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FIRST AMENDMENT TO TRIPLE NET GOVERNMENT PROPERTY LEASE

THIS FIRST AMENDMENT TO TRIPLE NET GOVERNMENT PROPERTY LEASE (this "Amendment") is entered into as of the __ day of _____, 2020 (the "Effective Date"), by and between **RIO NUEVO MULTIPURPOSE FACILITIES DISTRICT**, an Arizona tax levying special facilities district, having its office at 400 West Congress, Suite 152, Tucson, AZ 85701 (hereinafter "Landlord"), and **TCC HOTEL I, LLC**, an Arizona limited liability company, having its office at 8901 E. Mountain View Road, Suite 150, Scottsdale, AZ 85258 (hereinafter "Tenant").

RECITALS:

WHEREAS, Landlord and Tenant entered into that certain Triple Net Government Property Lease dated as of April 12, 2019 (the "Lease").

WHEREAS, the parties desire to amend the Lease as set forth herein.

NOW, THEREFORE, in consideration of the premises and promises contained herein, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

AGREEMENT:

1. Accuracy of Recitals. The parties hereby acknowledge the accuracy of the Recitals which are incorporated herein by this reference.

2. Capitalized Terms. All capitalized terms used herein shall have the meaning given to them in the Lease.

3. Amendment. The Lease is hereby amended by deleting the existing Article 6 and replacing it with the following Article:

ARTICLE 6
PARKING

6.1 Parking. During the Rental Period, Landlord shall make available to Tenant, at no separate cost or fee to Tenant, 112 parking spaces in the existing east parking lot of the TCC owned by Landlord. Tenant shall be solely responsible for any cost or expense necessary to insure that the 112 parking spaces are used only by hotel guests and shall hold Landlord harmless from any violation of this provision by any non-hotel guest. In

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addition to the foregoing, Tenant shall have the right to use up to 38 spaces in the parking garage to be constructed by Landlord on a "first-come, first-served" basis at the then-current rate for public parking to the extent such parking spaces are available. The location of the 112 surface parking spaces and the parking garage are shown on Exhibit M attached hereto and incorporated herein by this reference.

4. Effect of Amendment. Except as specifically modified by this Amendment, the Purchase Agreement remains in full force and effect and is in all events ratified, confirmed and approved.

5. Counterparts. This Amendment may be executed in counterparts, which together shall constitute a single instrument.

[SIGNATURES ON FOLLOWING PAGE.]

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IN WITNESS WHEREOF, the parties have executed this Amendment as of the date and year first set forth above.

"Landlord"

RIO NUEVO MULTIPURPOSE FACILITIES DISTRICT,
an Arizona tax levying special facilities district

By: _____
Name: _____
Its: _____

ATTEST:

By: _____
Name: _____
Its: _____

"Tenant"

TCC HOTEL I, LLC,
an Arizona limited liability company

By: DocuSigned by: Jennifer Schrader 68DCC9DFD9594E9...
Name: Jennifer Schrader
Its: Authorized Signatory

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IN WITNESS WHEREOF, the parties have executed this Amendment as of the date and year first set forth above.

"Landlord"

RIO NUEVO MULTIPURPOSE FACILITIES DISTRICT,
an Arizona tax levying special facilities district

By: _____
Name: _____
Its: _____

ATTEST:

By: _____
Name: MARK IRWIN
Its: VICE CHAIR - SECRETARY

"Tenant"

TCC HOTEL I, LLC,
an Arizona limited liability company

DocuSigned by:
By: Jennifer Schrader
68DCC9DFD9594E9...
Name: Jennifer Schrader
Its: Authorized Signatory

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EXHIBIT M

Location of 112 Parking Spaces and Parking Garage