

**AMENDMENT TO PROFESSIONAL MANAGEMENT SERVICES AGREEMENT**

THIS AMENDMENT (“AMENDMENT”) dated May \_\_\_, 2023 to the PROFESSIONAL MANAGEMENT SERVICES AGREEMENT approved in Resolution 23-105 on March 18, 2023 and executed on April 20, 2023, (hereinafter “AGREEMENT”) by and between the City of Key West, a political subdivision of the State of Florida (hereinafter "CITY") and Rams Head Promotion of Key West, LLC, a Florida Limited Liability Company (hereinafter “MANAGER”), is hereby approved as follows:.

**RECITALS**

WHEREAS, CITY and MANAGER are parties to the AGREEMENT to serve the public by providing management at the Truman Waterfront Amphitheater (Coffee Butler Amphitheater); and

WHEREAS, CITY and MANAGER desire to amend the AGREEMENT as set forth in this AMENDMENT; and

NOW, THEREFORE, in consideration of the mutual covenants and promises set forth herein, the sufficiency of which being acknowledged hereby, the Parties agree as follows:

An Amendment to the text on Page 5 of the PROFESSIONAL MANAGEMENT SERVICES Agreement, to delete certain text is approved as follows:

\* \* \* \* \*

~~5. The City shall take steps as may be reasonable to provide MANAGER with required advance written permission to execute any proposed agreements that would change the name of the VENUE, including corporate sponsorship agreements, consistent with applicable law.~~

\* \* \* \* \*

EXCEPT as amended and modified by this AMENDMENT, all of the terms, covenants, and conditions of the AGREEMENT shall remain in full force and effect. In the event of any conflict between the provisions of the AGREEMENT and provisions of this AMENDMENT, this AMENDMENT shall control:

This Amendment to Agreement constitutes the entire understanding of the Parties. Any modifications to this AMENDMENT or to the AGREEMENT must be in writing.

Severability.

If any term of this Amendment to Agreement is held by a court of competent jurisdiction to be invalid or unenforceable, then this Amendment to Agreement, including all of the remaining terms, shall remain in full force and effect as if such invalid or unenforceable term had never been included.

WHERETO, the Parties have set their hands and seals effective the date whereon the last Party executes this Amendment to Agreement.

Rams Head Promotion of Key West, LLC,  
a Florida Limited Liability Company

CITY OF KEY WEST

\_\_\_\_\_  
Bill Muehlhauser  
General Manager

\_\_\_\_\_  
Albert Childress,  
City Manager

\_\_\_\_\_  
DATE

\_\_\_\_\_  
DATE

WITNESS:

ATTEST:

\_\_\_\_\_  
(Signature of Witness)

\_\_\_\_\_  
Cheryl Smith  
City Clerk

\_\_\_\_\_  
(Print Name of Witness)

\_\_\_\_\_  
(Signature of Witness)

\_\_\_\_\_  
(Print Name of Witness)