

**AMENDMENT #3 TO AGREEMENT
COUNTY OF MONTEREY AND FOREVER RESORTS**

THIS AMENDMENT is made to the AGREEMENT to operate the resort businesses at Lake Nacimiento and Lake San Antonio dated April 22, 2008, by and between Monterey Lake Resorts and Marinas, LLC, hereinafter referred to as "Forever Resorts", and the County of Monterey, a political subdivision of the State of California, hereinafter referred to as "County".

WHEREAS, County and Forever Resorts wish to amend the AGREEMENT to extend its term for another full year from its original termination date and to clarify the actions of the parties;

NOW, THEREFORE, the County and Forever Resorts hereby agree to amend the AGREEMENT in the following manner:

1. The original AGREEMENT, as previously amended, shall be amended by deleting the original Paragraph/Section 2-term provision: "This Agreement shall be in full force and effect, commencing April 22, 2008 and ending at midnight on April 22, 2010", and it shall be replaced in its entirety with the following: **"This Agreement shall be in full force and effect, commencing April 22, 2008 and ending at midnight on April 23, 2011."**
3. Accept as provided herein, all remaining terms, conditions and provisions of the AGREEMENT are unchanged and unaffected by this Amendment and shall continue in full force and effect as set forth in the AGREEMENT.
4. A copy of the Amendment #3 shall be attached to the original AGREEMENT dated April 22, 2008, Amendment #1 dated April 23, 2009, and Amendment #2 dated June 23, 2010.

IN WITNESS WHEREOF, the parties have executed the Amendment on the day and year written below.

MONTEREY COUNTY

MONTEREY LAKE RESORTS AND
MARINAS, LLC

Chair, Board of Supervisors

By _____
Company Representative

Dated _____

Printed Name _____

Dated _____

APPROVED AS TO FORM:
COUNTY COUNSEL

By: Deputy County Counsel
Date _____