

**SECOND AMENDMENT TO STATEMENT OF WORK #1**

This Second Amendment to Statement of Work #1 (the "2<sup>nd</sup> Amendment") is dated December 26, 2019, and is between Orlando/Orange County Convention & Visitors Bureau, Inc., a Florida not-for-profit corporation, located at 6277 Sea Harbor Drive, Suite 400, Orlando, Florida 32821 ("Visit Orlando"), and dePaRture Travel & Lifestyle, a UK sole proprietorship with offices located at 39 Adair Road, Southsea, Hampshire PO4 9PH, UK ("Service Provider", and together with Visit Orlando, the "Parties", and each, a "Party").

WHEREAS, the Parties have entered into a Statement of Work #1, dated April 1, 2019, as amended (the "SOW") subject to a Master Services Agreement dated April 1, 2019 (the "Agreement"); and

WHEREAS, the Parties hereto desire to amend the SOW as follows:

1. Definitions. Capitalized terms used and not defined in this 2<sup>nd</sup> Amendment have the respective meanings assigned to them in the SOW and the Agreement.

2. Amendments to the SOW. As of the date of last signature below, the SOW is hereby amended or modified as follows:

(a) Section B of the SOW is hereby amended by replacing the words "December 31, 2019" with "March 31, 2020".

(b) Section C of the SOW is hereby amended by replacing the first sentence with the following: "Visit Orlando shall pay Service Provider for Services rendered in accordance with the terms of this SOW and the Agreement at a rate of \$4000 per month, except for the months of September, October, and November 2019 during which the rate will increase to \$5500 per month. Beginning December 1, 2019, and for each month thereafter, the rate paid to Service Provider shall be \$4000 per month."

3. Miscellaneous. This 2<sup>nd</sup> Amendment may be executed in counterparts, each of which is deemed an original, but all of which constitute one and the same agreement. This 2<sup>nd</sup> Amendment constitutes the sole and entire agreement between the Parties with respect to the subject matter contained herein, and supersedes all prior and contemporaneous understandings, agreements, representations, and warranties, both written and oral, with respect to such subject matter.

By signing below, Visit Orlando and Service Provider each agree that it has carefully read and fully understood this agreement, and each agrees to be bound by terms of this agreement with each signatory representing and warranting he/she has authority to sign for and bind the indicated party.

**Orlando/Orange County Convention & Visitors Bureau, Inc. d/b/a Visit Orlando**

Signature: Keith Swioen  
Print Name: KEITH SWIOEN  
Title: ~~VP~~ VP OF BUSINESS AFFAIRS  
Date: 1-3-2020

**dePaRture Travel & Lifestyle**

Signature: Joanna Cooke  
Print Name: JOANNA COOKE  
Title: FOUNDER  
Date: 02/01/2020