

**ARTICLES OF INCORPORATION**  
**OF**  
**UNIVERSITY DISTRICT**  
**SPECIAL IMPROVEMENT DISTRICT OF COLUMBUS, INC.**

The undersigned, desiring to form a nonprofit special improvement district corporation under chapter 1702 of the Ohio Revised Code (such chapter as now enacted and as the same may be amended from time to time is herein sometimes referred to as the "Ohio Nonprofit Corporation Law") and under chapter 1710 of the Ohio Revised Code (such chapter as now enacted and as the same may be amended from time to time is herein sometimes referred to as the "Ohio Special Improvement District Law"), does hereby certify:

**FIRST:** The name of the nonprofit special improvement district corporation shall be **University District Special Improvement District of Columbus, Inc.**

**SECOND:** The place in Ohio where the principal office of the nonprofit special improvement district corporation is to be located is the City of Columbus, Franklin County, Ohio.

**THIRD:** The nonprofit special improvement district corporation is formed for the primary purpose of providing governance of a special improvement district located in the City of Columbus, Ohio, and, in furtherance of that primary purpose, for the complementary purposes of engaging, directly or indirectly, separately or in cooperation with others, in any lawful acts or activities which may be performed by a nonprofit special improvement district corporation formed under the Ohio Nonprofit Corporation Law and the Ohio Special Improvement District Law. The name of the special improvement district (the "District") shall be **University District Special Improvement District of Columbus, Inc.**

**FOURTH:** The District shall be governed by the board of persons vested with the authority to conduct the affairs of the nonprofit special improvement district corporation. This board shall be known as the Board of Directors of **University District Special Improvement District of Columbus, Inc.**

**FIFTH:** **University District Special Improvement District of Columbus, Inc.** is organized exclusively for purposes for which a corporation may be formed under the Ohio Nonprofit Corporation Law and the Ohio Special Improvement District Law, and not for pecuniary profit or financial gain. No part of the net earnings of the **University District Special Improvement District of Columbus, Inc.** shall inure to the benefit of, or be distributable to, its Directors, officers or other private persons or organizations, except that **University District Special Improvement District of Columbus, Inc.** shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in article THIRD of these Articles of Incorporation. No substantial part of the activities of the **University District Special Improvement District of**

**Columbus, Inc.** shall be the carrying on of propaganda, or otherwise attempting to influence legislation, nor shall the **University District Special Improvement District of Columbus, Inc.** participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the **University District Special Improvement District of Columbus, Inc.** shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

SIXTH: The territory within the District is that portion of the City of Columbus that is located within the following described boundaries:

(a) Beginning at the corner of High Street and East Northwood Avenue and proceeding south along High Street to the northerly boundary of Franklin County tax parcel 010-057344; then proceeding,

(b) West along the northerly boundary of Franklin County tax parcel 010-057344 to Pearl Street; then proceeding,

(c) South on Pearl Street to Lane Avenue, including Franklin County tax parcel 010-044636; then proceeding,

(d) East on Lane Avenue to High Street; then proceeding,

(e) South on High Street to Eleventh Avenue; then proceeding,

(f) West on Eleventh Avenue to Wall Street; then proceeding,

(g) South on Wall Street to the southerly boundary of Franklin County tax parcel 010-011247, including Franklin County tax parcels 010-022793, 010-007512, 010-012756, 010-021983, 010-049478, 010-013711, 010-007593, 010-027913, 010-047913; then proceeding

(h) East along the southerly boundary of Franklin county tax parcels 010-011247, 010-008869, and 010-028213 to Wall Street; then proceeding,

(i) South on Wall Street to the southerly boundary of Franklin County tax parcel 010-026541; then proceeding,

(j) East along the southerly boundary of Franklin county tax parcel 010-026541 to High Street; then proceeding,

(k) South on High Street to Seventh Avenue; then proceeding,

(l) East on Seventh Avenue to Pearl Street; then proceeding,

(m) North on Pearl Street to the southerly boundary of Franklin County tax parcel 010-038084; then proceeding,

(n) East along the southerly boundary of Franklin County tax parcels 010-038084, 010-038085, 010-038086, 010-053320, 010-017190, 010-010894, 010-010874, 010-037288, 010-050948, 010-028386, 010-040493, 010-035979, 010-023862, 010-007257 to Section Alley; then proceeding,

(o) North on Section Alley to Ninth Avenue, excluding Franklin County tax parcel 010-003633; then proceeding,

(p) West on Ninth Avenue to the easterly boundary of Franklin County tax parcel 010-269254; then proceeding,

(q) North along the boundary of Franklin County tax parcel 010-269254 to Eleventh Avenue; then proceeding,

(r) West on Eleventh Avenue to Pearl Street; then proceeding,

(s) North on Pearl Street to Fifteenth Avenue, including Franklin County tax parcels 010-006175, 010-022250, 010-031460, 010-056471, 010-018235, 010-007801, 010-043181, 010-010850, 010-046665, 010-044887, 010-013955, 010-056995, 010-040615, 010-005252; then proceeding,

