

CITY OF EL PASO, TEXAS
DEPARTMENT HEAD'S SUMMARY REQUEST FOR COUNCIL ACTION (RCA)

DEPARTMENT: Airport
AGENDA DATE: March 3, 2009
CONTACT PERSON/PHONE: Monica Lombraña, A.A.E.
Director of Aviation
780-4793
DISTRICT(S) AFFECTED: 3

SUBJECT:

Approve a Resolution authorizing the City Manager to sign the First Amendment to Lessor's Approval of Assignment by and between the City of El Paso ("Lessor"), Golf Management, Inc. ("Assignor"), and Bueno Investments, Inc. ("Assignee") for the real property known as Lone Star Golf Club located at 1510 Hawkins Boulevard, El Paso, Texas.

BACKGROUND / DISCUSSION:

On January 1, 2009 Golf Management, Inc. assigned its rights and obligations under the Original Concession Agreement to Bueno Investments, Inc. Golf Management, Inc. was released and discharged from all rights, privileges, and obligations under the Original Concession Agreement arising from and after the effective date of its assignment to Bueno Investments, Inc. The parties now desire to amend Lessor's Approval of Assignment from Golf Management, Inc. to Bueno Investments, Inc. by adding the release and discharge of John William Eschenbrenner, individually, from all rights, privileges, and obligations under the Original Concession Agreement arising from and after the effective date of its assignment to Bueno Investments, Inc.

PRIOR COUNCIL ACTION:

Council approved the Assignment Document on December 16, 2008

AMOUNT AND SOURCE OF FUNDING:

N/A This is a revenue generation lease.

BOARD / COMMISSION ACTION:

The Airport Advisory Board at their February 19, 2009 meeting recommended approval of the First Amendment.

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

LEGAL: Cynthia Osborn
Cynthia Osborn, Asst. City Attorney

FINANCE: (if required) _____

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

Information copy to appropriate Deputy City Manager

APPROVED FOR AGENDA:

CITY MANAGER: _____ **DATE:** _____

RESOLUTION

WHEREAS, the City and John William Eschenbrenner entered into a Golf Course Operation and Concession Agreement with an effective date of April 1, 1985 (the "Original Concession Agreement") concerning the improved real property known as the Lone Star Golf Club (f/k/a Cielo Vista Golf Course) located at 1510 Hawkins Boulevard, El Paso, Texas; and

WHEREAS, John William Eschenbrenner assigned his rights and obligations under the Original Concession Agreement to Golf Management, Inc. ("Concessionaire"), pursuant to Section 11 of the Original Concession Agreement and such Original Concession Agreement has subsequently been amended by the parties five (5) times; and

WHEREAS, Section 11 of the Original Concession Agreement allowed John William Eschenbrenner to assign the Concession Agreement to Golf management, Inc. provided he remain liable to the City of El Paso under the Concession Agreement; and

WHEREAS, Golf Management, Inc. assigned its rights and obligations under the Original Concession Agreement to Bueno Investments, Inc. with an effective date of January 1, 2009; and

WHEREAS, Golf Management, Inc. was released and discharged from all rights, privileges and obligations under the Original Concession Agreement arising from and after the effective date of its assignment to Bueno Investments, Inc.; and

WHEREAS, the parties now desire to amend Lessor's Approval of Assignment from Golf Management, Inc. to Bueno Investments, Inc. by adding the release and discharge of John Willam Eschenbrenner, individually, from all rights, privileges and obligations under the Original Concession Agreement arising from and after the effective date of its assignment to Bueno Investments, Inc.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF EL PASO:

That the City Manager be authorized to sign a First Amendment to Lessor's Approval of Assignment by and between the City of El Paso ("Lessor"), Golf Management, Inc. ("Assignor"), and Bueno Investments, Inc. ("Assignee") for the real property known as Lone Star Golf Course located at 1510 Hawkins Boulevard, El Paso, Texas.

ADOPTED this ____ day of _____ 2009.

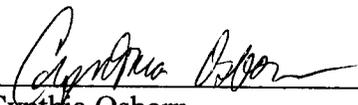
THE CITY OF EL PASO

ATTEST:

John F. Cook
Mayor

Richarda Duffy Momsen
City Clerk

APPROVED AS TO FORM:



Cynthia Osborn
Assistant City Attorney

APPROVED AS TO CONTENT:



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

STATE OF TEXAS §
 §
COUNTY OF EL PASO §

**FIRST AMENDMENT TO
LESSOR'S APPROVAL OF ASSIGNMENT**

THIS FIRST AMENDMENT TO LESSOR'S APPROVAL OF ASSIGNMENT (the "First Amendment") is made by and between the City of El Paso ("City"), Golf Management, Inc., ("Assignor") and Bueno Investments, Inc. ("Assignee").

