SECOND AMENDMENT TO LEASE BETWEEN PORT OF SEATTLE AND CROWLEY MARINE SERVICES PIERS 16/17

Item Number: _	5a Attach
Date of Meeting:	May 3, 2011

THIS SECOND AMENDMENT TO LEASE made as of _______, 2011, by and between the PORT OF SEATTLE, a Washington municipal corporation, hereinafter called "the Port," and CROWLEY MARINE SERVICES, INC., a Delaware corporation, hereinafter called "Lessee."

WITNESSETH:

WHEREAS, the parties entered into a lease agreement dated December 23, 1999, covering certain premises and activities by Lessee at Piers 16/17, Seattle, Washington; and

WHEREAS, the parties entered into a Reforming Amendment dated November 13, 2001, to the December 23, 1999, lease agreement, which lease and Reforming Amendment are collectively referred to as the "Basic Lease;" and

WHEREAS, the parties entered into a First Amendment to the Basic Lease on August 6, 2002, to design and construct a pole cap extension, with a corresponding adjustment to the Premises boundary, adjustment to use of Premises, adjustment to maintenance and repair obligations, and adjustment to improvements; and

WHEREAS, the parties now wish to further revise the Basic Lease as previously amended by reducing the submerged land lease area by 13,100 square feet, effective May 3, 2011, with a corresponding reduction in rent;

NOW THEREFORE, in consideration of their mutual promises, the parties hereby agree as follows:

- 1. The submerged land lease area referenced in Paragraph 1, LEASED PREMISES, subsection (a), of the Basic Lease is reduced from 544,347 square feet to 531,247 square feet, effective May 3, 2011.
- 2. The total monthly rental payable by Lessee is reduced from \$41,254.14 to \$40,807.32, effective May 3, 2011, based on the following calculations:

Effective May 3, 2011:

531,247 s.f. Submerged @ \$0.40930/sf/yr = \$217,439.40/yr ÷ 12 = \$18,119.95/mo.* Area

136,097 s.f. Upland and @ \$2.00040/sf/yr = \$272,248.44/yr ÷ 12 = \$22,687.37/mo.* Pier Area

Total \$40,807.32/mo.*

*plus applicable taxes.

3. Exhibit "A-2," LEASED PREMISES, is attached hereto and incorporated herein, superseding Exhibit "A-1."

- 4. Exhibit "B-2," LEGAL DESCRIPTION, is attached hereto and incorporated herein, superseding Exhibit "B."
- 5. This lease may be subject to the applicable provisions of the Shipping Act of 1984, the Shipping Act of 1916, the Ocean Shipping Reform Act of 1998 and their respective implementing regulations. If so, no future amendment or modifications to this lease shall become effective until the appropriate procedures, if any, have been completed in accordance with the procedures of the appropriate federal agency that has jurisdiction.
- 6. Except as expressly amended herein, all provisions of the Basic Lease (as previously amended) shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have executed this Second Amendment as of the day and year first above written.

CROWLEY MARINE SERVICES, INC.,

a municipal corporation	a Delaware Corporation
By	By htm 1
lts	Its Authorized Agent
LESSOR	LESSEE

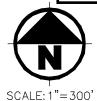
PORT OF SEATTLE,

Notary to Second Amendment to Lease with CROWLEY MARINE SERVICES, INC. at Piers 16/17.

