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Naperville, IL 60563
Corporate: 630.343.0000
Fax: 815.886.7530
KeHE.com

September 25, 2021

Mr. Joseph Bonventre, Vice President
Lex Goodyear (17510 WTR) LLC
c/o Lexington Realty Trust
One Penn Plaza, Suite 4015
New York, NY 10119-4015
Via email to jbonventre@lxp.com

Re: Lease dated September 4, 2020 for 17510 West Thomas Road, Goodyear, AZ

Dear Mr. Bonventre,

The purpose of this letter is to set out certain terms that will be agreed to in an amendment of that Lease dated September 4, 2020 between Lex Goodyear (17510 WTR) LLC, as landlord and successor in interest ("Landlord") and KeHE Distributors, LLC as tenant ("KEHE") for property located at 17510 West Thomas Road, Goodyear, Arizona (the "Lease"). Capitalized terms used herein but not defined herein shall have the meaning ascribed to such terms in the lease.

The acknowledgement and agreement to this letter, if signed by both parties, is in exchange for Landlord's agreement to allow KEHE early access under the Lease for the delivery of product at the dry storage area on the subject premises of the Lease (the "Storage Area") beginning as of 12:00 a.m. on September 26, 2021. The Storage Area is shown and identified on the attached Exhibit A to this letter, incorporated herein by reference. The City of Goodyear has agreed to issue a partial temporary occupancy permit for the Storage Area pursuant to an email from Randal Westacott and a letter to the City of Goodyear dated September 23, 2021 ("The TCO Requirements Letter"), which are attached as Exhibit B hereto.

Landlord has informed KEHE that the anticipated completion date of the Premises under the Lease is currently scheduled for October 15, 2021. KEHE accepts that force majeure was the cause of any delays in substantial completion of the project through that date. KEHE also agrees, upon all of the terms set forth in this letter that the Commencement Date as to only the Storage Area shall have occurred as of September 26, 2021. Notwithstanding KEHE's agreement as to the Commencement Date for the Storage Area, completion of the Storage Area remains subject to the completion according to the Work Letter of incomplete and punch list items.

KEHE understands that the Landlord will agree that delivery of KEHE's product to the Storage Area as described in this letter as of 12:00 AM on September 26, 2021 is a permitted use for Early Access under the Lease. As provided in the Early Access provisions

of the Lease, KEHE's access to the Storage Area shall be deemed to be upon all of the terms, covenants, conditions, and provisions of the Lease. Attached as Exhibit C is a Certificate of Insurance upon the terms required by the Lease, with the exception of Sections 14(b)(iv) and 14(b)(vi) of the Lease. A compliant certificate of insurance will be provided to Landlord by 5:00 PM on September 27, 2021.

>For the avoidance of doubt, Landlord and the Lessor Parties shall have no liability whatsoever related to the Lessee's early access of the Storage Area that arises as a result of not obtaining a TCO prior to such access.

Please acknowledge by signing below that this letter reflects the terms required of KEHE in order to obtain access to the Storage Area on September 26, 2021, as set forth herein, and your agreement to these terms to be memorialized in an amendment to the Lease within the upcoming days; provided, failure to enter into any such amendment shall not limit or restrict the enforceability of this letter or the Lease.

