

**City of Chattanooga**  
Mayor Andy Berke

September 17, 2013

Hans Desai  
Vice President  
Xanterra Parks & Resorts  
6312 S. Fiddlers Green Circle, Suite 600N  
Greenwood Village, CO 80111

Dear Mr. Desai,

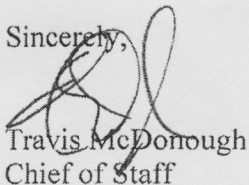
Thank you for your patience and cooperation in working through this process recently.

This letter confirms our agreement regarding the future mooring of the Delta Queen in Chattanooga. Per our conversation, we will extend our agreement to provide for mooring of the vessel for an additional six months. Due to the past delinquent payments, this agreement is conditioned on monthly payments being made on time going forward. We will consider an additional extension should you decide such an extension is necessary.

It is our understanding that you have been working for some time to sell the vessel to new ownership. Once this change in ownership occurs, the City is committed to working with the new owners to make Chattanooga the Delta Queen's permanent home if the new ownership so desires. As you know, the current dock for the Delta Queen was only meant to be temporary, and additional capital improvements are needed to make a permanent site for the vessel. Any plans to permanently moor the vessel in Chattanooga would also require the owner to submit a business plan that details how the vessel will be maintained to a reasonable standard. The City is committed to working with the owner to find a suitable location along the riverfront or at a different location.

I have asked the City Attorney to contact you to memorialize our agreement. Again, we appreciate your ongoing cooperation and look forward to continuing to work with you.

Sincerely,



Travis McDonough  
Chief of Staff

Counselor to the Mayor