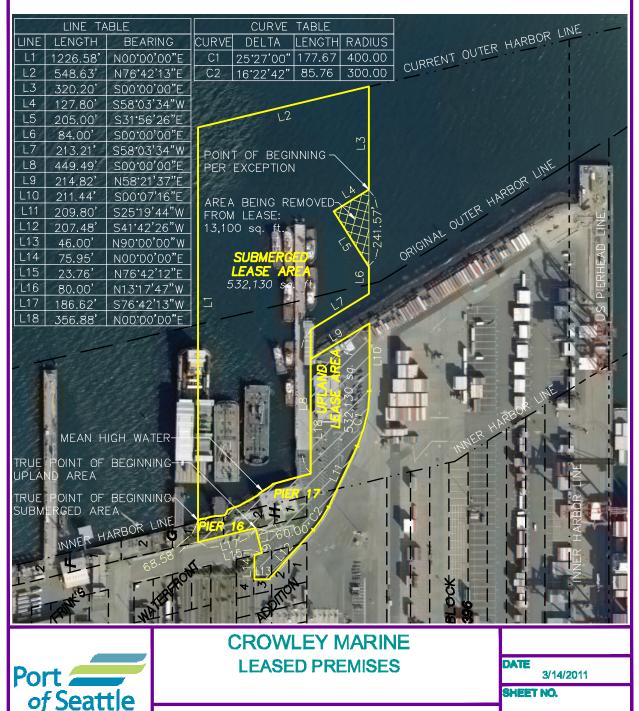
STATE OF WASHINGTON)		
COUNTY OF KING)		
COUNTY OF KING)		
On this day of notary public in and for the State of appeared Tay Yoshitani, to me know SEATTLE, a municipal corporation, acknowledged said instrument to be the uses and purposes therein men execute the same.	wn to be the Chief Executive C the corporation that executed e the free and voluntary act an	Officer of the PORT OF the foregoing instrument, and d deed of said corporation, for
WITNESS my hand and offic written.	cial seal hereto the day and ye	ear in this Certificate first above
	Notary Public in and	for the State of
	Washington, residing	at
	My appointment expi	res
8		
(ACKNOWLE	DGMENT FOR CORPORATE	LESSEE)
STATE OF WASHINGTON)		
COUNTY OF KING) ss.		
On this	day of, to me k	. 20 / / . before me.
personally appeared		and
D	, to me k	nown to be the
respectively of the corporation that a acknowledged said instrument to be the uses and purposes therein men execute said instrument and that the	e the free and voluntary act an itioned, and on oath stated tha	d deed of said corporation, for t they were authorized to
IN WITNESS WHEREOF I h day and year first above written.	nave hereunto set my hand an	d affixed my official seal the
	$M \cap D \cup M$. 1
	Notary Public in and for the	hu/by
	WASHING THE STREET	ng at 1602 Sty MASSACIPATAS
	Notary Public in and for the suppointment expires 3,	101/13
		<i>'</i>
		AND THE RESERVE



PORTION OF THE SECTION 7 TWN. 24 N., RNG. 4 E., W.M. KING COUNTY, WASHINGTON



1 OF 1



AMENDED LEASE AREA EXHIBIT A-2

Exhibit B-2

Legal Description

Pier 17 Lease Area

PORTIONS OF BLOCKS A, G AND H OF THE PLAT OF FRANK'S WATERFRONT ADDITION TO THE CITY OF SEATTLE, BLOCK 396, PLAT OF SEATTLE TIDE LANDS, INCLUDING VACATED 11TH AVENUE SW, VACATED SW MASSACHUSETTS STREET AND ADJOINING HARBOR AREA LYING IN THE NORTHWEST QUARTER OF SECTION 7, TOWNSHIP 24 NORTH, RANGE 4 EAST, W.M. IN THE CITY OF SEATTLE, KING COUNTY, WASHINGTON, DESCRIBED AS FOLLOWS:

