

**Form of Certificate**

**CERTIFICATE OF COMPLIANCE**

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

Developer: \_\_\_\_\_

Hotel Complex: \_\_\_\_\_

Land: \_\_\_\_\_

WHEREAS, all or a portion of the Land is encumbered by that certain Declaration of Restrictive Covenants, adopted pursuant to Ordinance 2013-10-17-0711 limiting hotel development in Hemisfair Park, and filed of record on November 7, 2013, as Document No. 20130231717, in Book 16425, Page 2058, in the Official Public Records of Bexar County, Texas (capitalized terms not otherwise defined herein shall have the meaning ascribed thereto in the Declaration); and

WHEREAS, the Process For Certification of Compliance adopted by the City of San Antonio pursuant to Ordinance 2017-\_\_-\_\_-\_\_ and by the Enforcement Organization by Resolution dated \_\_\_\_\_, 2017, authorizes the undersigned parties to review the following documentation:

- a. A site plan showing and identifying all Hotel Buildings comprising the proposed Hotel Complex and indicating which Hotel Buildings contain Guest Rooms, dated \_\_\_\_\_ and prepared by \_\_\_\_\_ and bearing the identifying number \_\_\_\_\_;
- b. A site plan showing the location of, and distance between, all other Hotel Buildings containing Guest Rooms located within the Hemisfair Site and the distance from those Hotel Buildings and the Hotel Buildings containing Guest Rooms of the proposed Hotel Complex, dated \_\_\_\_\_ and prepared by \_\_\_\_\_ and bearing the identifying number \_\_\_\_\_;
- c. Floorplans of all Hotel Buildings of the proposed Hotel Complex, dated \_\_\_\_\_ and prepared by \_\_\_\_\_ and bearing the identifying number \_\_\_\_\_;
- d. Statements of Floor Area per floor of all Hotel Buildings of the proposed Hotel Complex, dated \_\_\_\_\_ and prepared by \_\_\_\_\_ and bearing the identifying number \_\_\_\_\_;
- e. Statements of number of Guest Rooms per floor of each Hotel Building in the proposed Hotel Complex, dated \_\_\_\_\_ and prepared by \_\_\_\_\_

\_\_\_\_\_ and bearing the identifying number  
\_\_\_\_\_; and

- f. Statements of the exclusions from Floor Area of all portions of a parking garage that is open to members of the public and/or is not restricted, reserved for, or otherwise limited to the use of guests of the proposed Hotel, dated \_\_\_\_\_ and prepared by \_\_\_\_\_ and bearing the identifying number \_\_\_\_\_.

NOW, THEREFORE, each of the undersigned certifies as follows:

1. The recitals set forth above are true and correct and are incorporated herein for all purposes.

2. The undersigned have reviewed the documents listed above, submitted by Developer regarding the proposed Hotel Complex, and find that (a) such documents are in conformance with Ordinance 2017-\_\_-\_\_-\_\_ and, (b) the Hotel Complex as described in such documents is in conformance with Ordinance 2013-10-17-0711 and the Declaration of Restrictive Covenants, specifically including the Hotel Limitation. In connection with such review, the undersigned have determined that, if the Hotel Complex is constructed as indicated in the aforementioned documents:

a. Including the subject Hotel Complex, the combined Floor Area of all Hotel Complexes in the Hemisfair Site will not exceed four hundred thousand square feet (400,000 s.f.);

b. The Floor Area of the subject Hotel Complex will not exceed two hundred thousand square feet (200,000 s.f.);

c. If any Hotel Building in the Hotel Complex contains Guest Rooms, such Hotel Building shall be located less than three hundred (300) linear feet from any other Hotel Building containing Guest Rooms;

d. The number of Guest Rooms in the Hotel Complex will be \_\_\_\_\_; and

e. The total combined number of Guest Rooms in all Hotel Complexes in Hemisfair Site will not exceed two hundred (200).

