C	onstruction of an approximate 28,000 square foot hangar for pared aircraft storage and adjacent office space (Hangar L),	Ψ2,730,000
	cludes architectural, engineering, testing and materials	\$5,250,000
	onstruction of an approximate 26,500 square foot hangar for arred aircraft storage and adjacent office space (Hangar Q),	, ,
	cludes architectural, engineering, testing and materials ite work, demolitions, ramp repaving/ramp rehabilitation of	\$5,000,000
	maining acreage and fuel storage areas	\$5,500,000
5. E	Design, permitting, signage, IT, FFE	\$2,500,000