

CITY OF SAN DIEGO
NONPROFIT LEASE

FIRST AMENDMENT TO LEASE AGREEMENT

THIS FIRST AMENDMENT TO LEASE AGREEMENT is executed between THE CITY OF SAN DIEGO, a municipal corporation, hereinafter called "CITY," and SAN DIEGO SPACE AND SCIENCE FOUNDATION, a California nonprofit corporation, hereinafter called "LESSEE."

SECTION 1: AMENDMENT OF LEASE AGREEMENT

The first clause of the first sentence of Section 2.1 of the Lease Agreement, dated August 5, 1996, between CITY and LESSEE, is hereby amended to read as follows: "The term of this agreement shall be thirty-five (35) years commencing on the first day of the calendar month following execution by the City Manager;".

SECTION 2: RATIFICATION

Except as set forth in Section 1 hereof, the Lease Agreement is in all other respects hereby ratified and confirmed.

SECTION 3: SIGNATURES

IN WITNESS WHEREOF, this First Amendment to Lease Agreement is executed by CITY, acting by and through its City Manager, and by LESSEE, acting by and through its lawfully authorized officer.

CITY OF SAN DIEGO
Date 12/12/96 By Robert J. Collins
City Manager

LESSEE: SAN DIEGO SPACE AND
SCIENCE FOUNDATION
Date 12/13/96 By [Signature]
Executive Director

APPROVED as to form and legality this 11 day of December, 1996.

CASEY GWINN, City Attorney
By [Signature]
Deputy City Attorney

RESOLUTION NUMBER R- 288100

ADOPTED ON NOV 26 1996

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF
SAN DIEGO APPROVING THE EXECUTION OF AN
AMENDMENT TO THE LEASE BETWEEN THE CITY OF
SAN DIEGO AND THE SAN DIEGO SPACE AND SCIENCE
FOUNDATION AND AUTHORIZING A SUBLEASE
BETWEEN THE SAN DIEGO SPACE AND SCIENCE
FOUNDATION AND THE CALIFORNIA STATEWIDE
COMMUNITIES DEVELOPMENT AUTHORITY

WHEREAS, the City of San Diego (the "City") owns the land and buildings located at
1875 El Prado, San Diego, California (the "Facilities") constituting the Reuben H. Fleet Space
Theater and Science Center; and

WHEREAS, the City leases the Facilities to the San Diego Space and Science Foundation
(the "Foundation"), a California nonprofit public benefit corporation, pursuant to a lease
agreement between the City, as lessor, and the Foundation, as lessee (the "Lease"); and

WHEREAS, the Foundation plans to construct and equip certain additions and
improvements to the Facilities (the "Project"); and

WHEREAS, the Foundation has requested that the California Statewide Communities
Development Authority ("CSCDA") participate in a lease financing for the purpose of financing
the Project; and

WHEREAS, in connection with such proposed lease financing, the Foundation has
requested the City to enter into an amendment to the Lease (the "Amendment") to extend the
term of the Lease for five years; and

WHEREAS, in connection with such proposed lease financing, the Foundation has requested the City to approve the sublease of the Facilities by the Foundation to CSCDA; and

WHEREAS, the City is now duly empowered and authorized, pursuant to each and every requirement of law, to adopt this Resolution; NOW, THEREFORE,

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

Section 1. The foregoing recitals are true and correct and this Council does hereby so find and determine.

Section 2. The proposed form of Amendment, as presented to this meeting is hereby approved. The City Manager is hereby authorized, for and on behalf of the City, to execute the Amendment in substantially said form, with such changes therein as the City Manager, with the advice of the City Attorney, shall approve, such approval to be conclusively evidenced by the execution and delivery thereof.

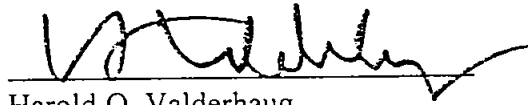
Section 3. The sublease of the Facilities by the Foundation to CSCDA in connection with the financing of the Project is hereby approved. The City Manager is hereby authorized, for and on behalf of the City, to consent in writing to the sublease in such form as the City Manager, with the advice of the City Attorney, shall approve, such approval to be conclusively evidenced by the execution and delivery thereof.

Section 4. All officers, agents and employees of the City are, and each of them is, hereby authorized to take any and all actions and execute and deliver any and all documents necessary or convenient to assist the Foundation in the financing of the Project and to

carry out the policies, covenants and activities contemplated by the Lease and this Resolution.

APPROVED: John W. Witt, City Attorney

By



Harold O. Valderhaug
Head Deputy City Attorney

HOV:cdk

11/07/96

Or.Dept:C&ED

R-97-507

Passed and adopted by the Council of the City of San Diego on NOV 26 1996 by
the following vote:

YEAS: MATHIS, WEAR, KEHOE, WARDEN, STEVENS, STALLINGS, MCCARTY,

VARGAS.

NAYS: NONE

NOT PRESENT: MAYOR GOLDING.

AUTHENTICATED BY:

SUSAN GOLDING
Mayor of The City of San Diego, California

CHARLES G. ABDELNOUR
City Clerk of The City of San Diego, California

(SEAL)

By: PEGGY ROGERS

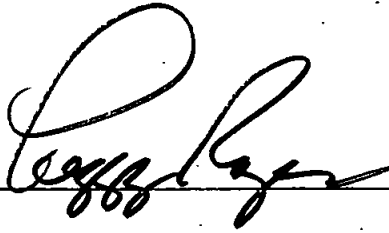
Deputy

I HEREBY CERTIFY that the above and foregoing is a full, true and correct copy of RESOLUTION
No. 288100, passed and adopted by the Council of The City of San Diego, California
on NOV 26 1996.

CHARLES G. ABDELNOUR

City Clerk of The City of San Diego, California

(SEAL)

By:  Deputy