

Asset Purchase Agreement Summary

Between Sierra Springs Enterprises, Inc.
& Silver Springs Airport, LLC.

Document for Lyon County Board of County Commissioners and
Staff

Introduction

- Silver Springs Airport, LLC entered into agreement with Sierra Springs Enterprises, Inc. to undertake an asset purchase of its business and obligations with respect to the Silver Springs Airport
- A legal and binding Asset Purchase Agreement document between the parties was signed on April 12th, 2019
- Seller is the operator and manager of the Silver Springs Airport located in Lyon County, Nevada.
- Seller operates the Airport pursuant to a written Lease Agreement with Lyon County, a political subdivision of the State of Nevada.
- Buyer is a limited liability company duly organized, validly existing and in good standing under the laws of the State of Nevada and has full limited liability company power and authority and the legal right to execute and deliver to the terms of the Agreement and to consummate the transactions contemplated.
- Both parties desire to complete this agreement no later than October 31st, 2019^{18-Sep-19}

Sale and Purchase

- Seller (Silver Springs, LLC) has agreed to sell, assign, grant, transfer, convey and deliver to Buyer, and Buyer shall purchase and accept from Seller, all of Seller's right, title and interest in and to all of its property and assets, real, personal or mixed, tangible and intangible, of every kind and description, wherever located.
 - SSA's listed assets include:
 - all fixed assets and equipment pertaining to the airport
 - Inventory and finished goods
 - **Seller's Lease Agreement with Lyon County, dated March 21, 2019**
 - Contracts, obligations and other agreements related to the airport
 - Certain real property of Seller located in Lyon County, Nevada
 - Trademarks, know-how, licenses, claims or 3rd party causes of action, records and goodwill
- **Silver Springs Airport, LLC and Sierra Springs Enterprises, Inc. have agreed to a purchase price and Buyer/Seller have entered into a binding escrow agreement.**
- **Escrow deposit funds have been delivered by the buyer to the seller per terms of the Asset Purchase agreement between the parties.**

Consents and Approvals

- **Buyer Understands and Acknowledges the following:**
- **All consents, approvals, filings and permits required to transfer the Assets of the Silver Springs Airport, LLC to Buyer and to enable Buyer to operate the Airport after the Closing Date shall be obtained, including without limitation the consent of Lyon County Board of Commissioners to the assignment of the Master Lease.**
- **Silver Springs Airport, LLC and Sierra Springs Enterprises, Inc. formally requests that Lyon County add a formal agenda item to the upcoming meeting of Lyon County Board of Commissioners, on Thursday, September 19th to consider approval and consent for assignment of the Silver Springs Airport Master Lease, Per Article 11, Miscellaneous Terms, Sections 1 (ii), (iii), (iv).**

Silver Springs Airport - Ownership Transition Plan

- Maintain Operational Management Continuity
 - Kay Bennett and Richard Najarian will stay on, post-closure for minimum of 1 year
 - Assist in Operational Management Activities and Training of new staff.
 - Assist in recruiting and hiring of additional staffing as needed
 - Continue interactions and long-established relationships at the local, state and Federal level including FAA, Lyon Co. BoCC and staff
 - File FAA notification and obligations for Airport Management assignment (form 5010)
- Assist in Business Strategy and assessment of new Growth Opportunities
 - Maintain Continuity of business strategy and support new leadership in their roles

Introduction of Sierra Springs Enterprises, Inc. - Corrado DeGasperis

- Silver Springs Airport is Central to the Community and its Master Plan.
 - A Shared Community Vision with Silver Springs Airport and Lyon County;
 - A Qualified and Dedicated Silver Springs Based Team; and
 - Asset Purchase Agreement completed with SSA.
- Benefits for SSA and Stewardship.
Goal of Developing, Facilitating and Promoting a fully-integrated, regional, Class-3 aviation and aviation support complex through its properties, products and services.
- Sierra Springs Enterprises – Contributes Financial Strength and Stability

Experienced Aviation, Quality and Local Land Development - Sierra Springs Enterprises Inc. and Opportunity Fund

Corrado De Gasperis
President

Mr. DeGasperis is the President of both Sierra Springs Opportunity Fund Inc. and Sierra Springs Enterprises. He is also Executive Chairman, Comstock Mining Inc., since September 2015, President and Chief Executive Officer since April 2010, bringing over 30 years of industrial manufacturing and financial, operational, project and real estate management experience, leading environmentally and socially responsible developments in Storey & Lyon County's. He is also a founding member and the Chairman of the Comstock Foundation for History and Culture, a 501(c)3, not-for profit organization dedicated to the preservation and restoration of Comstock Lode Historic District. He is also the Chairman of the Virginia City Tourism Commission and a member of the Northern Nevada Development Assoc.

Arthur Griswold
Director Of Quality

Mr. Griswold has over 30 years of aviation-related experience, most recently from 2004-2018 with BAE Systems, Inc., a British aerospace and multinational defense company ensuring Aircraft Integration and Performance Excellence for BAE. Mr. Griswold has extensive aerospace quality systems experience, including Aircraft Integration Lean Six Sigma Black Belt Certification, ISO 9001, AS9100, Federal Acquisition Regulations, Code of Federal Regulations as well as UK Military Aviation Authority Defense Standards and procedures. Mr. Griswold also has been FAA DMIR certified since 1996, and as a Level II Liquid Penetrant Inspector and Level I Radiographic Inspector.

