

**THE DISTRICT OF COLUMBIA
ALCOHOLIC BEVERAGE CONTROL BOARD**

In the Matter of:)	
)	
Spirit Cruises, LLC)	
t/a Matthew Hayes - Marine Vessel #1)	
Commander Jacques - Marine Vessel #2)	
Miss Christin - Marine Vessel #3)	License Nos.: ABRA-098753
Potomac Taxi I - Marine Vessel #4)	ABRA-098753-2
Potomac Taxi II - Marine Vessel #5)	ABRA-098753-3
Potomac Taxi III - Marine Vessel #6)	ABRA-098753-4
Potomac Taxi IV - Marine Vessel #7)	ABRA-098753-5
)	ABRA-098753-6
Holder of a)	ABRA-098753-7
Retailer's Class DX Marine Vessel Line License)	Order No.: 2019-135
(Seven Marine Vessels))	
)	
Dock at)	
The Warf in SW Washington, D.C. 20024)	

Spirit Cruises, LLC (Licensee)

Commissioner Gail Fast and Dr. Coralie Farlee, on behalf of Advisory Neighborhood Commission (ANC) 6D

BEFORE: Donovan Anderson, Chairperson
Nick Alberti, Member
Mike Silverstein, Member
James Short, Member
Bobby Cato, Member
Rema Wahabzadah, Member

ORDER ON FIRST AMENDMENT TO COOPERATIVE AGREEMENT

The official records of the Alcoholic Beverage Control Board (Board) reflect that ANC 6D and a previous holder of a Retailer's Class DX Marine Vessel Line License entered into a Settlement Agreement (Agreement), dated September 11, 2017. Spirit

Cruises, LLC (Licensee), as the subsequent and current holder of that license is required to comply with the terms of the Agreement, because it governs the operations of the Licensee's establishment.


This matter comes now before the Board to consider the Parties' First Amendment to Cooperative Agreement (First Amendment), dated March 11, 2019, in accordance with D.C. Official Code § 25-446 (2001).

The First Amendment has been reduced to writing and has been properly executed and filed with the Board. The Licensee and Commissioner Gail Fast and Dr. Coralie Farlee, on behalf of ANC 6D, are signatories to the First Amendment.

Accordingly, it is this 13th day of March, 2019, **ORDERED** that:

1. The above-referenced First Amendment to Cooperative Agreement submitted by the Parties to govern the operations of the Licensee's establishment is **APPROVED** and **INCORPORATED** as part of this Order;
2. All terms and conditions of the original Agreement, not amended by the First Amendment, shall remain in full force and effect; and
3. Copies of this Order shall be sent to the Licensee and ANC 6D.

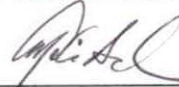
District of Columbia
Alcoholic Beverage Control Board



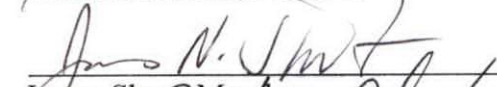
Donovan Anderson, Chairperson




Nick Alberti, Member



Mike Silverstein, Member



James Short, Member



Bobby Cato, Member



Rema Wahabzadah, Member

Pursuant to D.C. Official Code § 25-433(d)(1), any party adversely affected may file a Motion for Reconsideration of this decision within ten (10) days of service of this Order with the Alcoholic Beverage Regulation Administration, 2000 14th Street, N.W., Suite 400S, Washington, DC 20009.

Also, pursuant to section 11 of the District of Columbia Administrative Procedure Act, Pub. L. 90-614, 82 Stat. 1209, D.C. Official Code §2-510 (2001), and Rule 15 of the District of Columbia Court of Appeals, any party adversely affected has the right to appeal this Order by filing a petition for review, within thirty (30) days of the date of service of this Order, with the District of Columbia Court of Appeals, 430 E Street, N.W., Washington, D.C. 20001; (202/879-1010). However, the timely filing of a Motion for Reconsideration pursuant to 23 DCMR §1719.1 (2008) stays the time for filing a petition for review in the District of Columbia Court of Appeals until the Board rules on the motion. See D.C. App. Rule 15(b) (2004).



