

METROPOLITAN FOOTBALL STADIUM DISTRICT
RESOLUTION 22- 06

A. PDB Sports, LTD. ("PDB") and Stadium Management Company, LLC ("Stadium Company") intend to sell their respective partnership interests and limited liability company interests to Belmont Sports, LLC and S. Robson Walton (the "Sale").

B. Under Article 41 of the Lease and Management Agreement dated as of September 3, 1998 between the Metropolitan Football Stadium District (the "District") and PDB, as amended and partially assigned to Stadium Company (the "Lease") the Sale constitutes a change in managerial control with respect to PDB and Stadium Company, which is deemed an assignment under the Lease, and which requires the District's consent.

Therefore, a quorum being present, the following resolution was adopted on a vote of 9 in favor, 0 opposed, with 0 abstentions, on the 5th day of August, 2022.

RESOLVED, the Metropolitan Football Stadium District upon the motion of Don Johnson and the second of Steven White, approves the Sale, and consents to the Sale and change of managerial control as to PDB and Stadium Company, which is deemed an assignment pursuant to Article 41 of the Lease, and the District authorizes the Chairman to execute such documents and take such actions as may be necessary to effectuate the purposes of this resolution.

AUTHENTICATED:



Raymond G. Baker, Chairman



Donald Johnson, Secretary-Treasurer