WITNESSETH:

WHEREAS, City and John William Eschenbrenner entered into a Golf Course Operation and Concession Agreement with an effective date of April 1, 1985 (the "Original Concession Agreement") concerning the improved real property known as the Lone Star Golf Club (f/k/a Cielo Vista Golf Course) located at 1510 Hawkins Boulevard, El Paso, Texas; and

WHEREAS, John William Eschenbrenner assigned his rights and obligations under the Original Concession Agreement to Golf Management, Inc., pursuant to Section 11 of the Original Concession Agreement; and

WHEREAS, the Original Concession Agreement was amended by the execution of the First Amendment to Golf Course Operation and Concession Agreement dated March 28, 1991, for the purposes set forth therein; and

WHEREAS, the Original Concession Agreement, as previously amended, was further amended by the execution of a Second Amendment of Lease with an effective date of June 1, 2000 for the purposes set forth therein; and

WHEREAS, the Original Concession Agreement, as previously amended, was further amended by the execution of a Third Amendment of Lease dated April 30, 2002 for the purposes set forth therein;

WHEREAS, the Original Concession Agreement, as previously amended, was further amended by the execution of a Fourth Amendment to Golf Course Operation and Concession Agreement with an effective date of August 9, 2004 for the purposes set forth therein; and

WHEREAS, the Original Concession Agreement, as previously amended, was further amended by the execution of a Fifth Amendment to Golf Course Operation and Concession Agreement with an effective date of September 2, 2008 for the purposes set forth therein; and

WHEREAS, Golf Management, Inc. assigned its rights and obligations under the Original Concession Agreement to Bueno Investments, Inc. with an effective date of January 1, 2009; and

WHEREAS, Golf Management, Inc. was released and discharged from all rights, privileges and obligations under the Original Concession Agreement arising from and after the effective date of the assignment of the Original Concession Agreement; and

WHEREAS, the parties now desire to amend Lessor's Approval of Assignment from Golf Management, Inc. to Bueno Investments, Inc. by adding the release and discharge of John Willam Eschenbrenner, individually, from all rights, privileges and obligations under the Original Concession Agreement arising from and after the effective date of the assignment of the Original Concession Agreement.

NOW, THEREFORE, for and in consideration of the mutual covenants and agreements set forth below and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree to amend Lessor's Approval of Assignment by adding:

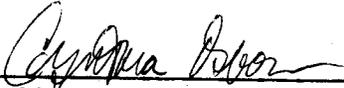
1. **Guarantor**. John William Eschenbrenner, individually, shall be released and discharged from all rights, privileges and obligations under the Original Concession Agreement arising from and after the effective date of the assignment of the Original Concession Agreement.
2. **Ratification**. Except as expressly modified herein, no provision of this amendment alters or modifies any of the terms and conditions of Lessor's Approval of Assignment; all other terms and conditions of Lessor's Approval of Assignment shall remain in full force and effect.

(Signatures begin on following page)

LESSOR: CITY OF EL PASO

Joyce A. Wilson
City Manager

APPROVED AS TO FORM:



Cynthia Osborn
Assistant 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 _____, 2009, 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 following page)

ASSIGNOR: Golf Management, Inc.

John William Eschenbrenner

Printed Name: John William Eschenbrenner

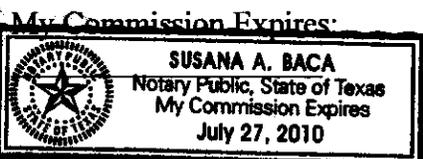
Title: President

ASSIGNOR'S ACKNOWLEDGMENT

THE STATE OF TEXAS)
)
COUNTY OF EL PASO)

This instrument was acknowledged before me on this 9 day of February, 2009,
by **John William Eschenbrenner** as **President of Golf Management, Inc.** (Assignor)

Susana A. Baca
Notary Public, State of TX



(Signatures continue on following page)

ASSIGNEE: Bueno Investments, Inc.

Printed Name: BENJAMIN VAQUEZ

Title: President

ASSIGNEE'S ACKNOWLEDGMENT

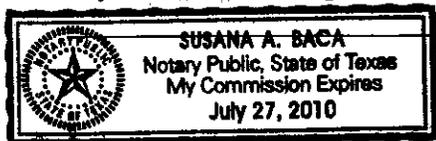
THE STATE OF TEXAS)

COUNTY OF EL PASO)

This instrument was acknowledged before me on this 9 day of February, 2009,
by Benjamin Vaquez as President of Bueno Investments, Inc.
(Assignee)

Susana A. Baca
Notary Public, State of TX

My Commission Expires:



(Signatures continue on following page)

