

RESOLUTION NO. 2020 - 15

A RESOLUTION BY THE BOARD OF COUNTY COMMISSIONERS OF ST. JOHNS COUNTY, FLORIDA, AUTHORIZING THE COUNTY ADMINISTRATOR, OR DESIGNEE, TO ASSIGN THE LEASE AGREEMENT WITH SEATING SOLUTIONS, INC. UNDER BID 18-74; LEASE OF SEATING SYSTEM AND INSTALLATION OF GRANDSTAND FOR ST. AUGUSTINE AMPHITHEATRE TO INPRODUCTION, INC.

RECITALS

WHEREAS, the County received a notification from InProduction, Inc that they had acquired RI of New York dba Seating Solutions, Inc, and they were requesting the assignment of the existing lease agreement under Bid No. 18-74; Lease of Seating System and Installation of Grandstand for St. Augustine Amphitheatre to InProduction, Inc.; and

WHEREAS, the assignment shall be governed by the terms and conditions of the lease agreement with Seating Solutions, Inc., under Bid No. 18-74; and

WHEREAS, the lease is funded by SJC Cultural Events; and

WHEREAS, the County has reviewed the terms, provisions, conditions and requirements of the proposed assignment (attached hereto, an incorporated herein) and finds that agreeing to the assignment serves a public purpose.

NOW, THEREFORE BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF ST. JOHNS COUNTY, FLORIDA, as follows:

Section 1. The above Recitals are incorporated by reference into the body of this Resolution and such Recitals are adopted as finds of fact.

Section 2. The County Administrator, or designee, is hereby authorized to assign the lease agreement with Seating Solutions, Inc., under Bid No. 18-74 to InProduction, Inc.

Section 3. The County Administrator, or designee, is further authorized to execute an assignment agreement in substantially the same form and format as attached hereto with InProduction, Inc. on behalf of the County for the lease agreement under Bid No. 18-74.

Section 4. To the extent that there are typographical and/or administrative errors that do not change the tone, tenor, or concept of this Resolution, then this Resolution may be revised without subsequent approval by the Board of County Commissioners.

PASSED AND ADOPTED by the Board of County Commissioners of St. Johns County, Florida,

21st this day of January, 2020.

**BOARD OF COUNTY COMMISSIONERS
OF ST. JOHNS COUNTY, FLORIDA**

By: Jeb S. Smith
Jeb S. Smith, Chair

ATTEST: Brandon Patty, Clerk
By: Pam Halterman
Deputy Clerk

RENDITION DATE 1/22/20



CONSENT TO ASSIGNMENT

**Bid No: 18-74; Lease of Seating System and Installation of Grandstand for St. Augustine Amphitheatre
Lease Agreement 18-LEA-RIO-09759**

This Consent to Assignment Agreement (Agreement) is entered into as of this _____ day of _____, 2019, ("Effective Date") by and between St. Johns County, FL ("County"), a political subdivision of the State of Florida, and **InProduction, Inc.**, a corporation authorized to do business in the State of Florida, ("Assignee"). Capitalized terms used but not defined herein shall have the meanings ascribed to them in that certain Lease Agreement 18-LEA-RIO-09759, dated as of September 20, 2018.

WHEREAS, RI, Inc dba Seating Solutions ("Lessor") and County wish to transfer and assign to the Assignee all of the Lessor's rights and interests in and to, and obligations under Lease Agreement 18-LEA-RIO-09759, and the Assignee wishes to be the assignee and transferee of such rights, interests and obligations; and

WHEREAS, pursuant to the Lease Agreement 18-LEA-RIO-09759, the Lessor or County may not assign any of its rights, interests or obligations under the such agreement, directly or indirectly (by operation of law or otherwise), without the prior written approval of the Other; and

WHEREAS, on July 30, 2019, Lessor provided its written request to assign of all of its rights, interests and obligations in Lease Agreement 18-LEA-RIO-09759 to the Assignee based on the Assignee's acquisition of the Lessor (*see* Exhibit A, attached hereto and incorporated herein); and

WHEREAS, as a result of the acquisition, the Lease Agreement must be assigned to the Assignee to continue.

NOW, THEREFORE, the parties hereto, intending to be legally bound, do hereby agree as follows:

1. **Assignment and Assumption.** The County hereby consents to the assignment of Lease Agreement 18-LEA-RIO-09759 to Assignee, who shall acquire all of the Lessor's rights, interests, obligations and duties as set forth in such agreement. By execution of this Agreement, Assignee hereby assumes and agrees to perform all obligations, duties, liabilities and commitments of the Consultant as provided in Lease Agreement 18-LEA-RIO-09759.
2. **Incorporation of Terms and Conditions.** Lease Agreement 18-LEA-RIO-09759 is hereby incorporated into and made part of this Agreement. With the exception to the assignment of rights, interests, obligations and duties as set forth herein, all terms, conditions and provision contained in Lease Agreement 18-LEA-RIO-09759 shall remain in full force and effect.
3. **Effectiveness.** This Assignment Agreement shall be effective as of the date first set forth above.
4. **Governing Law and Venue.** This Agreement shall be governed by and construed in accordance with the laws of the State of Florida. Venue for any administrative or legal action arising under this Agreement shall be in St. Johns County, Florida.
5. **Counterparts.** This Agreement may be executed in one or more counterparts, including facsimile counterparts, each of which shall be deemed to be an original copy of this Assignment Agreement, and all of which, when taken together, shall be deemed to constitute one and the same agreement. Delivery of such counterparts by facsimile or electronic mail (in PDF or .tiff format) shall be deemed effective as manual delivery.

IN WITNESS WHEREOF, the County and Assignee have executed this Consent to Assignment Agreement as of the dates first set forth below.

COUNTY:

St. Johns County, FL
County Name

Signature by County Representative

Jaime T. Locklear, MPA, CPPO, CPPB
Printed Name – County Representative

Purchasing Manager
Printed Title – County Representative

Date of Signature

LEGALLY SUFFICIENT:

Deputy County Attorney

Date of Execution

**ATTEST:
ST. JOHNS COUNTY, FL
CLERK OF COURT**

Deputy Clerk

Date

ASSIGNEE:

InProduction, Inc.
Company Name

Signature by Assignee Representative

Printed Name Assignee Representative

Printed Title – Assignee Representative

Date of Signature