

**AMENDMENT NO. 1 TO THEME RETAIL (WEST HALL)
CONCESSION AGREEMENT**

THIS AMENDMENT NO. 1 TO THEME RETAIL (WEST HALL) CONCESSION AGREEMENT (“**Amendment No. 1**”) is made and entered into as of the ____ day 9/29/2021, 2021, by and between **THE GREATER ORLANDO AVIATION AUTHORITY** (“**Aviation Authority**”) and **WALT DISNEY PARKS & RESORTS U.S., INC.** (“**Company**”).

WHEREAS, Company and the Aviation Authority entered into that certain Theme Retail (West Hall) Concession Agreement, effective September 18, 2018 (the “**Agreement**”), whereby the Aviation Authority granted Company the rights, obligation and privilege to operate a theme retail concession at designated locations in the North Terminal Complex of the Orlando International Airport (the “**Airport**”); and

WHEREAS, the Premises, as defined in Article 2.A.1. of the Agreement, and confirmed by that certain December 12, 2018 confirmation letter executed by the parties, is equal to Four Thousand One Hundred Thirty (4,130) square feet; and

WHEREAS, due to improvements made by Company that were realized by the Aviation Authority post-construction, it is necessary to make a small addition to the square footage of the Premises, as described in detail below; and

WHEREAS, Company and the Aviation Authority desire to enter into this Amendment No. 1 to effectuate such changes.

NOW, THEREFORE, in consideration of the mutual covenants and promises contained herein, the parties do hereby agree as follows:

1. Definitions. Article 1, of the Agreement, entitled “Definitions,” is incorporated herein by reference, all other terms and phrases not otherwise amended or defined herein shall have the same meaning as defined in the Agreement.

2. Modification of Article 2.A.1. Article 2.A.1. entitled “Rights and Premises” is modified to change the definition of the Premises to the approximately FOUR THOUSAND TWO HUNDRED SIX (4,206) square feet depicted on Exhibit “A-1” attached hereto and Article 2.A.1. is further modified by deleting Exhibit “A” and replacing the same with Exhibit “A-1,” attached hereto. All references in the Agreement to Exhibit “A” or the Premises shall heretofore be interpreted as referring to the space depicted on Exhibit “A-1.”

3. Entire Agreement. All terms not expressly defined herein shall have the same meanings as ascribed to them in the Agreement. This Amendment No. 1 sets forth the entire agreement between the parties with respect to the matters set forth herein. There have been no additional oral or written representations or agreements. Except as amended herein, all of the terms and provisions of the Agreement between the parties shall remain in full force and effect. In case of any inconsistency between the provisions of the Agreement and this Amendment No. 1, the later provision shall govern and control.

IN WITNESS WHEREOF, the parties hereto have caused this Amendment No. 1 to be executed the day and year first above written.

ATTEST:

DocuSigned by:
By: Gail Musselwhite
Board Services

GREATER ORLANDO AVIATION AUTHORITY

DocuSigned by:
By: Phillip Brown
Philip N. Brown, A.A.E.
Chief Executive Officer

Date: 9/29/2021, 2021

APPROVED AS TO FORM AND LEGALITY
On the ____ day of 9/29/2021, 2021
for the use and reliance of the Greater
Orlando Aviation Authority, only.

DocuSigned by:
By: Marannie Rodriguez

WALT DISNEY PARKS & RESORTS U.S., INC.

