



**ATLANTA
FALCONS**

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Richard J. McKay
President & CEO

September 30, 2013

Via E-mail

Mr. Frank Poe
Executive Director
Georgia World Congress Center
285 Andrew Young International Blvd., NW
Atlanta, GA 30313-1591
E-mail: fpoe@gwcc.com

Re: Feasibility Declaration

Dear Frank:

This notice is given under the Memorandum of Understanding for a Successor Facility to the Georgia Dome, dated as of April 5, 2013 (the "MOU"), by and among Geo. L. Smith II Georgia World Congress Center Authority (the "GWCCA"), Atlanta Falcons Stadium Company, LLC ("StadCo"), and Atlanta Falcons Football Club, LLC. Capitalized terms used in this letter and not defined have the meanings given to such terms in the MOU.

As you know, we undertook the feasibility review of the North Side Site following my letter to you dated July 30, 2013. Pursuant to Section 3.9(d) of the MOU, StadCo hereby notifies the GWCCA that StadCo has determined that development and construction of the NSP on the North Side Site is feasible.

Pursuant to Section 3.9(c) of the MOU, StadCo is hereby amending its prior notification on July 30, 2013, to reflect that the South Side Site is also feasible. As contemplated in the MOU, StadCo will move forward in finalizing the documents necessary for the Initial Closing with construction contemplated on the South Side Site. The South Side Site was the "preferred" site in the MOU, and thanks to a lot of work by the GWCCA, the City of Atlanta, the Falcons, the State of Georgia and the affected churches, it is now the definite site for construction of the NSP.

Please feel free to contact me with any questions.

Sincerely,

A handwritten signature in black ink, appearing to read "R. McKay", written over a circular scribble.

Richard J. McKay
President & CEO

RJM/sbb

Mr. Frank Poe
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cc: Office of the Attorney General - dwhitingpack@law.ga.gov
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