

June 4, 2012

**MEMORANDUM OF UNDERSTANDING
BETWEEN
ADAMS MORGAN HOTEL OWNER, LLC
AND
HOSPITALITY HIGH SCHOOL OF WASHINGTON, DC**

This Memorandum of Understanding (“MOU”) is set forth between Adams Morgan Hotel Owner, LLC (“AMHO”) and the Hospitality High School of Washington, DC (“HHS”) a 501(c)(3) tax-exempt, D.C. non-profit organization, located at 4301 13th Street, NW 3rd Floor, Washington DC, 20011.

Under this MOU, dated June 4, 2012, AMHO agrees to enter in a Planned Unit Development (PUD) partnership, commencing upon acceptance of this MOU and for an indeterminate period of time, subject to cancellation by any of the parties to this agreement upon receipt of 30 day prior written notice.

STATEMENT OF PURPOSE

The purpose of this PUD partnership is to provide full-time and part-time employment as well as internship opportunities in connection with the operation of the Adams Morgan Historic Hotel Project (“Project”) to be located at 1780 Columbia Road, NW, Washington, D.C. 20009.

DESCRIPTION AND TERMS OF THE PUD PARTNERSHIP

- In conjunction with the Adams Morgan Youth Leadership Academy (AMYLEA), which is developing and administering a “Work Readiness Services” program for youth and young adults who seek employment at the Project, HHS will assist in identifying job candidates for hospitality positions.
 - HHS will inform its alumni about Project employment opportunities.
 - HHS will provide hospitality-related materials to AMYLEA to prepare job candidates for interviews.
- AMHO agrees to have at least one HHS student and one HHS graduate attending college serve as interns at the Hotel.
- HHS agrees to participate in a dedication ceremony for the Project (TBD).
- AMHO will become a partner of HHS and provide hospitality exposure activities for students.

Memorandum of Understanding

June 4, 2012

- Upon construction commencement, AMHO will provide a donation to HHS in the amount of \$5,000 for hospitality programs.
- AMHO will provide meeting space within the Community Center at no cost to HHS.
- AMHO and HHS commit to negotiating more detailed documentation of certain of the provisions in this MOU over the coming months, not limited to compliance measurements and tests of the various provisions in this MOU.

If any provision of this MOU is held unenforceable, then such provision will be modified to reflect the parties' intention. All remaining provisions of this MOU shall remain in full force and effect. This MOU shall be interpreted under the laws of the District of Columbia. Any litigation under this MOU shall be resolved in the courts of the District of Columbia.

This MOU is assignable by only AMHO to any entity.

Memorandum of Understanding
June 4, 2012

Signed:

Adams Morgan Hotel Owner, LLC:



Brian Friedman
Authorized Signatory
AMHO

June 4, 2012

Date

Hospitality High School:



Tiffany Godbout Williams
Executive Director
Hospitality High School

June 4, 2012

Date