

RESOLUTION 2015-87

**RESOLUTION CONSENTING TO ASSIGNMENT
AND ASSUMPTION OF SUBLEASE FOR ROY'S
RESTAURANT LOCATED AT THE MARRIOTT
MARQUIS SAN DIEGO MARINA FROM
ROY'S/CALIONE LIMITED PARTNERSHIP TO OS
PACIFIC, LLC**

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, Host Hotels & Resorts LP owns Pacific Gateway Ltd. dba Marriott Marquis San Diego Marina (Marriott), located at 333 West Harbor Drive in San Diego; and

WHEREAS, Marriott has a 66-year lease with the District covering its hotel and marina operations which expires in 2061; and

WHEREAS, Roy's subleases approximately 7,500 square feet of restaurant space at the Marriott; and

WHEREAS, Roy's/Calione, Limited Partnership (Partnership) is the District's subtenant and is looking to simplify its corporate structure by absorbing the Partnership into its parent company, OS Pacific, LLC which holds the Roy's concept and all 20 company-owned Roy's restaurants; and

WHEREAS, the proposed absorption of the Partnership into OS Pacific, LLC requires the District consent to the assignment under the Master Lease, as the District's subtenant would change; and

WHEREAS, the assignment will not result in a change of operations under the sublease; and

WHEREAS, staff has reviewed the submittal from Marriott and Roy's and believes it is consistent with Board of Port Commissioners' Policy No. 355; and

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 sublease for Roy's Restaurant located at the Marriott Marquis San Diego Marina from Roy's/Calione Limited Partnership to OS Pacific, LLC, subject to the terms and the conditions of the Master Lease.

APPROVED AS TO FORM AND LEGALITY:
GENERAL COUNSEL



By: Assistant/Deputy

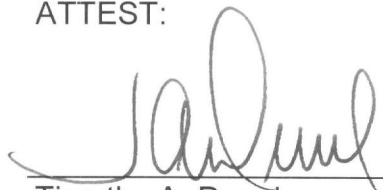
PASSED AND ADOPTED by the Board of Port Commissioners of the San Diego Unified Port District, this 14th day of July, 2015, by the following vote:

- AYES: Bonelli, Castellanos, Malcolm, Merrifield, Moore, Nelson, and Valderrama.
- NAYS: None.
- EXCUSED: None.
- ABSENT: None.
- ABSTAIN: None.



Dan Malcolm, Chairman
Board of Port Commissioners

ATTEST:



Timothy A. Deuel
District Clerk

(Seal)