UPLAND AREA

BEGINNING AT THE SOUTHWEST CORNER OF THE EASTERLY 60.00 FEET, AS MEASURED ALONG THE NORTHERLY LINE OF SW MASSACHUSETTS STREET, OF LOT 2, BLOCK "H" OF THE PLAT OF FRANK'S WATERFRONT ADDITION TO THE CITY OF SEATTLE; THENCE SOUTH 76° 42' 13" WEST ALONG SAID NORTHERLY MARGIN OF SW MASSACHUSETTS STREET. A DISTANCE OF 186.62 FEET TO AN INTERSECTION WITH A LINE WHICH IS PARALLEL TO THE WEST BOUNDARY OF SAID LOT 2, BLOCK "H" AND DISTANT 2.98 FEET THEREFROM, AS MEASURED ALONG SAID MARGIN, THENCE NORTH 00° 00' 00" EAST ALONG SAID PARALLEL LINE A DISTANCE OF 68.58 FEET TO THE LINE OF MEAN HIGH WATER: ALONG SAID LINE OF MEAN HIGH WATER EASTERLY AND NORTHEASTERLY TO IT'S INTERSECTION WITH THE BULKHEAD UNDER THE PIER 17 APRON: THENCE NORTH 00° 00' 00" EAST ALONG SAID BULKHEAD A DISTANCE OF 356.88 FEET; THENCE NORTH 58° 21' 37" EAST A DISTANCE OF 214.82 FEET TO THE EASTERLY SIDE OF A CONCRETE BARRIER; THENCE SOUTH 00° 07' 16" EAST ALONG SAID BARRIER A DISTANCE OF 211.44 FEET TO A POINT OF CURVATURE; THENCE ALONG A CURVE TO THE RIGHT HAVING A RADIUS OF 400.00 FEET: THROUGH A CENTRAL ANGLE OF 25° 27' 00", A DISTANCE OF 177.67 FEET; THENCE SOUTH 25° 19' 44" WEST A DISTANCE OF 209.80 FEET TO A POINT OF CURVATURE; THENCE ALONG A CURVE TO THE RIGHT HAVING A RADIUS OF 300.00 FEET, THROUGH A CENTRAL ANGLE OF 16° 22' 42", A DISTANCE OF 85.76 FEET; THENCE SOUTH 41° 42' 26" WEST A DISTANCE OF 207.48 FEET; THENCE SOUTH 90° 00' 00" WEST A DISTANCE OF 46.00 FEET; THENCE NORTH 00° 00" 00" EAST A DISTANCE OF 75.95 FEET TO THE SOUTHERLY MARGIN OF SW MASSACHUSETTS STREET; THENCE NORTH 76° 42' 12" EAST ALONG SAID MARGIN A DISTANCE OF 23.76 FEET TO THE WESTERLY MARGIN OF THE VACATED PORTION OF SAID STREET; THENCE NORTH 13° 17' 47" WEST ALONG SAID MARGIN A DISTANCE OF 80.00 FEET TO THE NORTHERLY MARGIN OF SAID STREET AND THE POINT OF BEGINNING.

CONTAINING: 140,185 SQUARE FEET (3.22 ACRES)

SUBMERGED AREA

BEGINNING AT A POINT OF INTERSECTION WITH A LINE WHICH IS PARALLEL TO THE WEST BOUNDARY OF SAID LOT 2, BLOCK "H" AND DISTANT 2.98 FEET THEREFROM, AS MEASURED ALONG SAID MARGIN, AND THE NORTHERLY MARGIN OF SW MASSACHUSETTS STREET; THENCE NORTH 00° 00" 00" EAST ALONG SAID LINE A DISTANCE OF 68.58 FEET TO THE TRUE POINT OF BEGINNING; THENCE CONTINUING NORTH 00° 00" 00" EAST A DISTANCE OF 1226.56 FEET TO THE OUTER HARBOR LINE, AS RELOCATED IN 1969; THENCE NORTH 76° 42' 13" EAST ALONG SAID LINE A DISTANCE OF 548.63 FEET: THENCE SOUTH 00° 00' 00" EAST A DISTANCE OF 645.76

FEET; THENCE SOUTH 58° 03' 34" WEST A DISTANCE OF 213.21 FEET TO THE INTERSECTION WITH THE NORTHERLY PROJECTION OF THE BULKHEAD UNDER THE PIER 17 APRON; THENCE SOUTH 00° 00' 00" EAST ALONG SAID BULKHEAD AND IT'S PROJECTION, A DISTANCE OF 449.49 FEET TO THE LINE OF MEAN HIGH WATER; THENCE ALONG SAID LINE OF MEAN HIGH WATER SOUTHWESTERLY TO THE TRUE POINT OF BEGINNING.

EXCEPT:

THAT PORTION OF SAID SUBMERGED AREA DESCRIBED AS FOLLOWS:

COMMENCING AT THE INTERSECTION OF SAID OUTER HARBOR LINE AND THE EASTERLY MARGIN OF SAID SUBMERGED AREA ALSO BEING THE MOST NORTHEASTERLY CORNER OF SAID SUBMERGED AREA; THENCE SOUTH 00° 00′ 00″ EAST ALONG SAID EASTERLY MARGIN, A DISTANCE OF 320.20 FEET TO THE POINT OF BEGINNING; THENCE SOUTH 58° 03′ 34″ WEST, A DISTANCE OF 127.80 FEET, THENCE SOUTH 31° 56′ 26″ EAST, A DISTANCE OF 205.00 FEET TO SAID EASTERLY MARGIN; THENCE NORTH 00° 00′ 00″ WEST ALONG SAID EASTERLY MARGIN, A DISTANCE OF 241.57 TO THE POINT OF BEGINNING.

CONTAINING: 532,130 SQUARE FEET OR 12.22 ACRES MORE OR LESS