(R-2013-458)

RESOLUTION NUMBER R- 308023

DATE OF FINAL PASSAGE MAR 1 8 2013

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF SAN DIEGO APPROVING THE MERGER OF SOUTHEASTERN ECONOMIC DEVELOPMENT CORPORATION INTO CIVIC SAN DIEGO AND APPROVING THE AGREEMENT AND PLAN OF MERGER

WHEREAS, Civic San Diego (Civic) and Southeastern Economic Development

Corporation (SEDC) are nonprofit public benefit corporations organized under the Nonprofit

Public Benefit Corporation Law for charitable purposes; and

WHEREAS, Civic and SEDC have provided redevelopment, project management, and economic development services, among other services, in downtown and southeastern San Diego since the 1970s; and

WHEREAS, pursuant to Resolution Nos. R-2012-677, R-2012-690, R-2012-713, and R-2012-714, adopted effective June 28, 2012, the City Council of the City of San Diego (Council) made SEDC a subsidiary of Civic to provide time for the orderly integration of their operations; and

WHEREAS, the City of San Diego, acting through Council, is the sole member of Civic; NOW, THEREFORE,

BE IT RESOLVED, that the City Council of the City of San Diego, as the sole member of Civic San Diego, hereby approves the merger of Southeastern Economic Development Corporation with and into Civic San Diego and approves the terms of the Agreement and

| Plan of Merger of Southeastern Economic D | evelopment Corporation with and into Civic |
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| San Diego, on file in the Office of the City C | Clerk as Document No. RR- 308023 |
| APPROVED: JAN I. GOLDSMITH, City A | attorney |
| By Bret A. Bartolotta Deputy City Attorney | |
| BAB:sc 02/12/13 Or.Dept: Civic San Diego Doc. No.: 515147 | |
| I hereby certify that the foregoing Resolution San Diego, at this meeting of MAR 0 5 2013 | |
| | ELIZABETH S. MALAND City Clerk By Little Clerk |
| Approved: 3/8/13 (date) | B6 Filner, Mayor |
| Vetoed:(date) | BOB FILNER, Mayor |