

**CITY OF EL PASO, TEXAS
AGENDA ITEM
DEPARTMENT HEAD'S SUMMARY FORM**

DEPARTMENT: Airport

AGENDA DATE: January 22, 2013

CONTACT PERSON/PHONE: Monica Lombraña, A.A.E. -780-4793

DISTRICT(S) AFFECTED: All

SUBJECT:

Resolution, authorizing the City Manager to sign a Lessor's Approval of Assignment by and between the City of El Paso ("Lessor") and Robert E. Rook, Jr. as Trustee of the Patsy Marie Taylor Revocable Trust and as Trustee of the Henry L. Taylor Marital Deduction Trust ("Assignee")

The rental rates are as follows:

60,000 S.F. - Office and General Aviation space @ \$ 0.3867/SF = \$23,200.00/Total Annual Rent

BACKGROUND / DISCUSSION:

Lessee, Henry Taylor, is deceased, and the Executor of the Henry L. Taylor Estate has requested that the Lease be assigned to Robert E. Rook, Jr., as Trustee of the Patsy Marie Taylor Revocable Trust and Robert E. Rook, Jr. as Trustee of the Henry L. Taylor Marital Deduction Trust.

U.S. Customs and Border Patrol is the current tenant of the General Aviation property located at 7301 Boeing Drive, which is being used as a hangar and general service area for flight operation. The lease has and expiration date of 09-30-2021, and there are currently no options to extend the lease term.

PRIOR COUNCIL ACTION:

Council approved the Non-Commercial Aviation Ground Lease on October 1, 1976

- The Lease was then assigned to West Texas Energy Company on December 8, 1981
- The Lease was then assigned to M-Bank El Paso on June 25, 1985
- The Lease was then assigned to Lear Partners of New Mexico on July 23, 1985
- The Lease was then amended on January 13, 1987 (First Amendment)
- The Lease was further amended on May 8, 1990 (Second Amendment)
- The Lease was then assigned to Frank James on August 1, 1990
- The Lease was subsequently assigned to Henry L. Taylor on May 25, 1999 with an effective date of June 1, 1999

AMOUNT AND SOURCE OF FUNDING:

N/A - Revenue Generating

BOARD / COMMISSION ACTION:

N/A

*****REQUIRED AUTHORIZATION*****

DEPARTMENT HEAD: _____



Monica Lombraña, A.A.E., Director of Aviation

Information copy to appropriate Deputy City Manager

RESOLUTION

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF EL PASO:

That the City Manager be authorized to sign a Lessor's Approval of Assignment by and between the City of El Paso ("Lessor") and Robert E. Rook, Jr. as Trustee of the Patsy Marie Taylor Revocable Trust and as Trustee of the Henry L. Taylor Marital Deduction Trust ("Assignee") for the following described property:

Lots 16, 17 and 18, Block 4, El Paso International Airport Tracts, an addition to the City of El Paso, El Paso County, Texas, municipally known and numbered as 7301 Boeing, El Paso, Texas.

ADOPTED this the ____ day of _____ 201__.

THE CITY OF EL PASO

John F. Cook
Mayor

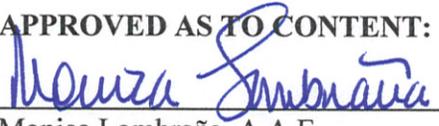
ATTEST:

Richarda Duffy Momsen
City Clerk

APPROVED AS TO FORM:

Theresa Cullen
Deputy City Attorney

APPROVED AS TO CONTENT:



Monica Lombraña, A.A.E.
Director of Aviation

STATE OF TEXAS)
)
COUNTY OF EL PASO)

LESSOR'S APPROVAL OF ASSIGNMENT

WHEREAS, the City of El Paso ("Lessor") entered into a Non-Commercial Aviation Ground Lease ("Lease") with an effective date of October 1, 1976 by and between Lessor and El Paso Air Limited, a General Partnership covering the following described leased premises:

Lots 16, 17 and 18, Block 4, El Paso International Airport Tracts, an addition to the City of El Paso, El Paso County, Texas, municipally known and numbered as 7301 Boeing Dr., El Paso, Texas, ("Property),

WHEREAS, the Lease was assigned to West Texas Energy Company but that certain Lease Assignment consent to on December 8, 1981;

WHEREAS, the Lease was assigned to Mbank El Paso, National Association by that certain Lessor's Approval of Assignment dated June 25, 1985;

WHEREAS, the Lease was assigned to Lear Partners of New Mexico by that certain Lessor's Approval of Assignment dated July 23, 1985;

WHEREAS, the Lease was amended by that First Amendment to Lease dated January 13, 1987;

WHEREAS, the Lease was further amended by that Second Amendment to Lease dated May 8, 1990;

WHEREAS, the Lease was assigned to Frank James by that certain Lessor's Approval of Assignment dated August 1, 1990;

WHEREAS, effective June 1, 1999, the Lease was subsequently assigned to Henry L. Taylor by that Lessor's Approval of Assignment dated May 25, 1999; and

WHEREAS, the Executor of the Henry L. Taylor Estate has requested that the Lease be assigned to Robert E. Rook, Jr., as Trustee of the Patsy Marie Taylor Revocable Trust and Robert E. Rook, Jr. as Trustee of the Henry L. Taylor Marital Deduction Trust.

