

03-1986
 (Do Not Write Above This Line)

A RESOLUTION

BY TRANSPORTATION COMMITTEE

A RESOLUTION AUTHORIZING THE MAYOR OR HER DESIGNEE TO CONSENT TO THE SALE TO AIRPORT MANAGEMENT SERVICES, LLC OF THE OWNERSHIP INTEREST OF WH SMITH AIRPORT NEWS CORPORATION IN HARTSFIELD AIR VENTURES, A GEORGIA GENERAL PARTNERSHIP, AND THE TENANT IN A LEASE ENTERED INTO WITH THE CITY OF ATLANTA FOR RETAIL CONCESSIONS AT CONCOURSE A AND THE ATRIUM AT HARTSFIELD-JACKSON ATLANTA INTERNATIONAL AIRPORT, DATED APRIL 1, 1995, AS AMENDED, FC-6039-94, AND FOR OTHER PURPOSES.

ADOPTED BY

NOV 17 2003

SUBSTITUTE COUNCIL

- CONSENT REFER
- REGULAR REPORT REFER
- ADVERTISE & REFER
- 1st ADOPT 2nd READ & REFER
- PERSONAL PAPER REFER

Date Referred

Referred To:

Date Referred

Referred To:

Date Referred

Referred To:

First Reading

Committee _____
 Date _____
 Chair _____
 Referred To _____

Committee
 TRANSPORTATION

Date 11/2/3

Chair [Signature]

Action

Fav, Adv, Hold (see rev. side)

Other [Signature]

Members [Signature]

Refer To

Committee

Date

Chair

Action

Fav, Adv, Hold (see rev. side)

Other

Members

Committee

Date

Chair

Action

Fav, Adv, Hold (see rev. side)

Other

Members

Refer To

Committee

Date

Chair

Action

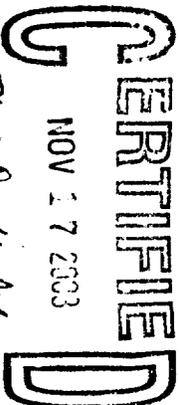
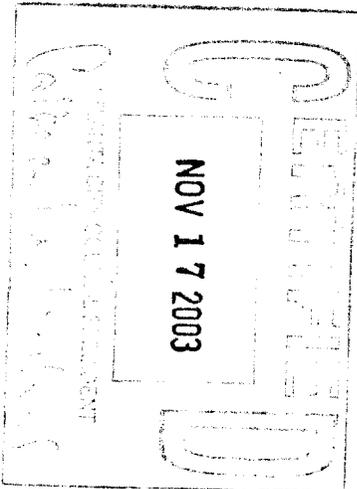
Fav, Adv, Hold (see rev. side)

Other

Members

- FINAL COUNCIL ACTION
- 2nd
 - 1st & 2nd
 - 3rd
 - Consent
 - V Vote
 - FC Vote

CERTIFIED



NOV 17 2003
 [Signature]
 MUNICIPAL CLERK

MAYOR'S ACTION

APPROVED

NOV 26 2003

WITHOUT SIGNATURE
 BY OPERATION OF LAW



CITY COUNCIL
ATLANTA, GEORGIA

**A RESOLUTION
BY TRANSPORTATION COMMITTEE**

03-R-1986

**AS SUBSTITUTED BY:
FULL COUNCIL**

A SUBSTITUTE RESOLUTION AUTHORIZING THE MAYOR OR HER DESIGNEE TO CONSENT TO THE SALE TO AIRPORT MANAGEMENT SERVICES, LLC OF THE OWNERSHIP INTEREST OF WH SMITH AIRPORT NEWS CORPORATION IN HARTSFIELD AIR VENTURES, A GEORGIA GENERAL PARTNERSHIP, AND THE TENANT IN A LEASE ENTERED INTO WITH THE CITY OF ATLANTA FOR RETAIL CONCESSIONS AT CONCOURSE A AND THE ATRIUM AT HARTSFIELD-JACKSON ATLANTA INTERNATIONAL AIRPORT, DATED APRIL 1, 1995, AS AMENDED, FC-6039-94, AND FOR OTHER PURPOSES.

