

**RESOLUTION NO. CMP 2015- \_\_\_\_\_**

**RESOLUTION OF THE BOARD OF DIRECTORS OF THE  
CALIFORNIA MOBILEHOME PARK FINANCING  
AUTHORITY APPROVING, AUTHORIZING, AND  
DIRECTING EXECUTION OF (A) A DIRECTION TO  
REDEEM PRIOR BONDS ISSUED BY THE AUTHORITY  
TO ASSIST IN FINANCING THE PALOMAR ESTATES  
EAST AND PALOMAR ESTATES WEST AND (B) A  
RELEASE OF THE REGULATORY AGREEMENT AND  
DECLARATIONS OF RESTRICTIVE COVENANTS  
RECORDED ON THE PROJECT IN CONNECTION WITH  
THE ISSUANCE OF THE PRIOR BONDS**

WHEREAS, the California Mobilehome Park Financing Authority (the “Authority”) previously issued its Mobile Home Park Revenue Bonds (Palomar Estates East and West Mobilehome Park) Series 2003A and its Mobile Home Park Subordinate Revenue Bonds (Palomar Estates East and West Mobilehome Park) Series 2003B (together, the “Prior Bonds”) pursuant to an Indenture of Trust, dated as of March 1, 2003, between the Authority and MUFG Union Bank, N.A. (formerly known as Union Bank of California, N.A.), in such capacity (the “Prior Trustee”), and loaned the proceeds of the Prior Bonds (the “Prior Loan”) to Millennium Housing Corporation, a California nonprofit public benefit corporation (the “Borrower”), in order to provide financing with respect to the acquisition and improvement of two adjoining mobilehome parks with 846 total spaces and known as Palomar Estates East and Palomar Estates West (the “Project”) located at 650 South Rancho Santa Fe Road and 1930 West San Marcos Boulevard, respectively, in the city of San Marcos, California (the “City”); and

WHEREAS, the Independent Cities Finance Authority, a joint powers authority organized and existing under the laws of the State of California (the “ICFA”), proposes to issue its Mobile Home Park Revenue Refunding Bonds (Palomar Estates East and West) in one or more series (the “Bonds”) and loan the proceeds thereof to the Borrower to (i) refund the Prior Bonds, (ii) finance certain renovations and improvements to the Project and (iii) finance the costs of issuing the Bonds; and

WHEREAS, to facilitate the refunding of the Prior Bonds with the proceeds of the Bonds, the Borrower has requested that the Authority provide its written consent to a redemption direction letter to the Prior Trustee (the “Direction to Redeem the Prior Bonds”), a form of which is now before the Board of the Authority; and

WHEREAS, in connection with issuance of the Bonds, the ICFA and the Borrower will enter into a regulatory agreement and declaration of restrictive covenants with respect to the Project setting forth certain covenants and agreements necessary to maintain the tax-exempt status of the Bonds; and

WHEREAS, in connection with the refunding of the Prior Bonds, the Borrower has requested that the Authority agree to release the existing regulatory agreement recorded on the Project pursuant to a Release of Regulatory Agreement and Declaration of Restrictive Covenants

(the “Release of Prior Regulatory Agreement”), a form of which is now before the Board of the Authority; and

WHEREAS, final versions of the Direction to Redeem the Prior Bonds and of the Release of Prior Regulatory Agreement in substantially the forms presented to the Board on the date hereof, with such changes as are not inconsistent with the purposes of this Resolution, will be delivered to the chair or other proper officer of the Authority for execution; and

WHEREAS, the Board of Directors of the Authority (the “Board”) has determined that the issuance of the Bonds to refinance the Prior Bonds and to finance additional renovations to the Project will benefit the tenants residing therein and will benefit the City by improving the affordable housing available within the City.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE CALIFORNIA MOBILEHOME PARK FINANCING AUTHORITY, AS FOLLOWS:

Section 1. Conditioned on the issuance by ICFA of the Bonds and Borrower’s agreement to use the proceeds thereof to (i) refund the Prior Bonds, (ii) finance certain renovations and improvements to the Project and (iii) finance the costs of issuing the Bonds, the Board hereby approves the execution of the Direction to Redeem the Prior Bonds and the Release of Prior Regulatory Agreement in substantially the forms presented to the Board, with such changes as are not inconsistent with the purposes of this Resolution. The chair, vice chair and any other proper officers and officials of the Authority are hereby authorized to execute the same on behalf of the Authority. The chair, vice chair and any other proper officers and officials of the Authority are hereby authorized and directed to take all steps on behalf of the Authority to perform and discharge the obligations of the Authority under said instruments.

Section 2. The adoption of this Resolution shall not obligate the Authority, the City or any department thereof to (i) provide any additional financing with respect to the Project or (ii) approve any application or request for or take any other action in connection with any planning approval, permit or other action necessary for the construction of the renovations to the Project or the operation of the Project.

Section 3. This Resolution shall take effect immediately upon its adoption.

PASSED, APPROVED AND ADOPTED by the City Council of the City of San Marcos, this 24th day of February, 2015, by the following roll call votes:

AYES: COUNCILMEMBERS:

NOES: COUNCILMEMBERS:

ABSENT: COUNCILMEMBERS:

ABSTAIN: COUNCILMEMBERS:

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James M. Desmond, Mayor

City of San Marcos

ATTEST:

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Phil Scollick, City Clerk  
City of San Marcos