Sincerely,
KEHE Distributors, LLC

By: _____

Justin Mallot

Title: SVP and General Counsel

ACKNOWLEDGED AND AGREED:
Lex Goodyear (17510 WTR) LLC

By: LXP Manager Corp., its manager

By: _____

Joseph Bonventre, Vice President

EXHIBIT A

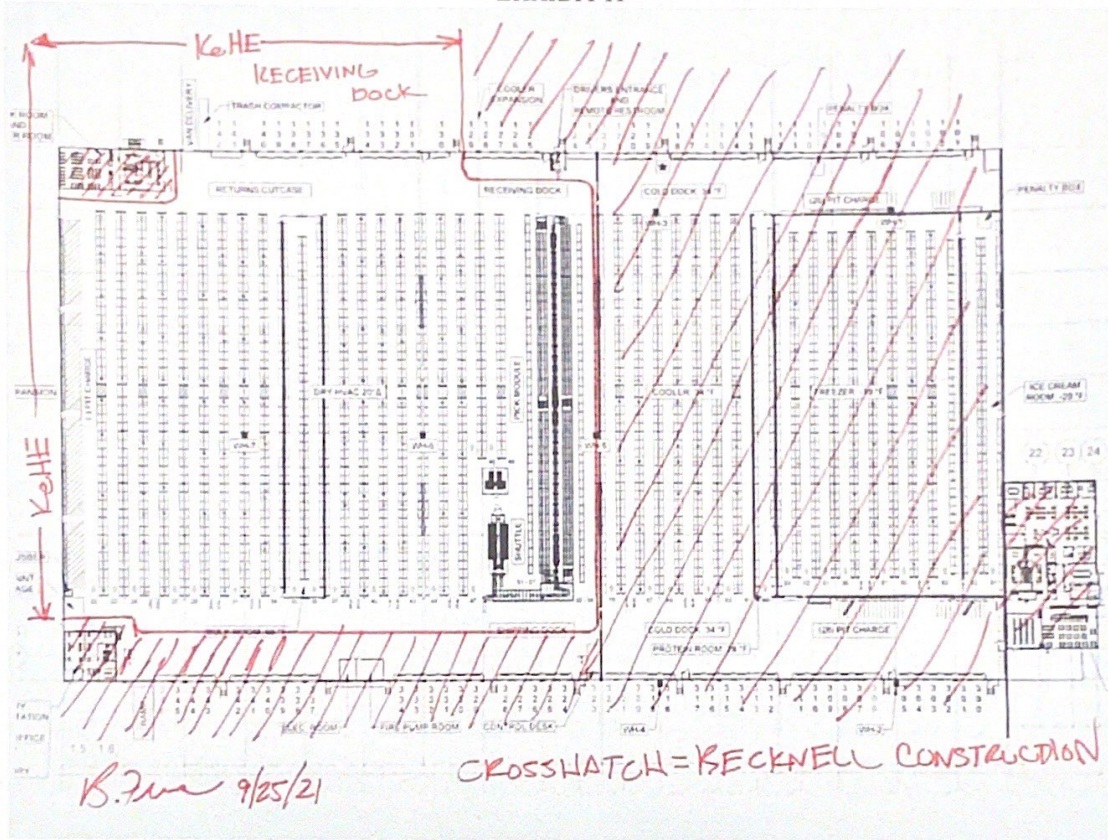


EXHIBIT B

September, 23, 2021

Randy Westacott
Chief Building Official
City of Goodyear, AZ

RE: KeHE Goodyear Project (Permit #20-4403) – Request for Partial Temporary Certificate of Occupancy

Mr. Westacott,

Per conversations between the City of Goodyear, KeHE Distributors and Becknell Industrial, the KeHE Goodyear Project team would like to request a partial Temporary Certificate of Occupancy (TCO) for the Dry Warehouse portion of our building (western half). The targeted date for this partial TCO is September 24, 2021. This partial TCO would allow KeHE Distributors to begin stocking their racks with product and commence operations in the Dry Warehouse while buildout continues for the remaining portions of the building. TCO for the remaining areas, which would include the Refrigerated portion (eastern half), Main Office area & Remote Warehouse Offices, would then be pursued at a later date.

The KeHE operations will consist of receivers, stockers and various admin support. Employee count for the Dry Warehouse space will not exceed 50 people. Hours of operation shall be 2:00 AM to 10:00 PM and includes two separate shifts.

The attached Site Plan/ Exhibit depicts the delineation between the two halves of the warehouse (Dry and Refrigerated), as well as the logistics associated with separating the KeHE operational area and the active construction zones. **At a high level, our intent is to implement the following items in order to achieve TCO in the Dry Warehouse:**

- Building Scope
 - Full-height Insulated Metal Panel wall separates the Dry Warehouse and Refrigerated Warehouse, with doors/ openings between the two areas blocked off for safety purposes.
 - Since the southwest and northwest Remote Warehouse Offices will not be available by 9/24/21, these too will have restricted access from the Dry Warehouse area.
 - Within the Dry Warehouse area, all areas with active construction will be fenced off in accordance with the attached Exhibit. Flaggers will be stationed near the emergency exits to help control/ direct traffic. In addition, directional signage will be installed along the fence lines as needed to direct personnel to the nearest exit.
 - Although construction of the water and sewer services will be complete by 9/24/21, since construction on the restrooms will not be complete, adequate portable/ temporary restroom facilities will be stationed immediately outside of the northwest and southwest exterior doors (as indicated in the Exhibit). The temporary restroom trailers/ fixture counts shall meet occupancy code and ADA requirements. A temporary conference room/ break room will also be stationed in this general area.
 - The ESFR sprinkler system in the dry warehouse area is currently active, so there will be sufficient coverage from a fire suppression standpoint.
 - The Fire Alarm system is also currently active and monitored. This includes tie-ins for the sprinkler flows/tampers.
 - Permanent power is currently live to the building, so adequate high-bay lighting, exit signage, and emergency lighting is functional throughout the Dry Warehouse.
 - Required exiting/egress paths within the Dry Warehouse will be in place and unobstructed. Refer to code compliant Egress Plan noted on the Exhibit.
 - We do not anticipate all rooftop units servicing this area to be available by 9/24/21 (several will be functional), however, according to KeHE Distributors, this unconditioned space will not hinder their ability to receive, stock and ship product.
- Exterior Scope
 - The two halves of the project will have segregated driveway entrances/ exits for safety purposes. There will also be fence dividers between the areas to ensure complete separation between KeHE employee/ trucking traffic and construction traffic.
 - Although the majority of the site will be paved by 9/24/21 (entirety of the KeHE operational area will be paved), the KeHE Goodyear Project team will ensure that a clear fire lane built from stable ABC gravel is maintained at all times (eastern side).



