

RESOLUTION NO. R-293262

ADOPTED ON JUN 6 - 2000

**RESOLUTION OF THE CITY COUNCIL OF THE  
CITY OF SAN DIEGO APPROVING THE ISSUANCE  
OF THE CALIFORNIA STATEWIDE COMMUNITIES  
DEVELOPMENT AUTHORITY ENTERPRISE ZONE  
BONDS IN AN AGGREGATE PRINCIPAL AMOUNT  
NOT TO EXCEED \$6,000,000 FOR THE PURPOSE OF  
FINANCING THE ACQUISITION, CONSTRUCTION,  
IMPROVEMENT, AND EQUIPPING OF A RETAIL  
SHOPPING CENTER AND A SUPERMARKET AND  
CERTAIN OTHER MATTERS RELATING THERETO**

WHEREAS, San Diego Mercado Alliance, LLC (“Mercado Alliance”) and El Mercado del Sol, LLC (“Mercado del Sol”) have requested that the California Statewide Communities Development Authority (the “Authority”) participate in the issuance of one or more series of enterprise zone bonds in an aggregate principal amount not to exceed \$6,000,000 (the “Bonds”) for the acquisition, design, construction, improvement and equipping of a retail shopping center and a supermarket (collectively, the “Projects”) to be owned and operated by Mercado Alliance and Mercado del Sol, respectively, and to be located within the City of San Diego (the “City”); and

WHEREAS, pursuant to Section 147(f) and Treasury Regulation Section 1.1394-1(m) of the Internal Revenue Code of 1986 (the “Code”), the issuance of the Bonds by the Authority must be approved by the City because the Projects are located within the territorial limits of the City; and

WHEREAS, the City Council of the City (the "City Council") is the elected legislative body of the City and is one of the applicable elected representatives required to approve the issuance of the Bonds under Section 147(f) of the Code; and

WHEREAS, the Authority has requested that the City Council approve the issuance of the Bonds by the Authority in order to satisfy the public approval requirement of Section 147(f) of the Code and the requirements of Section 9 of the Amended and Restated Joint Exercise of Powers Agreement, dated as of June 1, 1988 (the "Agreement"), among certain local agencies, including the City; and

WHEREAS, pursuant to Section 147(f) of the Code, the City Council has, following notice duly given, held a public hearing regarding the issuance of the Bonds, and now desires to approve the issuance of the Bonds by the Authority;

NOW, THEREFORE, BE IT RESOLVED, by the City Council of the City of San Diego as follows:

Section 1. The City Council hereby approves the issuance of the Bonds by the Authority. It is the purpose and intent of the City Council that this resolution constitute approval of the issuance of the Bonds by the Authority, for the purposes of (a) Section 147(f) of the Code by the applicable elected representative of the governmental unit having jurisdiction over the area in which the Projects are to be located, in accordance with said Section 147(f) and (b) Section 9 of the Agreement; *provided, however*, that the adoption of this resolution by the City Council shall not (i) create any pecuniary liability on the part of the City or (ii) constitute a waiver or relinquishment of any of its rights relating to land use approvals, permits or requirements necessary for the Projects or jeopardize the City Council's appellate authority concerning any

land use permits for the Projects.

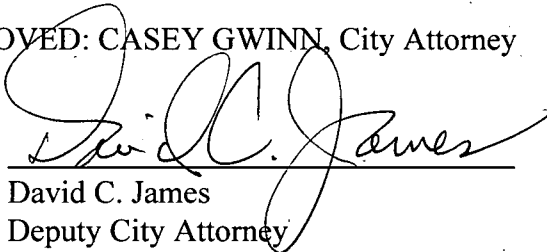
Section 2. The officers of the City are hereby authorized and directed, jointly and severally, to do any and all things and to execute and deliver any and all documents which they deem necessary or advisable in order to carry out, give effect to and comply with the terms and intent of this resolution and the financing transaction approved hereby.

Section 3. This resolution shall take effect immediately upon its adoption.

BE IT FURTHER RESOLVED, the Clerk of the Local Government Participant shall certify the adoption of this resolution, and thenceforth and thereafter the same shall be in full force and effect.

APPROVED: CASEY GWINN, City Attorney

By



David C. James  
Deputy City Attorney

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Aud.Cert.: N/A  
Or.Dept: Ec.Dev.&Comm. Svcs  
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