

**RESOLUTION 2015-108**

**RESOLUTION CONSENTING TO ASSIGNMENT  
AND ASSUMPTION OF THE HILTON FRANCHISE  
AGREEMENT FOR THE HILTON SAN DIEGO  
AIRPORT LOCATED AT 1960 HARBOR ISLAND  
DRIVE, FROM WATERFRONT HARBOR GL, LLC  
TO BARTELL HOTELS, A CALIFORNIA LIMITED  
PARTNERSHIP, DBA HILTON SAN DIEGO  
AIRPORT**

**WHEREAS**, the San Diego Unified Port District (District) is a public corporation created by the legislature in 1962 pursuant to Harbors and Navigation Code Appendix 1, (Port Act); and

**WHEREAS**, Section 87(b) of the Port Act grants authority to the District to lease the tidelands or submerged lands, or parts thereof, for limited periods, not exceeding 66 years, for purposes consistent with the trusts upon which those lands are held, by the State of California; and

**WHEREAS**, Waterfront Harbor GL, LLC a Delaware limited liability company dba Hilton San Diego Airport (Waterfront) operates a 211 room hotel at 1960 Harbor Island Drive (Hotel) under a lease and two lease amendments, which expire in 2048; and

**WHEREAS**, the Hotel leasehold is comprised of 112,548 square feet of land area and 59,117 square feet of water area; and

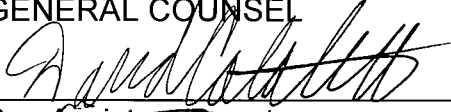
**WHEREAS**, Waterfront is proposing to assign their lease to Bartell Hotels, a California limited partnership, dba Hilton San Diego Airport (Bartell); and

**WHEREAS**, Waterfront currently has a franchise agreement with Hilton Hotels Worldwide which Bartell would like to acquire; and

**WHEREAS**, Waterfront is desirous of assigning the existing Hilton Franchise Agreement that expires December 31, 2028, to Bartell as part of this transaction.

**NOW, THEREFORE, BE IT RESOLVED** that the Board of Port Commissioners of the San Diego Unified Port District, hereby consents to the assignment and assumption of the Hilton Franchise Agreement for the Hilton San Diego Airport located at 1960 Harbor Island Drive, from Waterfront Harbor GL, LLC to Bartell Hotels, A California Limited Partnership, dba Hilton San Diego Airport, subject to the terms and conditions of the subject franchise agreement.

APPROVED AS TO FORM AND LEGALITY:  
GENERAL COUNSEL



By: Assistant/Deputy

PASSED AND ADOPTED by the Board of Port Commissioners of the San Diego Unified Port District, this 8<sup>th</sup> day of September, 2015, by the following vote:

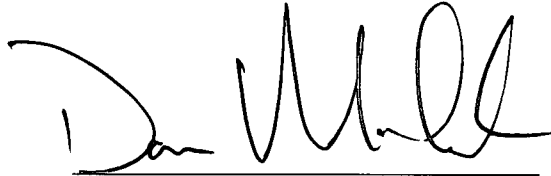
AYES: Bonelli, Malcolm, Merrifield, Moore, Nelson, and Valderrama.

NAYS: None.

EXCUSED: None.

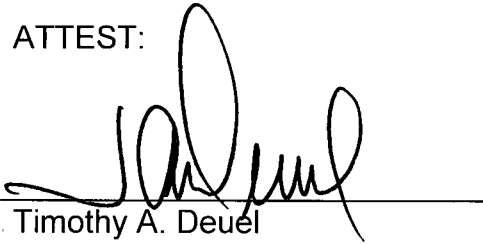
ABSENT: None.

ABSTAIN: Castellanos.



Dan Malcolm, Chairman  
Board of Port Commissioners

ATTEST:



Timothy A. Deuel  
District Clerk

(Seal)