DocuSigned by:
By: Mahmud Dhanani

Print Name: Mahmud A. Dhanani

Title: Vice President

Date: 9/28/2021

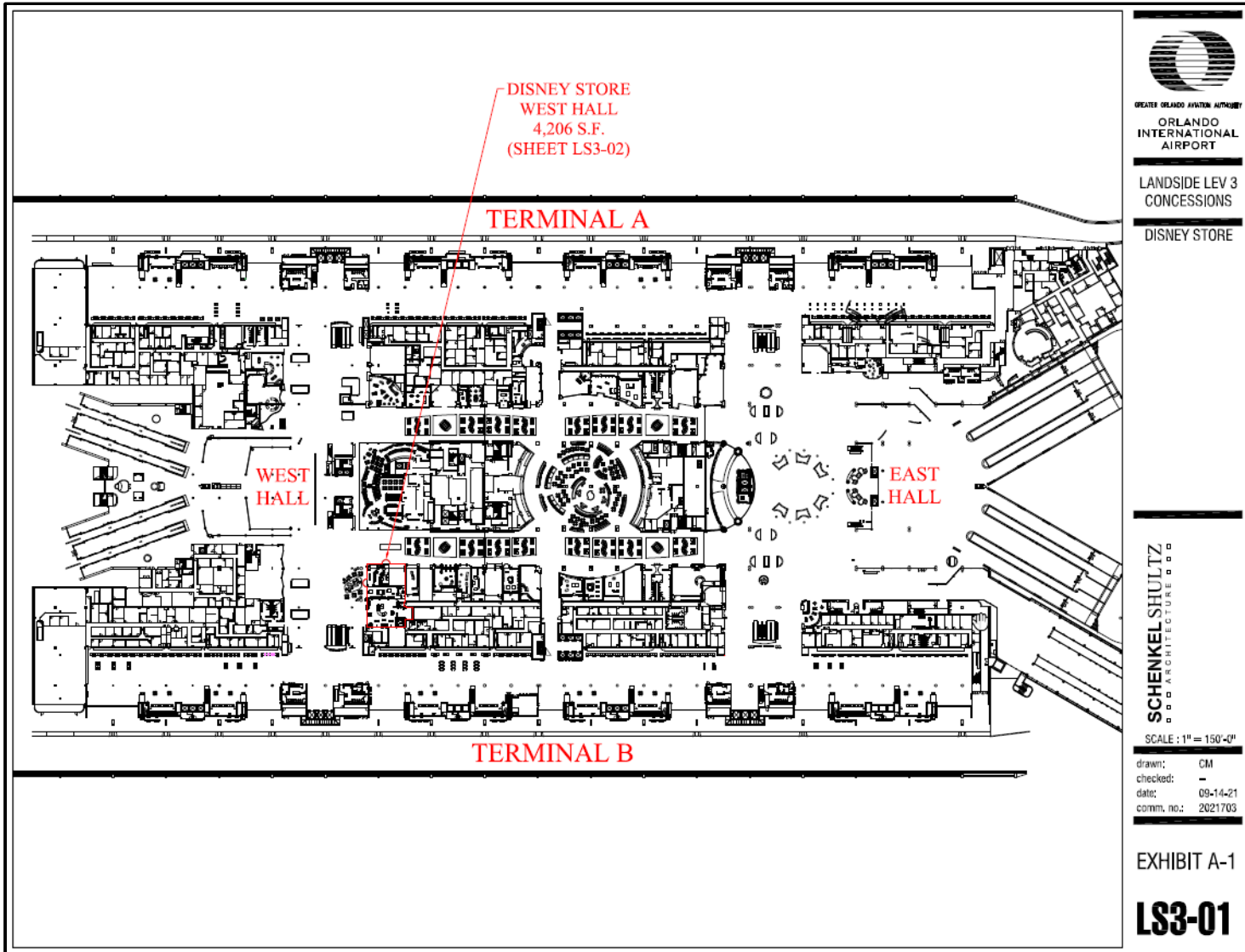
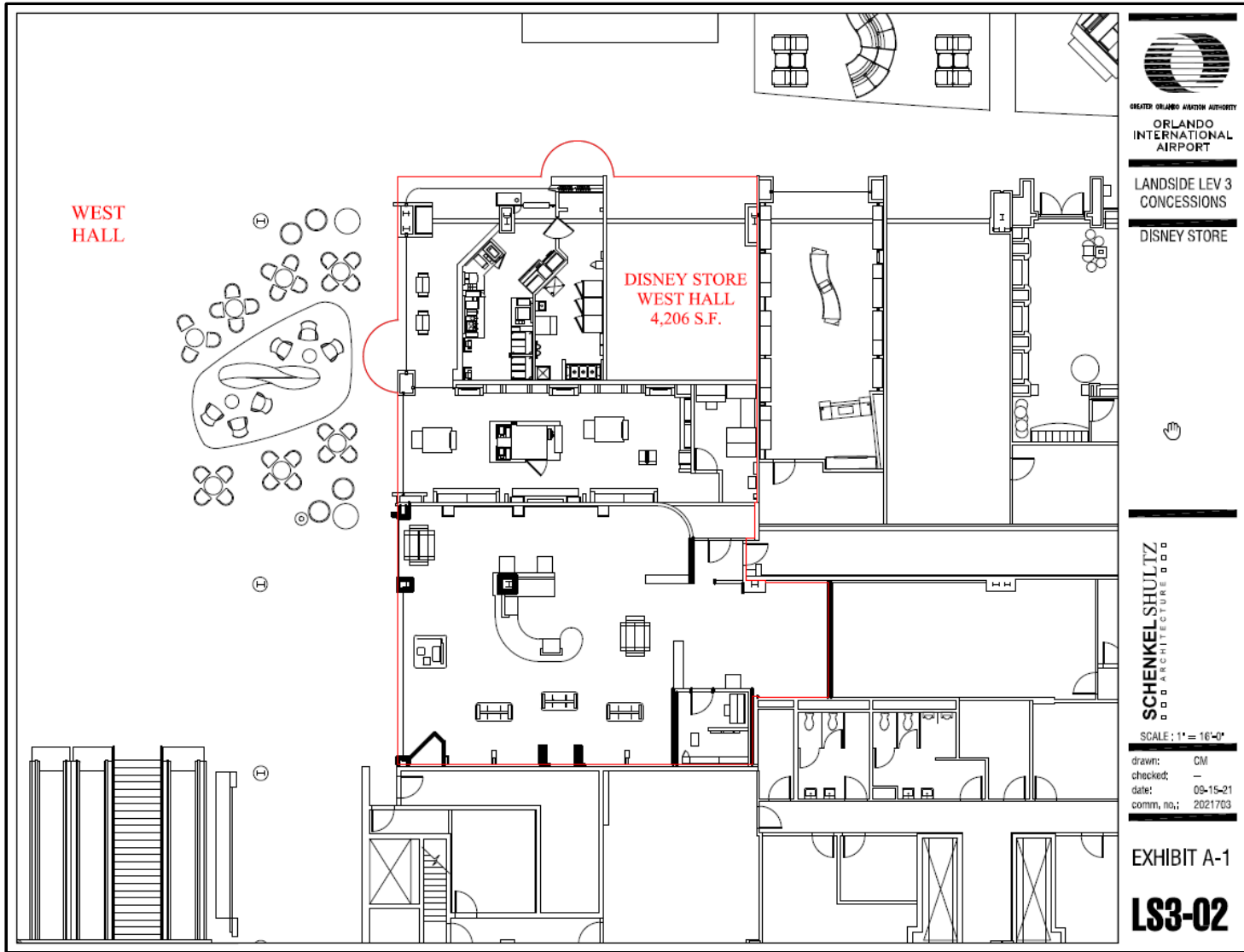


EXHIBIT "A-1"



GREATER ORLANDO AVIATION AUTHORITY
ORLANDO INTERNATIONAL AIRPORT

LANDSIDE LEV 3
CONCESSIONS

DISNEY STORE



SCHENKEL SHULTZ
ARCHITECTURE

SCALE: 1" = 16'-0"
drawn: CM
checked: -
date: 09-15-21
comm. no.: 2021703

EXHIBIT A-1

LS3-02