

**STATE OF GEORGIA
COUNTY OF CLAYTON**

RESOLUTION NO. 2010- 39

A RESOLUTION TO AUTHORIZE AN AMENDMENT OF THE LEASE AGREEMENT WITH WALKER CONCRETE COMPANY, INC. TO PERMIT WALKER CONCRETE COMPANY, INC. TO ENTER INTO ONE OR MORE SUB-LEASE AGREEMENTS FOR THE PURPOSE OF PERMITTING MOTION PICTURE FILM PRODUCTION FOR A PERIOD OF UP TO TWENTY-FOUR (24) MONTHS ON THE PREMISES LEASED BY WALKER CONCRETE COMPANY, INC. FROM CLAYTON COUNTY, GEORGIA AT TARA FIELD AIRPORT, WHICH USE SHALL NOT IMPACT OR INTERFERE WITH ANY AVIATION OR OTHER ACTIVITY AT THE AIRPORT; AND FOR OTHER PURPOSES.

WHEREAS, Walker Concrete Company, Inc. is the lessee of certain tracts of land, including that lying and being in Land Lot 254 of the 6th Land District of Henry County, Georgia, known as "Parcels 6, 7 and 8," located at Clayton County's Tara Field Airport (the "Premises"), plats of which are attached hereto as Exhibit "A;" and

WHEREAS, that Lease Agreement ("Lease") for the Premises was entered into as of March 21, 2006, by and between Clayton County and Walker Concrete Company, Inc. ("Lessee") for an initial term of twenty-five years; and

WHEREAS, the Lessee has the authority thereunder to use the premises for the storage, maintenance, repair of aircraft and related activities; and

WHEREAS, in addition, Lessee has the right to erect such hangars and other improvements of similar or dissimilar character which may be necessary and adequate to meet the needs of the Lessee in the conduct of its business, subject to the approval of Clayton County; and

WHEREAS, a copy of said Lease is attached hereto as Exhibit "B;" and

WHEREAS, in accordance with in accordance with ARTICLE III, PARAGRAPHS A(5), E and F of the Lease, Walker Concrete Company, Inc. must obtain permission from the Clayton County Airport Authority or the Clayton County Board of Commissioners to undertake any non-aviation activity on the Property; and

WHEREAS, Walker Concrete Company, Inc. now wishes to enter into a sub-lease for a portion of the Premises with Tara Field Airport for the purpose of further sub-lease to another Tara Field Lessee and/or a film production company for period of up to twenty-four (24) months, which activity will not negatively impact or interfere with any aviation or other activity at Tara Field Airport or with FAA Regulations related to the operations of Tara Field; and

WHEREAS, due to Federal and State regulations, approval of the lease amendment and subleases by the Board of Commissioners is subject to and conditioned upon the approval of the FAA and Georgia Department of Transportation; and

WHEREAS, Walker Concrete Company, Inc. has sought permission from Clayton County to enter into these sub-leases, as required by the Lease; and

WHEREAS, the form of said sub-lease agreement is attached hereto as Exhibit "C;"

WHEREAS, the Board of Commissioners has determined that such approval is in the best interests of Clayton County.

NOW, THEREFORE BE IT RESOLVED BY

THE BOARD OF COMMISSIONERS OF CLAYTON COUNTY

Section 1. The Board of Commissioners hereby authorizes the County to amend the Lease agreement with Walker Concrete Company, Inc. to approve and authorized to enter into one or more sub-leases, which subleases will contain terms and conditions consistent with provisions of the Lease agreement for all or a portion of the Premises, in accordance with the March 21, 2006 Lease, for the purpose of engaging or allowing others to engage in motion picture production, for a period of twenty-four (24) months from the date of approval.

Section 2. The Board of Commissioners hereby approves the form of sub-lease attached hereto as Exhibit "C," and all other terms and conditions of the Lease consist therewith shall remain in full force and effect

Section 3. Notwithstanding the foregoing, due to Federal and State regulation, the authorization and approval of the aforementioned lease amendment and form of sublease


by the Board of Commissioners, is conditioned and subject to the approval of such documents by the FAA and Georgia Department of Transportation. Failure of the FAA or GDOT to approve the documents shall render this approval null and void.


Section 4. This Resolution shall become effective on the date of its approval by the Board of Commissioners.

SO RESOLVED, this 2nd day of February 2010.

CLAYTON COUNTY BOARD OF COMMISSIONERS


ELDRIN BELL, CHAIRMAN (OPPOSED)

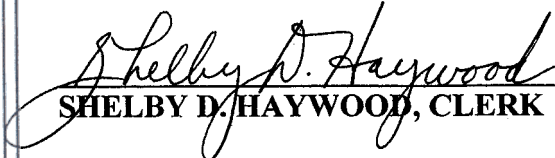

WOLE RALPH, VIC


GAIL B. HAMBRICK, COMMISSIONER


SONNA SINGLETON, COMMISSIONER


MICHAEL EDMONDSON, COMMISSIONER

ATTEST:


SHELBY D. HAYWOOD, CLERK