

**AMENDMENT NO. 7 TO
ORLANDO PERFORMING ARTS CENTER
AGREEMENT**

THIS AMENDMENT NO. 7 TO ORLANDO PERFORMING ARTS CENTER AGREEMENT (the “Amendment”) is made and entered into this ____ day of _____, 2014, (the “Effective Date”) by and among the **CITY OF ORLANDO, FLORIDA**, a municipal corporation organized under the laws of the State of Florida (“CITY”), the **CITY OF ORLANDO, FLORIDA COMMUNITY REDEVELOPMENT AGENCY**, a public body corporate and politic organized and existing pursuant to Chapter 163, Part III, Florida Statutes (“CRA”), and the **DR. PHILLIPS CENTER FOR THE PERFORMING ARTS, INC.**, A Florida not-for-profit corporation formerly known as the ORLANDO PERFORMING ARTS CENTER CORPORATION (“DPAC”), the CITY, CRA and DPAC being hereinafter referred to individually as “Party” and collectively as the “Parties.”

WHEREAS, the CITY, CRA and DPAC previously entered into the Orlando Performing Arts Center Agreement dated June 20, 2007, as amended by Amendment No. 1 to Orlando Performing Arts Center Agreement dated September 6, 2007, by Amendment No. 2 to Orlando Performing Arts Center Agreement dated September 6, 2007, by Amendment No. 3 to the Orlando Performing Arts Center Agreement dated March 3, 2008, by amendment No. 4 dated August 25, 2008, by Amendment No. 5 to Orlando Performing Arts Center Agreement dated October 1, 2012, and by Amendment No. 6 to Orlando Performing Arts Center Agreement dated October 7, 2013 (collectively, the “Agreement”) setting forth the Parties’ agreement relating to the funding, design, construction, development, operation, maintenance and repair of a new performing arts center in downtown Orlando (the “Arts Center”); and

WHEREAS, the Parties now desire to further amend the Agreement as set forth herein.

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

1. Recitals. The recitals set forth hereinabove are true and correct in all respects and are incorporated herein by reference as if set forth herein verbatim.
2. Capitalized Terms. All capitalized terms not otherwise defined herein shall have the meanings set forth for such terms in the Agreement.
3. Owner’s Representative Services. DPAC will be reimbursed up to an additional \$751,067.99 from project construction funds for additional costs of Owner's Representative services as a result of the extension of the estimated completion date of Stage 1 of the Arts Center. The increased funding will result in less project construction funds available for Stage 2 of the Arts Center.

4. Amendment. The purpose of this Amendment is to modify the Agreement as set forth herein, and except as specifically amended herein, all terms and conditions of the Agreement shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have caused this Amendment No. 7 to the Orlando Performing Arts Center Agreement to be duly executed as of the day and year first above written.

CITY:

ATTEST:

CITY OF ORLANDO, FLORIDA

By: _____
Alana C. Brenner, City Clerk

By: _____
Mayor

APPROVED AS TO FORM AND
LEGALITY FOR THE USE AND
RELIANCE OF THE CITY OF ORLANDO,
FLORIDA, ONLY

_____, 2014

Assistant City Attorney

SIGNATURES CONTINUED ON FOLLOWING PAGE

DPAC:

DR. PHILLIPS CENTER FOR THE PERFORMING ARTS, a 501(c)3 Florida not-for-profit corporation

By: _____

Name: _____

Title: _____

WITNESSES:

Sign Name: _____

Print Name: _____

Sign Name: _____

Print Name: _____

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this _____ day of _____, 2014, by _____, the _____ of the Dr. Phillips Center for the Performing Arts, Inc., a Florida not-for-profit corporation, on behalf of the corporation. He/she is personally known to me or has produced a valid driver's license as identification.

(SEAL)

Notary Public: _____

Commission Expires: _____

SIGNATURES CONTINUED ON FOLLOWING PAGE

*Signature Page
Amendment No. 7 to DPAC Agreement*

CRA:

**CITY OF ORLANDO, FLORIDA
COMMUNITY REDEVELOPMENT AGENCY**

By: _____
Chairman

ATTEST:

By: _____
Thomas Chatmon
Executive Director