

This Memorandum of Understanding (MOU) is entered into by The Secretariat of Tourism of Colima (hereinafter referred to as the "The Secretariat"), with offices in [Complejo Administrativo del Gobierno del Estado 3er. Anillo Periférico, Esq. Ejército Mexicano S/N. Colonia el Diezmo Tel. (312) 316 2000 C.P. 28010, Colima, Colima, México], duly represented in this matter by the Minister of Tourism, César Castañeda Vázquez del Mercado and on the other hand, Airbnb Ireland (hereinafter referred to as Airbnb), with registered offices in Dublin (The Watermarque Building, South Lotts Road, Ringsend, Dublin 4, Ireland), duly represented in this matter by Mr. Eoin Hession. The ATP and Airbnb are hereinafter jointly referred to as the "Parties."

**WHEREAS** The Secretariat aim is to contribute to the improvement of the life conditions of the people of Colima through the enhance of sustainable tourism infrastructure and services, which generate significant economic spillovers in the State, as well as, provide an image of Colima as a world class tourism destination for regional, domestic and international tourists.

**WHEREAS** Airbnb is a technological platform that serves as a trusted community marketplace for people to list, discover, and book unique accommodations around the world — online or from a mobile phone or tablet.

**WHEREAS** more than 2,000,000 people have used the Airbnb platform to visit more than 34,000 cities in 191 countries around the world.

**WHEREAS** Airbnb democratizes travel by making it more affordable and accessible and connecting global travelers to local communities where they can "live as a local."

**WHEREAS** the Parties wish to express their interest in establishing a framework of mutual collaboration and cooperation.

**NOW, THEREFORE**, the Parties, in the representation that they hold and the exercise of the powers conferred, agree to sign this Memorandum of Understanding (MOU) in accordance with the following clauses:

## **Article I**

### **Object**

1.1. This MOU is intended to establish a basis for mutual cooperation between the Parties determining the actions to be undertaken, aimed at achieving the areas of cooperation set out below.

1.2. This MOU is a letter of intent that is entered into by both Parties on a voluntary basis in a spirit of goodwill. This MoU therefore will not be interpreted or used to

the Parties' detriment. During the period of assessment, the Parties shall not take any legal or financial action against each other with regard to one of the topics referred to in this MOU, nor support third parties to take such legal or financial action against the other party. Each party hereto has a duty of good faith in executing and carrying out this MOU, and must closely cooperate with one another regarding the agreed items hereunder based on the principle of good faith.

1.3. This MOU is governed by the law of the United Mexican States.

1.4. The Parties agree that they will communicate positively about the cooperation agreed upon this MOU.

## **Article II**

### **Areas of Cooperation**

2.1 The Parties agree to cooperate in areas of common interest, further to and within each party's respective mandate and authority. Areas of cooperation may include, but are not limited to:

#### 2.1.1. To Contribute to a successful F1 Champ Boat Series 2016.

The Port of Manzanillo will be the venue for the F1 Champ Boat Series 2016, from the 2nd to the 4th of December 2016. This is the first time that the F1 Champ Boat Series, the fastest of its kind, takes place in Mexico. Airbnb and The Secretariat will work together to promote home sharing with the aim of increase the options of accommodation for the tourists that will visit Colima to enjoy the event.

#### 2.1.2. To Promote best practices of hospitality, among the hosts at Colima.

Airbnb and The Secretariat agree to collaborate in the promotion and training of best practices of hospitality for the guest's community and those interested in "home sharing", with the goal of developing Colima as an appealing touristic destination.

#### 2.1.3. Best Practices

Airbnb will continue working together with The Secretariat to remark and discuss those practices that will allow Colima to become a national reference regarding the digital economy in the country. This collaboration may include (i) fostering the innovation and entrepreneurship; (ii) debates about tax-related issues like rates and collection.

### **Article III Cooperation Mechanism**

3.1 After the signing of this agreement, a working group will be established and meet regularly in order to make progress on the areas of cooperation highlighted above. The Secretariat and Airbnb will appoint representatives to the working group to discuss and address major issues in the areas of cooperation in this MOU.

### **Article IV Supplementary Provisions**

4.1 This agreement will come into force from the date when the legal or authorized representatives of both Parties sign below and will remain in effect for 2 years, extendible with the express manifestation of both Parties.

4.2 Neither party shall disclose confidential information of discussion and negotiation of this MOU to a third party without prior permission of the other party.

4.3 This MOU agreement constitutes for neither party any legally binding obligation between both organizations nor funding commitment or obligation.

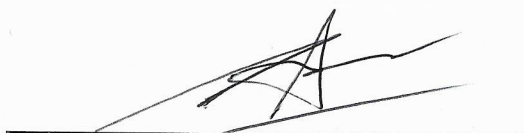
4.4 This MOU may be modified at any time if both Parties reach a consensus in writing. This MOU may be terminated upon agreement of both Parties in writing. Either party shall notify the other party of termination hereof in writing.

4.5 Matters not expressed outlined in this agreement shall be entered into by the Parties separately during the cooperation period.

4.6 All issues that may arise during the interpretation, amendment, termination and effects of this MOU shall be settled by mutual agreement of the Parties and, failing that, according to the applicable regulations.

4.7 This agreement is made in two copies, with each party holding one.

On behalf of The Secretariat



Date: November, 01, 2016

Cesar Castañeda

On behalf of Airbnb Ireland

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Date: November, 01, 2016

Eoin Hession