

This Instrument was Prepared By,
Record and Return To:

_____, Esq.

AMENDMENT TO MEMORANDUM OF LEASE

THIS AMENDMENT TO MEMORANDUM OF LEASE is entered into this ___ day of _____, 2017 by and between **THE CITY OF RIVIERA BEACH, FLORIDA, a Florida municipal corporation** (the "Landlord" or the "City") and **GSF FLORIDA RETAIL LLC, a Delaware limited liability company** (the "Tenant").

WITNESSETH

WHEREAS, Landlord and OMRD, LLC a Delaware limited liability company (the "Original Tenant") entered into that certain Ground Lease – Retail dated December 18, 2006 (the "Original Lease");

WHEREAS, Landlord and Original Tenant entered into that certain Memorandum of Lease dated September 26, 2008 and recorded in Official Records Book 22898 at Page 1582 in the Public Records of Palm Beach County, Florida evidencing the Original Lease (the "Memorandum of Lease");

WHEREAS the Original Lease was subsequently amended by Landlord and Tenant (as successor to Original Tenant) by the following: (i) that certain First Amendment to Ground Lease – Retail Ocean Mall dated May 14, 2013 (the "First Amendment"); (ii) that certain Second Amendment to Ground Lease – Retail Ocean Mall dated January 15, 2014 (the "Second Amendment"); (iii) that certain Third Amendment to Ground Lease – Retail Ocean Mall dated March 19, 2014 (the "Third Amendment"); and (iv) that certain Fourth Amendment to Ground

Lease – Retail Ocean Mall dated March 2, 2016 (the “Fourth Amendment” and collectively with the First Amendment, the Second Amendment, and the Third Amendment, the “Lease Amendments”). The Original Lease as modified by the Lease Amendments is herein referred to as the “Lease”; and

WHEREAS, Landlord and Tenant now wish to modify the Memorandum of Lease so as to reflect an amendment to the legal description of the Leased Premises (as such term is defined in the Lease) which was provided for in the Second Amendment.

NOW THEREFORE, in consideration of the premises, Ten Dollars (\$10.00) in hand paid by each party hereto to the other party, and other good and valuable considerations, the receipt and sufficiency of which is hereby acknowledged, the Landlord and Tenant agree as follows:

1. Recitals. The above recitals are true and correct and are incorporated herein by reference as if set forth in full.

2. Leased Premises. The legal description of the Leased Premises is set forth in **Exhibit “A”** attached hereto and made a part hereof and such **Exhibit “A”** replaces and supersedes the Exhibit “A” attached to the Memorandum of Lease.

[REMAINDER OF PAGE LEFT BLANK]

IN WITNESS WHEREOF, Landlord and Tenant have executed this Amendment to Memorandum of Lease the date first written above.

THE CITY OF RIVIERA BEACH, FLORIDA

ATTEST:

By: _____
Name: _____
Title: Mayor

By: _____
Name: _____
Title: City Clerk

Witnesses:

Print Name: _____

APPROVED AS TO FORM AND LEGAL SUFFICIENCY

Name: _____
Title: _____

GSF FLORIDA RETAIL LLC, a Delaware limited liability company

Witnesses:

By: _____
Name: _____
Title: _____

Print Name: _____

[Acknowledgments Appear on the Following Page]

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this ____ day of _____, 2017, by _____, Mayor, and _____, City Clerk all of THE CITY OF RIVIERA BEACH, FLORIDA, on behalf of the City, of who

_____ are personally known to me OR
_____ have produced _____ as identification

NOTARY PUBLIC
NOTARY NAME: _____
Serial (Commission) Number: _____

(NOTARY STAMP)

STATE OF _____
COUNTY OF _____

The foregoing instrument was acknowledged before me this ____ day of _____, 2017, by _____, as _____ of GSF FLORIDA RETAIL LLC, a Delaware limited liability company, on behalf of the limited liability company, of who

_____ is personally known to me OR
_____ has produced _____ as identification

NOTARY PUBLIC
NOTARY NAME: _____
Serial (Commission) Number: _____

(NOTARY STAMP)

EXHIBIT "A"