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ANC Office: 202 554-1795 ■ office@anc6d.org

AMENDMENT #1 TO COOPERATIVE AGREEMENT

THIS AMENDMENT #1 TO COOPERATIVE AGREEMENT (“Agreement”) is made on this 11th day of March 2019 by and between Spirit Cruises LLC, which is now the holder of the subject ABC license previously held by Potomac Riverboat Company, LLC, ABRA #098753 t/a Mathew Hayes – Marine Vessel #1, Commander Jacques – Marine Vessel #2, Miss Christin – Marine Vessel #3, Potomac Taxi I – Marine Vessel #4, Potomac Taxi II – Marine Vessel #5, Potomac Taxi III – Marine Vessel #6, Potomac Taxi IV – Marine Vessel #7 (“Licensee”), and Advisory Neighborhood Commission 6D (“Protestant”), (collectively, the “Parties”). This amendment updates the Agreement dated September 11, 2017 and finalized by ABC Board Order 2017-472 dated September 20, 2017.

WITNESSETH

WHEREAS, Licensee has a License ABRA# 098753 Class DX for seven (7) marine vessels operating under Spirit Cruises, LLC (“Establishment”) and include vessels 1-3 which dock at Alexandria, VA and load at the Diamond Teague Park, 100 Potomac Avenue, SE, Washington, D.C. 20003; and vessels 4-7 which dock at The Wharf in Southwest DC 20024 and provide water taxi services with stops including: Alexandria, VA; The Wharf in SW DC; National Harbor in Maryland; and Georgetown waterfront in NW DC (“Premises”).

WHEREAS, Licensee and ANC 6D entered into a new Cooperative Agreement dated September 11, 2017 for the 7 vessels itemized above (“Establishment”); and

WHEREAS, the Parties request that the Alcoholic Beverage Control Board approve this Amendment to Cooperative Agreement conditioned upon the Licensee’s compliance with the terms of this written Amendment and the previously executed Cooperative Agreement and Board Order and ABRA License; and

NOW, THEREFORE, in consideration of the recitals set forth above, it is mutually understood and agreed by and between the undersigned Parties to amend the previously executed Agreement as follows:

1. *Recitals Incorporated.* The recitals set forth above are incorporated herein by reference.

2. Section 2 ("Nature of the Business") the second paragraph is amended by adding the following:

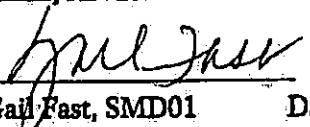
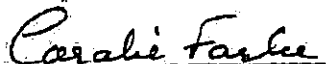
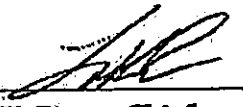
"An eighth vessel, Lady Josephine, shall be added to the ABRA license to become #089753-8, which will berth at The Wharf in Southeast, DC and National Harbor, MD, and carry approximately 200 passengers with water taxi service between The Wharf in Southeast, DC and Georgetown Waterfront with seasonal routes offering stops at Nationals Stadium and Audi Field on about 2,100 trips per year, with a duration of 30 to 45 minutes per trip."

3. Section 4 ("Floors Utilized and Occupancy"), the second paragraph is amended by adding the following: "The Licensee may also operate an eighth vessel, Lady Josephine, which will have a maximum occupancy of 200."

4. Agreement Otherwise Unamended. Except as otherwise provided herein, the terms and conditions of the previously executed Cooperative Agreement, Board Order, and License are expressly reaffirmed and remain in full force and effect.

The ANC:

LICENSEE:

Chair, ANC6D  Gail Fast, SMD01 3/11/2019 Date	Spirit Cruises, LLC By: Entertainment Cruises, Inc., Sole Member
Chair, ABC Committee, ANC6D  Coralie Farlee 11 Mar 19 Date	By:  Lauren K. Baran, Chief Financial Officer 3/15/19 Date