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

1. **CONSENT TO ASSIGNMENT.** Lessor hereby approves and consents to the assignment of the Lease to Robert E. Rook, Jr., as Trustee of the Patsy Marie Taylor Revocable Trust and Robert E. Rook, Jr. as Trustee of the Henry L. Taylor Marital Deduction Trust ("Assignee"), on the condition that Assignee assumes and becomes

liable to pay any and all sums owing or becoming due Lessor under terms of the Lease from and after the effective date of the assignment of the Lease to Assignee, and upon the further condition that Assignee agree to accept and abide by all the terms, covenants, and conditions of the Lease.

2. **PROOF OF INSURANCE AND INDEMNIFICATION.** Assignee has provided a certificate of insurance to evidence compliance with the insurance requirements of the Lease and expressly agrees to be bound by the indemnification provisions contained in the Lease.
3. **GUARANTOR.** The Estate of Henry L. Taylor is released and discharged from all rights, privileges and obligations under the Lease arising from and after the effective date of the assignment of the Lease and Assignee shall, as of the effective date of the assignment enjoy all rights and privileges and be responsible for satisfying all such obligations the same as if the Lease had originally been executed between Lessor and Assignee.
4. **RATIFICATION OF AGREEMENT.** Except as expressly modified herein, no provision of this consent alters or modifies any of the terms and conditions of the Lease; all other terms and conditions of the Lease shall remain in full force and effect.
5. **ADDRESS FOR NOTICE.** Notices to Assignee shall be sufficient if sent by certified mail, postage prepaid, addressed to:

 ASSIGNEE: Robert E. Rook, Jr.
 P.O. Box 220462
 El Paso, Texas 79913

 Copy to: Stancy Stribling
 Hobson, Stribling & Carson, LLP
 4110 Rio Bravo, Suite 220
 El Paso, Texas 79902
6. **AUTHORIZED REPRESENTATIVE.** The person signing this Lessor's Approval of Assignment on behalf of the Assignee represents and warrants that he has the authority legally to bind the Assignee to the provisions of this Lessor's Approval of Assignment.
7. **NON-WAIVER.** The Lessor's Approval of Assignment hereby given by Lessor shall not end the need for Lessor's consent for any future assignments.
8. **EFFECTIVE DATE.** The parties have executed this Lessor's Approval of Assignment hereto this ____ day of _____ 2013.

(SIGNATURES BEGIN ON THE FOLLOWING PAGE)

LESSOR: CITY OF EL PASO

Joyce A. Wilson
City Manager

APPROVED AS TO FORM:

Theresa Cullen
Deputy City Attorney

APPROVED AS TO CONTENT:



Monica Lombraña, A.A.E.
Director of Aviation

LESSOR'S ACKNOWLEDGEMENT

THE STATE OF TEXAS)
)
COUNTY OF EL PASO)

This instrument was acknowledged before me on this ____ day of _____, 2013, by
Joyce A. Wilson as City Manager of the City of El Paso, Texas. (Lessor)

My Commission Expires:

Notary Public, State of Texas

(SIGNATURES CONTINUE ON THE FOLLOWING PAGE)

ASSIGNEE: ROBERT E. ROOK, JR.
As Trustee of the Patsy Marie Taylor
Revocable Trust

By: [Signature]
Printed Name: ROBERT E. Rook Jr
Title: Trustee

ASSIGNEE: ROBERT E. ROOK, JR.
As Trustee of the Henry L. Taylor Marital
Deduction Trust

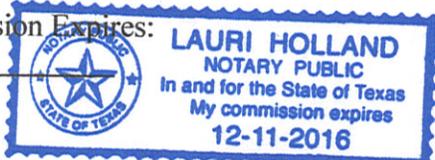
By: [Signature]
Printed Name: ROBERT E. Rook Jr
Title: Trustee

ASSIGNEE'S ACKNOWLEDGMENT

THE STATE OF TEXAS)
)
COUNTY OF EL PASO)

This instrument was acknowledged before me on this 11 day of January, 2013,
by Robert E. Rook as Trustee of the Patsy Marie Taylor Revocable (Assignee).

My Commission Expires:



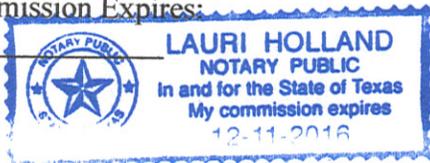
[Signature]
Notary Public, State of Texas

ASSIGNEE'S ACKNOWLEDGMENT

THE STATE OF TEXAS)
)
COUNTY OF EL PASO)

This instrument was acknowledged before me on this 11 day of January, 2013,
by Robert E. Rook as Trustee of the Henry L. Taylor Marital Deduction Trust (Assignee).

My Commission Expires:



[Signature]
Notary Public, State of Texas