

Fifth Avenue Landing, LLC

May 6, 2015

RECEIVED

San Diego Convention Center Corporation
111 West Harbor Drive
San Diego, California 92101

MAY - 6 2015

EXECUTIVE OFFICE

Attn: Carol Wallace, CEO

Re: Fifth Avenue Landing Lease Sale Default
San Diego, California

Dear Carol:

I am in receipt of your letter dated May 5, 2015, regarding the potential default by San Diego Convention Center Corporation (SDCCC) on the purchase of Fifth Avenue Landing (FAL). We remain open to any suggestions for resolving this issue.

As you know, we have made every effort over the prior months to work with SDCCC to discuss accommodations with respect to payment of the debt, including offering to extend the maturity date on the Promissory Note for one year in return for a partial interest payment. It is unfortunate that neither SDCCC nor the City is willing to provide a payment of any kind for these obligations.

As a result, we will be moving forward promptly to protect our rights. However, to limit costs and expenses, we invite you to contact us so that the property may be reconveyed via an assignment of lease in lieu of foreclosure. It is my hope that the turnover process can be facilitated in a prompt and amicable manner.

Sincerely,

FIFTH AVENUE LANDING, LLC



Ray Carpenter
Partner

cc: Art Engel – Fifth Avenue Landing, LLC
Jaymie Bradford – Deputy Chief of Staff/Chief of Policy
The Honorable Mayor Kevin Faulconer
Honorable Members of the San Diego City Council
Directors of the Board of the San Diego Convention Center