



Peter O. Knight Airport
Plant City Airport
Tampa Executive Airport



Hillsborough County
Aviation Authority
P.O. Box 22287
Tampa, Florida 33622
phone/ 813-870-8700
fax/ 813-875-6670
TampaAirport.com

August 17, 2021

Mr. Allen Ashcraft
Secretary
Global Aviation Services, GAS, LLC
3 Sugar Creek Center, Suite 450
Sugar Land, TX 77478
Via email: aashcraft@primeflight.com

Mr. James O'Grady
President
Air Transport International, Inc.
145 Hunter Dr. MS2061T
Wilmington, OH 45177
Via email: Jim.ogrady@airtranint.com

RE: Letter of Agreement
Ground Service Equipment Facilities - Suite 2200 (Premises)
Tampa International Airport (Airport)

Dear Mr. Ashcraft and Mr. O'Grady:

The following constitutes a Letter of Agreement (LOA) between Global Aviation Services, GAS, LLC (GAS) and Air Transport International, Inc. (ATI) regarding the Ground Service Equipment (GSE) Facilities Space Rental Agreement between GAS and the Hillsborough County Aviation Authority (Authority), dated March 2, 2017 (Agreement). The purpose of this LOA is to clarify the responsibility for repayment to Authority of Company's Improvements Rent (CIR) for the Premises, as those terms are defined in the Agreement, before, during, and after the proposed future tenancy of the Premises by ATI.

Whereas, the Agreement, in part, requires GAS to repay Authority for the cost of CIR for the Premises constructed by Authority until such time as the balance of CIR is paid in full or Authority executes a GSE Facilities Space Rental Agreement for the Premises with a replacement tenant (See Sections 5.01(B) (1) and (2) of the Agreement); and

WHEREAS, ATI may terminate this LOA upon 180 days' written notice to Authority and GAS provided that ATI simultaneously terminates the GSE Facilities Space Rental Agreement between ATI and the Authority dated September 2, 2021; and

Whereas, ATI desires to lease the Premises for a period of 6 years from September 1, 2021 through September 30, 2027 (Term); and

Whereas, ATI agrees to pay to Authority the GSE Building Rent, O&M Rent, and CIR, as those terms are defined in the Agreement, during the Term.

Now, therefore, the Parties agree as follows:

1. If ATI leases the Premises from Authority, ATI thereby assumes the obligation for payment of the GSE Rent, O&M Rent, and CIR during the Term of this LOA, unless terminated earlier as

IN WITNESS WHEREOF, the parties hereto have set their hands and corporate seals on this _____ day of _____, 2021.

ATTEST:

HILLSBOROUGH COUNTY AVIATION AUTHORITY

Jane Castor, Secretary
Address: P. O. Box 22287
Tampa, FL 33622

By: _____
Gary W. Harrod, Chairman
Address: P. O. Box 22287
Tampa, FL 33622

Signed, sealed, and delivered
in the presence of:

Witness Signature

Print Name

Witness Signature

Print Name

LEGAL FORM APPROVED:

By: ^{DocuSigned by:}
David Scott Knight

David Scott Knight
Assistant General Counsel

HILLSBOROUGH COUNTY AVIATION AUTHORITY
STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me by means of physical presence or online notarization, this ____ day of _____, 2021, by Gary W. Harrod in the capacity of Chairman, and by Jane Castor in the capacity of Secretary, of the Board of Directors, Hillsborough County Aviation Authority, an independent special district under the laws of the State of Florida, on its behalf. They are personally known to me and they did not take an oath.

Signature of Notary Public – State of Florida

(Print, Type, or Stamp Commissioned Name of Notary Public)

DocuSign
Envelopes
are
secure

GLOBAL AVIATION SERVICES, GAS, LLC

By: [Signature]

Title: Secretary

Date: 8-17-21

R. Allen Ashcraft, Jr.
Print Name

3 Susan Cook Ct., ste 450
Print Address

Sugar Land Tx 77478

Signed in the presence of:

[Signature]
Witness Signature

Christopher Peixoto
Print Name

[Signature]
Witness Signature

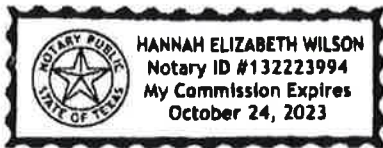
JOHN A. MORENO
Print Name

GLOBAL AVIATION SERVICES, GAS, LLC

STATE OF Texas

COUNTY OF FORT BEND

The foregoing instrument was acknowledged before me by means of physical presence or online notarization, this 17th day of August, 2021, by R. ALLEN ASHCRAFT, JR. as secretary (type of authority) for Global aviation services, GAS, LLC (name of party on behalf of whom instrument was executed) as (name of person)



[Signature]
(Signature of Notary Public – State of Texas)

Hannah Elizabeth Wilson
(Print, Type, or Stamp Commissioned Name of Notary Public)

Personally known to me OR Produced Identification

(Type of Identification Produced)

AIR TRANSPORT INTERNATIONAL, INC.

By: *Jim O'Grady*

Title: *President*

Date: *8/17/21*

Print Name: *Jim O'Grady*

Print Address: 145 Hunter Drive MS-2061T

Wilmington, OH

Signed in the presence of:

Samantha Gorman
Witness Signature

Samantha Gorman
Print Name

Jerry Solais
Witness Signature

JERRY SOLAIS
Print Name

AIR TRANSPORT INTERNATIONAL, INC.

STATE OF *Ohio*

COUNTY OF *Clinton*

The foregoing instrument was acknowledged before me by means of physical presence or online

notarization, this *17* day of *August*, 202*1*, by *Jim O'Grady* as
(name of person)

President for *Air Transport International*
(type of authority) (name of party on behalf of whom instrument was executed)



Cathy Williams, Notary Public
In and for the State of Ohio
My Commission Expires May 6, 2023

Cathy Williams
(Signature of Notary Public - State of *Ohio*)

CATHY WILLIAMS
(Print, Type, or Stamp Commissioned Name of Notary Public)

Personally known to me OR Produced Identification

Drivers License
(Type of Identification Produced)