3. Each individual executing this certificate on behalf of the undersigned parties hereby certifies that he or she is duly authorized to sign, acknowledge and deliver this certificate on behalf of such undersigned party. Each such party acknowledges that Developer, as well as any lender or equity partner for the Hotel Complex and each of those parties' respective successors and assigns, will rely on this certificate in connection with the development of the Hotel Complex and, as applicable, making a loan or otherwise extending credit to Developer for the Hotel Complex. The information contained in this certificate shall be for the benefit of Developer and any such lender or equity partner and each of those parties' respective successors and assigns.

4. The undersigned parties may execute this certificate in counterpart signature pages, which when taken together shall constitute one and the same certificate.

[Signature Pages Follow]

**Form of Certificate**

**CERTIFICATE OF COMPLIANCE  
[FINAL PLANS]**

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

Developer: \_\_\_\_\_

Hotel Complex: \_\_\_\_\_

Land: \_\_\_\_\_

WHEREAS, all or a portion of the Land is encumbered by that certain Declaration of Restrictive Covenants, adopted pursuant to Ordinance 2013-10-17-0711 limiting hotel development in Hemisfair Park, and filed of record on November 7, 2013, as Document No. 20130231717, in Book 16425, Page 2058, in the Official Public Records of Bexar County, Texas (capitalized terms not otherwise defined herein shall have the meaning ascribed thereto in the Declaration); and

WHEREAS, the Process For Certification of Compliance adopted by the City of San Antonio pursuant to Ordinance 2017-\_\_-\_\_-\_\_\_\_ and by the Enforcement Organization by Resolution dated \_\_\_\_\_, 2017, authorizes the undersigned parties to review documentation, therein described, submitted by Developer in connection with the proposed development of a Hotel Complex on the Land.

WHEREAS, the City and the Enforcement Organization issued to Developer a Certificate of Compliance dated \_\_\_\_\_, certifying that the Hotel Complex as described in such documents, if built in conformance therewith, complies with the Hotel Limitation; and

WHEREAS, Developer has now completed final plans for construction of the Hotel Complex, being identified as the plans dated \_\_\_\_\_ and prepared by \_\_\_\_\_ and bearing the identifying number \_\_\_\_\_ (the "Final Plans").

NOW, THEREFORE, each of the undersigned certifies as follows:

1. The recitals set forth above are true and correct and are incorporated herein for all purposes.
2. The undersigned have reviewed Final Plans, and find that the Hotel Complex as described in such documents, if built in conformance therewith, complies with the Hotel Limitation. In connection with such review, the undersigned have determined that:
  - a. Including the subject Hotel Complex, the combined Floor Area of all Hotel Complexes located or to be located on the Hemisfair Site does not exceed four hundred thousand square feet (400,000 s.f.);

b. The Floor Area of the subject Hotel Complex does not exceed two hundred thousand square feet (200,000 s.f.);

c. If any Hotel Building on the Hemisfair Site contains Guest Rooms, such Hotel Building is located less than three hundred (300) linear feet from any other Hotel Building on the Hemisfair Site containing Guest Rooms;

d. The number of Guest Rooms in the subject Hotel Complex is \_\_\_\_\_; and

e. The total combined number of Guest Rooms in all Hotel Complexes located on the Hemisfair Site does not exceed two hundred (200).

3. Each individual executing this certificate on behalf of the undersigned parties hereby certifies that he or she is duly authorized to sign, acknowledge and deliver this certificate on behalf of such undersigned party. Each such party acknowledges that Developer, as well as any lender or equity partner for the Hotel Complex and each of those parties' respective successors and assigns, will rely on this certificate in connection with the development of the Hotel Complex and, as applicable, making a loan or otherwise extending credit to Developer for the Hotel Complex. The information contained in this certificate shall be for the benefit of Developer and any such lender or equity partner and each of those parties' respective successors and assigns.

4. The undersigned parties may execute this certificate in counterpart signature pages, which when taken together shall constitute one and the same certificate.

[Signature Pages Follow]