

STATE OF NORTH CAROLINA

COUNTY OF MECKLENBURG

ASSIGNMENT OF ASSETS

KNOW ALL MEN by these presents, that AMERICAN AIRLINES, INC., a Delaware corporation ("AMERICAN"), for value received, has donated, assigned, conveyed, transferred and given over to the CITY OF CHARLOTTE, a municipal corporation, in "AS IS, WHERE IS, WITH ALL FAULTS" condition and without any representation or warranty, express or implied, all right, title and interest to that certain Boeing 737-200 aircraft trainer fuselage consisting of 8 rows of aircraft seats with 4 seats in each row and a Boeing 757 Emergency Equipment Trainer, consisting of a forward entry door and mid cabin exit, currently located at the American Airlines Flight Training Center at 4800 Hangar Road in Charlotte, North Carolina (the "Assets") and the CITY OF CHARLOTTE is hereby given the full power and authority to use the Assets for its own use and benefit.

In consideration thereof, CITY OF CHARLOTTE shall assume any and all obligations and liabilities (including accrued, absolute or contingent liabilities) directly or indirectly arising in connection with the Assets and CITY OF CHARLOTTE SHALL AND HEREBY DOES RELEASE AND WAIVE ANY AND ALL CLAIMS AGAINST AMERICAN RELATED TO THE ASSETS, AND AGREES NOT TO PURSUE ANY CLAIMS AGAINST AMERICAN RELATED TO THE ASSETS. Furthermore, CITY OF CHARLOTTE SHALL INDEMNIFY AND HOLD HARMLESS AMERICAN FROM AND AGAINST ANY AND ALL CLAIMS INCURRED OR SUFFERED BY, ASSERTED AGAINST, CHARGED TO OR RECOVERABLE FROM AMERICAN AND WHICH ARISE TO ANY EXTENT OUT OF ANY ACTION, EVENT OR CIRCUMSTANCE RELATED TO OR OTHERWISE INVOLVING THE ASSETS AFTER THE DATE HEREOF.

This the 27 day of March, 2018.

AMERICAN AIRLINES, INC.

By: 

Its

HOWARD E. GARBER

ACKNOWLEDGED AND AGREED:

CITY OF CHARLOTTE

By: _____
Its _____