- Code required ADA handicapped parking spaces will also be provided for the KeHE employees occupying the Dry Warehouse.
- Fire line valves within the occupied areas will be adjusted accordingly to accommodate finish grade elevations and hydrants will be operational.
- Per Goodyear requirements, two separate access roads shall be provided for emergency vehicle access to the site. Access from the east shall be provided via Thomas Road from Cotton Lane. On a temporary basis until the Thomas Road connection to Citrus Road is completed (by others), access from the west shall be provided via Citrus Road to the Goodyear approved fire lane within the adjacent XPO site, which transitions to a shared driveway with the KeHE site. Upon completion of the Thomas Road extension (timeline TBD), western access will transfer to Thomas Road from Citrus Road. Please reference the authorization letter (dated 9/21/21) from the adjacent property owner (Westcore Alpha Goodyear I, LLC) to allow temporary access through the XPO site for emergency vehicles.

KeHE Distributors and Becknell Industrial appreciate the City of Goodyear's consideration and support to accommodate this partial TCO proposal. On behalf of all parties, it's been an absolute pleasure building in the City of Goodyear and we look forward to the successful completion of KeHE Goodyear Project.

Thanks,

Jorge Hernandez
Project Manager

CC: Matthew Kelly – SVP, Becknell Industrial
Brian Freese – Director, KeHE Distributors
Richard Sanderson – Director, KeHE Distributors

From: [Justin Mallot](#)
To: JBonventre@LXP.com
Cc: [Johnson, Lisa](#)
Subject: FW: KeHe TCO Approval
Date: Saturday, September 25, 2021 10:47:00 PM
Attachments: [image001.png](#)

See below.

Justin Mallot
(904) 315-3054
justin.mallot@kehe.com

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From: Randal Westacott <Randal.Westacott@goodyearaz.gov>
Sent: Saturday, September 25, 2021 1:44:27 PM
To: Jorge Hernandez <jhernandez@becknellindustrial.com>; Matthew Kelly <mkelley@becknellindustrial.com>; Brian Freese <Brian.Freese@kehe.com>; Tom Paradise <Tom.Paradise@goodyearaz.gov>; Tom Vassallo <Tom.Vassallo@goodyearaz.gov>; David Koeb <David.Koeb@goodyearaz.gov>; Brian Bertucci <Brian.Bertucci@goodyearaz.gov>; Craig Kouri <ckouri@becknellindustrial.com>; Christopher Baker <Christopher.Baker@goodyearaz.gov>
Subject: RE: KeHe TCO Approval

Good Afternoon All,

This e-mail is to confirm that inspections required to be passed prior to release of the KeHe TCO have been conducted and passed. I received notice from Matt Kelly with the attached a few moments ago. Congratulations!

The next step is for the signed paperwork to be submitted at our office on Monday morning so the official paper document can be processed. **The stipulations as outlined on the TCO letter received Thursday morning are in effect.**

Thank you all for the hard work and coordination that has been completed to this point. We are looking forward to full TCO release early next month. Have a great rest of your weekend.

Randy Westacott
Chief Building Official
Development Services
City of Goodyear, Arizona
14455 W. Van Buren Street
Suite D101
Goodyear, AZ 85338
623-882-7934(o)
623-980-0682(c)

Randal.westacott@goodyearaz.gov

www.goodyearaz.gov

The City of Goodyear has gone digital!

The new electronic plan review system is live and allows electronic submittal of Planning & Zoning, Civil Engineering, and Building Safety applications through our new [Development Center](#).



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s strictly prohibited.

