

Duck Tours Seafari, Inc.  
c/o Michael Thomas, Jr.  
P.O. Box 6328  
Key West, FL 33041  
TEL: (617) 816-2222

Key West City Manager, Jim Scholl  
1300 White Street  
Key West, FL 33040

January 29<sup>th</sup>, 2018

Key West City Attorney, Shawn Smith  
1300 White Street  
Key West, FL 33040

Key West City Clerk, Cheryl Smith  
1300 White Street  
Key West, FL 33040

BY HAND DELIVERY

RE: GRANTEE'S REQUEST TO GRANTOR TO APPROVE THE ASSIGNMENT OF MORE THAN 25% OF THE STOCK OF GRANTEE PURSUANT TO SECTION 6 OF THE FRANCHISE AGREEMENT, ORDINANCE 11-02

Dear City Manager and City Attorney,

Thank you in advance for your assistance in this matter. Duck Tours Seafari, Inc. is the Grantee and the City of Key West is the Grantor of a Franchise Agreement under Ordinance 11-02 and Ordinance 11-21. ("Franchise Agreement") Section "6" of Ordinance 11-02 Franchise Agreement is repeated below.

"Section 6. LIMITATION ON ASSIGNMENT OF FRANCHISE

*This franchise shall not be leased, assigned or otherwise alienated except with the consent of the City Commission as expressed by Ordinance, which consent shall not be unreasonably withheld. Without in any way limiting the foregoing, the sale, transfer or*

*disposition by any other means of twenty-five (25) Percent or more of the stock or assets of a Grantee shall be deemed an assignment.*

*Notwithstanding the above, any transfer between and among individuals or entities that are stockholders of the corporation on the effective date of this ordinance shall not violate this provision. The Grantee shall furnish prior written notice to the City of any proposed assignment, along with the names, addresses and relevant financial information of the persons or entities offering to acquire such stock or assets, in addition to any other information requested by the City Manager."*

Pursuant to the above section, please consider this letter prior written notice to the City of a proposed assignment of more that 25% of the stock of Duck Tours Seafari, Inc., from Mr. Michael J. Thomas, Jr., having an address of P.O. Box 320339, Boston, MA 02132, to Buggy Bus, Inc., a Florida Corporation, having an address of 201 Front St., Suite 107, Key West, FL 33040.

Buggy Bus, Inc. has previously been approved under a separate sightseeing vehicle franchise with the City of Key West and has been diligent in meeting all financial obligations to the City of Key West. Financial Information for Buggy Bus, Inc. is already on file with the City of Key West, and we ask that the City of Key West take immediate steps to approve this requested transfer.

As this Franchise is the only sightseeing franchise that requires a personal guaranty (because of its age, prior to the renewals of the most current franchises), we ask the City to remove such requirement for the personal guaranty given the long standing relationship between the City and Buggy Bus, Inc. Upon approval of assignment Michael Thomas, Jr. will be removed from being a guarantor under the Franchise.

Duck Tours Seafari, Inc anticipates the City of Key West will determine this is a reasonable request. Please contact the undersigned immediately if any other information is required to grant this request.

Regards,



Michael Thomas, Jr.  
for Duck Tours Seafari, Inc.