

**FIRST AMENDMENT TO LIMITED LIABILITY COMPANY  
OPERATING AGREEMENT  
OF RIVIERA BEACH EVENT CENTER, LLC**

This First Amendment to Limited Liability Company Operating Agreement (this "Amendment") of Riviera Beach Event Center, LLC, a Florida limited liability company (the "Company") is dated to be effective as of July 8, 2014.

WHEREAS, the Company has been formed pursuant to Articles of Organization filed with the Secretary of State of Florida on September 23, 2013, as amended pursuant to Articles of Amendment filed with the Secretary of State on January 9, 2014, and a Limited Liability Company Operating Agreement dated as of May 29, 2014 (the "Operating Agreement").

WHEREAS, the undersigned being the sole member of the Company (the "Sole Member") desires to amend the Operating Agreement of the Company to reflect the matters reflected herein:

**AGREEMENT**

NOW THEREFORE, the Operating Agreement of the Company is hereby amended as follows:

1. **Amendments.**

(a) A new Article 11 is hereby added to the Operating Agreement to read in its entirety as follows:

The Sole Member shall make an additional capital contribution to the Company of \$477,624 on or before April 1, 2015.

2. **Miscellaneous.**

(a) **Ratification.** Except as amended by this Amendment, the Sole Member ratifies and confirms the Operating Agreement and the terms thereof.

(b) **Binding Effect.** This Amendment is binding upon and shall inure to the benefit of the Sole Member and its heirs, executors, administrators, personal representatives, successors and assigns.

(c) **Headings.** The subject headings contained in this Amendment are for reference purposes only and do not affect in any way the meaning or interpretation hereof.

(d) Applicable Law. THIS AMENDMENT SHALL BE GOVERNED BY, AND CONSTRUED IN ACCORDANCE WITH, THE INTERNAL LAWS OF THE STATE OF FLORIDA, EXCLUSIVE OF CONFLICT OF LAWS PRINCIPLES.

(e) Severability. In case one or more of the provisions contained in this Amendment for any reason are held to be invalid, illegal or unenforceable in any respect, such invalidity, illegality or unenforceability will not affect any other provision hereof, and this Agreement will be construed as if such invalid, illegal or unenforceable provision had never been contained herein.

The foregoing Amendment has been duly adopted by the Member of the Company as of July 8, 2014.

SOLE MEMBER:

Riviera Beach CDE, Inc.

By:



TONY T. BROWN  
President