LEGAL DESCRIPTION OF LEASED PREMISES

PARCEL "B" AND PORTIONS OF PARCELS "C" AND "D", OF THE PLAT OF RIVIERA BEACH OCEAN TRACT, ACCORDING TO THE PLAT THEREOF, AS RECORDED IN PLAT BOOK 30, PAGES 98 AND 99, OF THE PUBLIC RECORDS OF PALM BEACH COUNTY, FLORIDA, AND TOGETHER WITH PORTIONS OF OCEAN AVENUE, NORTH OCEAN BOULEVARD AND BEACH AVENUE, ALSO BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTHWEST CORNER OF PARCEL "A", AS SHOWN ON SAID PLAT OF RIVIERA BEACH OCEAN TRACT; THENCE ALONG THE WEST LINE OF SAID PARCEL "A" AND ALONG THE EAST RIGHT OF SAID OCEAN AVENUE, AS SHOWN ON SAID PLAT OF RIVIERA BEACH OCEAN TRACT, SOUTH 00°46'50" WEST, A DISTANCE OF 923.71 FEET; THENCE CONTINUE ALONG SAID WEST LINE OF PARCEL "A", SOUTH 90°00'00" EAST, A DISTANCE OF 50.46 FEET; THENCE CONTINUE ALONG SAID WEST LINE OF PARCEL "A", SOUTH 00°00'00" WEST, A DISTANCE OF 75.00 FEET TO THE SOUTHWEST CORNER OF SAID PARCEL "A", THENCE ALONG THE SOUTH LINE OF SAID PLAT OF RIVIERA BEACH OCEAN TRACT AND IT'S WESTERLY EXTENSION , NORTH 90°00'00" WEST, A DISTANCE OF 509.93 FEET TO A POINT ON THE EAST LINE OF LOT 415, PALM BEACH SHORES, AS SHOWN ON PLAT BOOK 23, PAGES 29 THROUGH 32, OF SAID PUBLIC RECORDS OF PALM BEACH COUNTY, FLORIDA; THENCE ALONG SAID EAST LINE OF LOT 415 AND ALONG THE WEST RIGHT OF WAY LINE OF NORTH OCEAN BOULEVARD, NORTH 02°36'30" EAST, A DISTANCE OF 50.05 FEET; THENCE LEAVING SAID EAST LOT LINE AND WEST RIGHT OF WAY LINE, NORTH 90°00'00" EAST, A DISTANCE OF 241.83 FEET; THENCE NORTH 00°46'50" EAST, A DISTANCE OF 365.03 FEET; THENCE NORTH 90°00'00" WEST, A DISTANCE OF 230.17 FEET; THENCE ALONG THE AFORESAID WEST RIGHT OF WAY LINE OF NORTH OCEAN BOULEVARD AS SHOWN ON SAID PLAT OF PALM BEACH SHORES, NORTH 02°36'30" EAST, A DISTANCE OF 375.18 FEET TO A POINT OF CURVATURE OF A CURVE CONCAVE TO THE SOUTHWEST HAVING A RADIUS OF 30.00 FEET AND A CHORD BEARING OF NORTH 66°54'51" WEST; THENCE NORTHWESTERLY ALONG THE ARC OF SAID CURVE AND ALONG SAID WEST RIGHT OF WAY LINE, THROUGH A CENTRAL ANGLE OF 139°02'41", AND AN ARC DISTANCE OF 72.80 FEET TO A POINT ON THE EASTERLY RIGHT OF WAY LINE OF STATE ROAD 703 (A1A), AS SHOWN ON SAID PLAT OF PALM BEACH SHORES, SAID POINT ALSO BEING THE POINT OF CUSP OF A CURVE CONCAVE TO THE NORTHWEST HAVING A RADIUS OF 623.69 FEET AND

A CHORD BEARING OF NORTH 33°14'28" EAST; THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE AND ALONG SAID EASTERLY RIGHT OF WAY LINE THROUGH A CENTRAL ANGLE OF 20°38'41", AND AN ARC DISTANCE OF 224.73 FEET TO THE NON-TANGENT INTERSECTION THEREOF WITH THE NORTH RIGHT OF WAY LINE OF OCEAN AVENUE AS SHOWN ON SAID PLAT OF RIVIERA BEACH OCEAN TRACT; THENCE DEPARTING SAID EASTERLY RIGHT OF WAY LINE OF STATE ROAD 703 (A1A) AND RUNNING ALONG SAID NORTH RIGHT OF WAY LINE OF OCEAN AVENUE, SOUTH 89°58'36" EAST, A DISTANCE OF 365.26 FEET TO THE POINT OF BEGINNING.