EXHIBIT C



CERTIFICATE OF LIABILITY INSURANCE

5/1/2022

DATE (MM/DD/YYYY)

9/25/2021

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must have ADDITIONAL INSURED provisions or be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

PRODUCER	LOCKTON COMPANIES 500 West Monroe, Suite 3400 CHICAGO IL 60661 (312) 669-6900	CONTACT NAME: PHONE (A/C, No, Ext): FAX (A/C, No): E-MAIL: ADDRESS:
INSURED	KeHE Distributors, LLC 1349705 1245 E. Diehl Rd. Suite 200 Naperville, IL 60563	INSURER(S) AFFORDING COVERAGE INSURER A : Travelers Property Casualty Co of America INSURER B : Great American Insurance Company INSURER C : The Travelers Indemnity Company INSURER D : INSURER E : INSURER F :

COVERAGES

CERTIFICATE NUMBER: 17895693

REVISION NUMBER: XXXXXXXX

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL INSD	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
A	<input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR GEN'L AGGREGATE LIMIT APPLIES PER: <input checked="" type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC OTHER:	Y	N	TC2JGLSA-1109L966-TIL-21	5/1/2021	5/1/2022	EACH OCCURRENCE \$ 1,000,000 DAMAGE TO RENTED PREMISES (Ea occurrence) \$ 1,000,000 MED EXP (Any one person) \$ 5,000 PERSONAL & ADV INJURY \$ 1,000,000 GENERAL AGGREGATE \$ 2,000,000 PRODUCTS - COMP/OP AGG \$ 2,000,000
A	<input checked="" type="checkbox"/> AUTOMOBILE LIABILITY <input checked="" type="checkbox"/> ANY AUTO <input type="checkbox"/> OWNED AUTOS ONLY <input type="checkbox"/> HIRED AUTOS ONLY <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> NON-OWNED AUTOS ONLY	Y	N	TC2JCAP-1109L978-TIL-21	5/1/2021	5/1/2022	COMBINED SINGLE LIMIT (Ea accident) \$ 5,000,000 BODILY INJURY (Per person) \$ XXXXXXXX BODILY INJURY (Per accident) \$ XXXXXXXX PROPERTY DAMAGE (Per accident) \$ XXXXXXXX Self-Insured \$ XXXXXXXX
B	<input checked="" type="checkbox"/> UMBRELLA LIAB <input type="checkbox"/> EXCESS LIAB <input type="checkbox"/> DED <input checked="" type="checkbox"/> RETENTION \$ 10,000	Y	N	TUU 3099274 02	5/1/2021	5/1/2022	EACH OCCURRENCE \$ 5,000,000 AGGREGATE \$ 5,000,000 \$ XXXXXXXX
A C	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below	Y/N N	N/A	UB-3P570927-21-51-K (AOS) UB-3P570061-21-51-R(AZ,MA,WI)	5/1/2021 5/1/2021	5/1/2022 5/1/2022	<input checked="" type="checkbox"/> PER STATUTE <input type="checkbox"/> OTH-ER E.L. EACH ACCIDENT \$ 1,000,000 E.L. DISEASE - EA EMPLOYEE \$ 1,000,000 E.L. DISEASE - POLICY LIMIT \$ 1,000,000
A	Property	Y	N	KTJ-CMB-1H07519-8-21	5/1/2021	5/1/2022	All Risk, subject to policy terms, conditions, exclusions and deductibles.

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)

RE: 17510 W. Thomas Road, Goodyear, AZ Lessor, Lessor's designee, and any parent companies, subsidiaries, affiliates, employees, directors, officers, and shareholders, and Lessor's mortgagee, if any, collectively referred to as "Lessor Insureds," shall be included as an Additional Insured and/or loss payee (property) under the general liability, automobile liability, and umbrella liability policies as per the terms and conditions of the policy. A waiver of subrogation shall be issued in favor of all Lessor Insureds per the terms and conditions of the policy.

CERTIFICATE HOLDER**CANCELLATION** See Attachment

17895693
LEX GOODYEAR
(17510 WTR) LLC c/o LXP Manager Corp.
12400 Coit Rd., Suite 970
Dallas TX 75251

SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.

AUTHORIZED REPRESENTATIVE

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LEX GOODYEAR
(17510 WTR) LLC c/o LXP Manager Corp.

To whom it may concern:

In our continuing effort to provide timely certificate delivery, Lockton Companies is transitioning to paperless delivery of Certificates of Insurance.

To ensure electronic delivery for future renewals of this certificate, we need your email address. Please contact us via one of the methods below, referencing Certificate ID **17895693**.

- Email: Chicagoedelivery@lockton.com
- Phone: 866-297-8023

If you received this certificate through an internet link where the current certificate is viewable, we have your email and no further action is needed.

In the event your mailing address has changed, will change in the future, or you no longer require this certificate, please let us know using one of the methods above.

The above inbox is for automating electronic delivery of certificates only. Please do NOT send future certificate requests to this inbox.

Thank you for your cooperation and willingness in reducing our environmental footprint.

Lockton Companies

Lockton Companies
500 W. Monroe Street, Suite 3400
Chicago, IL 60661