



Secretary of State  
Business Programs Division

1500 11<sup>th</sup> Street, 3<sup>rd</sup> Floor  
P.O. Box 944260  
Sacramento, CA 94244-2600

Certification and Records  
(916) 657-5448

ENTITY # C0265535

NAME CHANGED FROM: SAN DIEGO DOWNTOWN ASSOCIATION

TO: CENTRAL CITY ASSOCIATION OF SAN DIEGO

ON: 4/27/1972



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ENTITY # C0265535

NAME CHANGED FROM: CENTRAL CITY ASSOCIATION OF SAN DIEGO

TO: DOWNTOWN SAN DIEGO PARTNERSHIP, INC.

ON: 4/28/1994

ARTICLES OF INCORPORATION

OF

AUG 5 - 1952

SAN DIEGO DOWNTOWN ASSOCIATION

FRANK M. JORDAN, Secretary of State

By [Signature]  
Deputy

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, have voluntarily associated ourselves together for the purpose of forming a non-profit corporation, and do hereby certify that:

FIRST: The name of this corporation shall be

SAN DIEGO DOWNTOWN ASSOCIATION.

SECOND: The specific and primary purposes for which

this corporation is formed are to advance, improve and protect the values of all real properties and improvements thereto, mercantile establishments, business enterprises, and financial and professional activities located or carried on in that part of the City of San Diego known as the downtown or business section; and

The general purposes for which this corporation is formed are to foster, stimulate and encourage the growth, enlargement and success of business, financial and professional enterprises and activities in that part of said City; to consider and study problems of parking, public and private transportation, the use and development of streets and highways as they affect and serve that part of said City, and to propose and advocate remedies by legislation or otherwise; to oppose legislation or regulations which will obstruct the further improvement of properties and the growth of business located in that part of said City; to encourage, undertake and manage co-operative trade and merchandising promotional activities, including advertising and publicity campaigns,

Restriction of right  
to amend articles  
Yes  No

designed to increase the volume of sales and business transacted in that part of said City; and to do everything necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated; provided that no part of the net earnings of this corporation shall inure to the benefit of any private member or individual.

THIRD: This corporation is organized pursuant to the provisions of the General Non-profit Corporation Law of the State of California, Title 1, Division 2, Part 1 of the Corporations Code of the State of California.

FOURTH: The County in the State of California where the principal office for the transaction of the business of the corporation is to be located is San Diego.

FIFTH: The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
Max C. Streicher	411 San Geronio San Diego, California
Walter Ames	7740 Hillside Drive La Jolla, California
Even V. Jones	2384 Fort Stockton Drive San Diego, California
Joseph E. Jessop	414 La Crescentia Drive San Diego, California
George A. Scott	4361 Altamirano Way San Diego, California
A. J. Sutherland	2530 Albatross San Diego, California
Charles R. Goff	700 Ash Street San Diego, California
John M. Cranston	3690 Fringle San Diego, California

<u>NAME</u>	<u>ADDRESS</u>
Frank A. Frye, Jr.	3162 Front Street San Diego, California
Frank J. Kockritz, Jr.	7931 Prospect Place La Jolla, California
Ward W. Waddell, Jr.	495 San Fernando San Diego, California

The number of directors of the corporation may be changed by an amendment to these Articles of Incorporation or by a By-Law adopted by the members of the corporation; provided, such number is not reduced below three.

SIXTH: The authorized number and qualifications of members of the corporation, the different classes of membership, if any, the property, voting, and other rights and privileges of the members, and their liability to dues or assessments and the method of collection thereof, shall be set forth in the By-Laws of the corporation, unless and until such matters are set forth in an amendment to these Articles of Incorporation; provided, however, that not more than one membership may be issued to any one member.

SEVENTH: The By-Laws of the corporation shall be adopted by the directors named in the Articles of Incorporation and may thereafter be amended or repealed by any means provided in the By-Laws, excepting that a By-Law fixing or changing the number of directors may not be adopted, amended or repealed without the vote or written assent of members entitled to exercise a majority of the voting power, or the vote of a majority of a quorum at a meeting of the members duly called pursuant to the Articles of Incorporation, or the By-Laws of the corporation, and the By-Laws may be amended or repealed in any other manner provided by law.

IN WITNESS WHEREOF, the persons who are to act in  
the capacity of the first directors of the corporation have  
hereunto set their hands this 4th day of August, 1952.

Max P. Streicher

Walter Ames

Walter Jones

Joseph E. Jones

George A. Scott

Walter H. H. H.

Charles J. Gage

John M. Cranton

Francis A. Faye

Ernest Koehnig

Harold W. Waddell

STATE OF CALIFORNIA )  
                              ) ss  
COUNTY OF SAN DIEGO )

On this 4th day of August, 1952, before me, the undersigned, a Notary Public in and for said County and State, residing therein, duly commissioned and sworn, personally appeared Max C. Streicher, Walter Ames, Evan V. Jones,  
Joseph E. Jessop, George A. Scott, A. J. Sutherland,  
Charles R. Goff, John M. Cranston, Frank A. Frye, Jr.,  
Frank J. Kockritz, Jr., and Ward W. Waddell, Jr.

known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

WITNESS my hand and official seal.

Josephine Dunning  
Notary Public in and for said  
County and State

ROBERT C. KIRKWOOD, CHAIRMAN  
STATE CONTROLLER

JAMES S. DEAN, VICE-CHAIRMAN  
DIRECTOR OF FINANCE

WILLIAM G. BONELLI  
CHAIRMAN BOARD OF EQUALIZATION



NOV 24 1953

JOHN J. CAMPBELL  
EXECUTIVE OFFICER

STATE OF CALIFORNIA

OFFICE OF

Franchise Tax Board

SACRAMENTO 14

November 23, 1953

San Diego Downtown Association  
c/o Gray, Cary, Ames & Frye  
Attorneys at Law  
Bank of America Bldg.  
San Diego 1, California

Gentlemen:

RE: Exemption From Franchise Tax

It is the opinion of this office, based upon the evidence presented, that you are exempt from State franchise tax under the provisions of Section 23701½ of the Revenue and Taxation Code, as it is shown that you are organized and operated exclusively as a business league.

Accordingly, you will not be required to file franchise tax returns unless you change the character of your organization, the purposes for which you were organized, or your method of operation. Any such changes should be reported immediately to this office in order that their effect upon your exempt status may be determined.

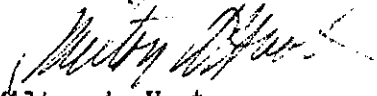
You will be required, however, to file annually, beginning with your current accounting period, an information return on Form 199 with this office as long as this exemption remains in effect. This form may be obtained from this office or any of its branches and is required to be filed on or before the 15th day of the fifth month following the close of your annual accounting period.

If the organization is not yet incorporated or has not yet qualified to do business in California, this approval will expire within thirty days unless incorporation or qualification is completed within such period.

Very truly yours

FRANCHISE TAX BOARD  
John J. Campbell  
Executive Officer

By

  
Milton A. Huot  
Associate Tax Counsel

MAH:aem  
cc - Secretary of State  
cc - P. Russell  
(c, f, g, i, j, k, l)





I hereby certify that the foregoing transcript of 6 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

MAR 16 2011

Date: \_\_\_\_\_ MR

  
DEBRA BOWEN, Secretary of State