Peggy K. Quigg
Director of Operations
General Manager

Ms. Quigg has over 20 years as a US Army and Army National Guard Combat Veteran and is FAA Licensed Private & Commercial Pilot, Flight Instructor, Ground Instructor, with 3,000 hours Single & Multi-Engine, Rotorcraft. Instrument and Sail Plane Ratings and was a Military Helicopter Pilot - Medical Evac/Air Ambulance. Ms. Quigg has served in leadership roles as The Executive Director of a statewide non-profit organization, a Small Business Owner of an electronic security technology company, and as an experienced Police Officer and Investigator. She holds numerous awards including the Department of Health & Human Services Secretary's Award for Distinguished Service and the US Army Commendation & Meritorious Service National Guard Demand Reduction and Jefferson City Police Department Commendations for Valor and Lifesaving, among many others. She holds a Masters in Aviation Safety Management and a Bachelor of Science in Criminal Justice Administration with a Minor Aviation Technology from Central Missouri University. Remarkably, she has spent the last 10 years working in Senior roles for the US Department of Health & Human Services and a Nevada not-for-profit, in Substance Abuse Prevention and care.

Silver Springs Airport History 1989 - 2019



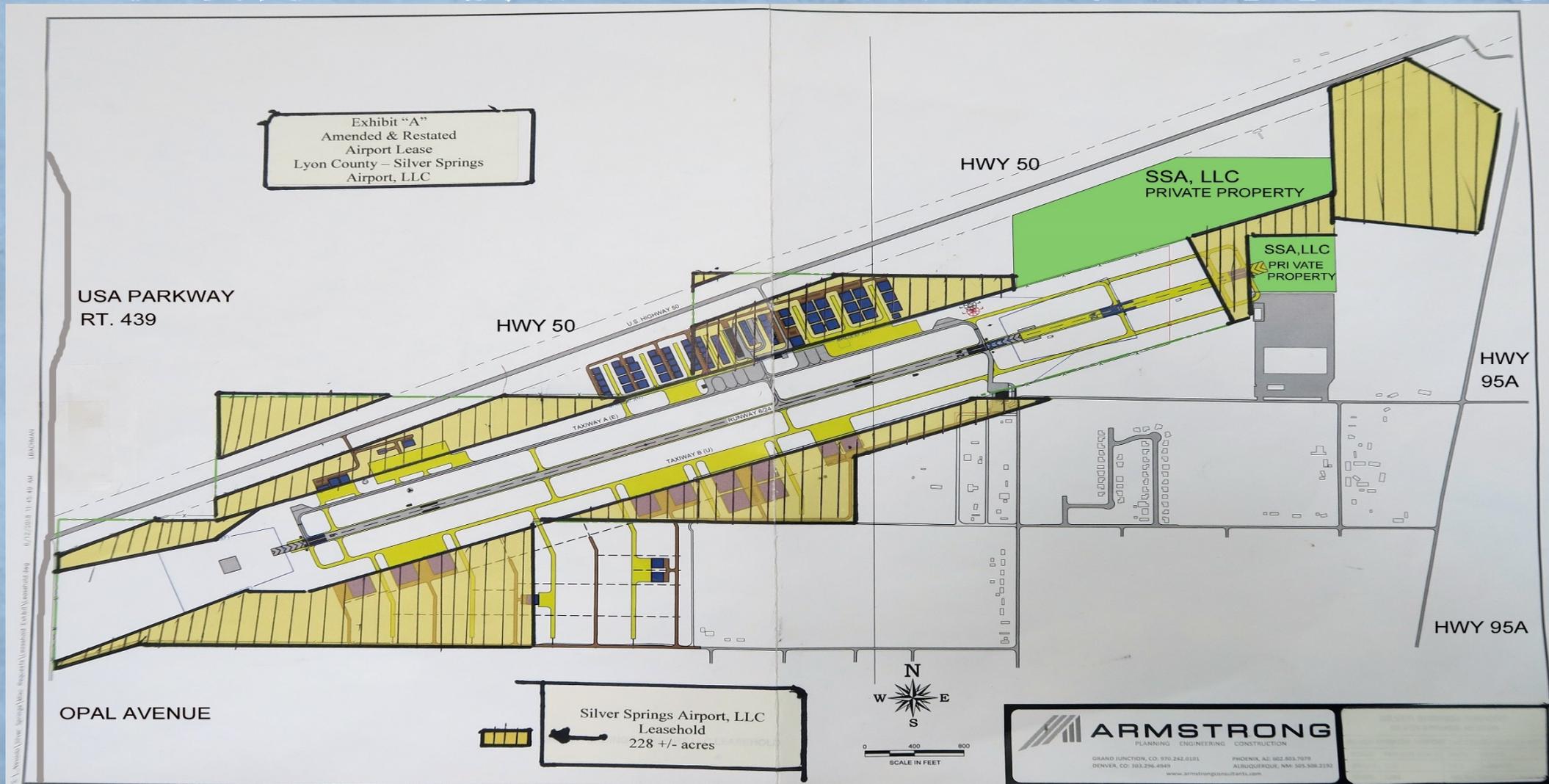
- Lahontan Airstrip – 1989 (gravel, abandoned)

- SSA – Lyon County Partnership
 - Unique Relationship. Creative approach is an essential element of airport's growth.
 - Permits Lyon Co. to focus on community growth initiatives
 - LC Sponsorship Enables FAA Grant Funding for Airport expansion



Leased Land Map

- 220 acres available for hangar development, and aviation related business.



Thank You