WHEREAS, on April 1, 1995, the City of Atlanta ("City"), a municipal corporation (hereinafter referred to as the "Landlord"), and Hartsfield Air Ventures, a Georgia Partnership ("Tenant or "HAV"), entered into a Lease Agreement for Retail Concessions at Concourse A and the Atrium at Hartsfield-Jackson Atlanta International Airport (the "Lease"), FC-6039-94; and

WHEREAS, the Aviation General Manager of Hartsfield-Jackson Atlanta International Airport received a letter, dated September 26, 2003, from WH Smith Airport News Corporation requesting the consent of the City of Atlanta to the proposed sale of its partnership interest in HAV which is deemed an "assignment" under the Lease; and

WHEREAS, the Aviation General Manager has reviewed the request submitted by WH Smith Airport News Corporation, and determined that Airport Management Services, LLC is an acceptable "assignee" to the ownership interest of WH Smith Airport News Corporation in HAV; and

WHEREAS, the rent and all other terms of the Lease, as amended, shall be applicable to and assumed by Tenant, provided however, that Airport Management Services, LLC, as general partners of HAV, shall submit on behalf of HAV a plan to the Aviation General Manager regarding its proposal for reconfiguring and reconcepting its Retail Concessions at the Atrium no later than January 15, 2004, so as to facilitate discussions with the City regarding any necessary lease modifications for the Atrium; and

WHEREAS, the managing member of Airport Management Services, Inc., Hudson News Company, is willing to guarantee all of Airport Management Services, Inc.'s obligations as new majority partner in HAV, including the Lease, and all obligations of WH Smith Airport News Corporation, and will execute the appropriate documents guaranteeing all obligations of Airport Management Services, Inc. and all obligations of WH Smith Airport News Corporation.

NOW, THEREFORE, BE IT RESOLVED BY THE COUNCIL OF THE CITY OF ATLANTA, GEORGIA, that the Mayor or her designee is hereby authorized to consent to the sale to Airport Management Services, LLC, of the ownership interest of WH Smith Airport News Corporation in Hartsfield Air Ventures, a Georgia General Partnership and the Tenant in a Lease Agreement between the City of Atlanta and



HAV for Retail Concessions at Concourse A and the Atrium at Hartsfield Atlanta International Airport, as amended, FC-6039-94; and

BE IT FURTHER RESOLVED that the rent and all other existing terms in the Lease as amended are applicable to and assumed by Tenant, including Airport Management Services, LLC as managing partner.

BE IT FURTHER RESOLVED that Hudson News Company, as the managing member of Airport Management Services, Inc., shall execute the appropriate documents to memorialize Hudson New Company's guarantee of all obligations of Airport Management Services, Inc. as new majority partner under Hartsfield Air Ventures, including the Lease and guarantee to make current all obligations of WH Smith Airport News Corporation.

BE IT FURTHER RESOLVED that the City Attorney shall prepare all documents necessary to complete consent to the assignment.

BE IT FINALLY RESOLVED that said Agreement shall not become binding upon the City, and the City shall incur neither obligation nor liability thereunder, until the same has been signed by the Mayor or her designee and delivered to Airport Management Services, LLC.

A true copy,

Deputy Clerk

ADOPTED by the Council
RETURNED WITHOUT SIGNATURE OF THE MAYOR
APPROVED as per City Charter Section 2-403

NOV 17, 2003

NOV 26, 2003

RCS# 5179
11/17/03
7:29 PM

Atlanta City Council

Regular Session

MULTIPLE

03-R-1985 AND 03-R-1986

ADOPT ON SUB

YEAS: 14
NAYS: 0
ABSTENTIONS: 0
NOT VOTING: 2
EXCUSED: 0
ABSENT 0

Y Smith	Y Archibong	Y Moore	Y Mitchell
NV Starnes	Y Fauver	Y Martin	Y Norwood
Y Young	Y Shook	Y Maddox	Y Willis
Y Winslow	Y Muller	Y Boazman	NV Woolard

MULTIPLE