(t) East on Fifteenth Avenue to the easterly boundary of Franklin County tax parcel 010-040616; then proceeding,

(u) North along the boundary of Franklin County tax parcel 010-040616 to Sixteenth Avenue; then proceeding,

(v) West on Sixteenth Avenue to Pearl Street; then proceeding,

(w) North on Pearl Street to Woodruff Avenue, including Franklin County tax parcels 010-032052, 010-025165, 010-014256, 010-015689, 010-015690, 010-034880; then proceeding,

(x) East on Woodruff Avenue to Tuller Street; then proceeding,

(y) North on Tuller Street to Frambes Avenue; then proceeding,

(z) West on Frambes Avenue to Pearl Street; then proceeding,

(aa) North on Pearl Street to Northwood Avenue, including Franklin County tax parcels 010-037250, 010-046623, 010-027106, 010-038732, 010-035174, and excluding Franklin County tax parcels 010-043354 and 010-019666; then proceeding,

(bb) West on Northwood Avenue to High Street.

Certain property within this area may be excluded in accordance with ORC Chapter 1710. A detailed listing of all property included in the District, as identified by current tax parcel numbers assigned by the Franklin County Auditor's office, is attached hereto as Exhibit 1. This boundary description and the Exhibit 1 listing are based upon the referenced Columbus streets and alleys, and the referenced tax parcels, as such existed and were configured as of February 1, 2015. A map showing generally the boundaries of the District is attached hereto as Exhibit 2.

SEVENTH: The District is being created in order to plan for, and assist in providing, needed public improvements and public services in the District in addition to the improvements and services that the City of Columbus and the individual property owners and tenants are able to provide independently. The District will be conducive to the public health, safety, peace, convenience, and welfare of the District by providing an entity capable of developing and implementing programs designed to meet those needs of the District identified by the property owners and tenants of the District, including, but not limited to, (i) environmental programs, (ii) safety and hospitality programs, (iii) traffic and parking programs, and (iv) marketing and promotional programs.

EIGHTH: In accordance with the Ohio Special Improvement District Law, each owner, other than a church or the state, county, township, municipal, or federal government, unless a church or county, township, or municipal corporation has specifically requested in writing that the property be included in the District, of real property within the District shall be a member of **University District Special Improvement District of Columbus, Inc.**

NINTH: In accordance with the Ohio Special Improvement District Law, notice for meetings of the membership of the District may, in addition to any other statutorily permissible method provided for in the Code of Regulations of the District, be given by ordinary mail addressed to the member at the member's address as shown on the records of the District.

TENTH: Each member shall have a number of votes equal to the number of square feet comprising that member's real property (land only) located within the territory of the District as shown on the records of the District, subject to the following adjustments:

(a) Where a member owns a parcel of land in joint tenancy with one or more other members, the number of votes derived by that member from that parcel shall be equal to the number of square feet comprising that parcel (and located within the District) divided by the number of joint tenants.

(b) Where a member owns a parcel of land with another member in a tenancy by the entirety, the number of votes derived by that member from that parcel shall be equal to one-half the number of square feet comprising that parcel (and located within the District).

(c) Where a member owns a parcel of land as a tenant in common with one or more other members, the number of votes derived by that member from that parcel shall be equal to (1) the number of square feet comprising that parcel

(and located within the District) multiplied by (2) that member's proportionate interest in that parcel. For example, if a member owns a 25% undivided interest in a 2,000 square foot parcel of land located within the District, then that member will derive 500 (25% of 2,000) votes from that parcel.

**ELEVENTH:** Upon the dissolution of **University District Special Improvement District of Columbus, Inc.**, the Board of Directors, after payment of all bonds, notes, or other obligations of the District, shall, in accordance with the Ohio Special Improvement District Law, deposit all assets and rights of the District in a special account in the treasury of the City of Columbus to be used for the benefit of the territory that made up the District.

**TWELTH:** The Board of Directors shall consist of at least five Directors. One Director shall be the Mayor of the City of Columbus (or the person designated by the Mayor in accordance with the Ohio Special Improvement District Law to serve in the Mayor's stead). One Director shall be a person appointed by the Columbus City Council in accordance with the Ohio Special Improvement District Law. The remainder of the Directors shall be members of the District or executive representatives of members elected by the members. The incorporators, whose names and addresses are set forth at the end of these Articles, plus two (2) temporary Trustees to be appointed by the Incorporators, shall serve the Corporation as Directors until the election of Directors, which will occur at the first meeting of the entire membership or thereafter at the annual meeting of the District after its creation.

**THIRTEENTH:** A copy of the City of Columbus Ordinance No. [TBD] is attached as Exhibit 3 as required by Revised Code 1710.02(D).

**FOURTEENTH:** These Articles of Incorporation may be amended by, and only by, (a) the action of a majority in voting power of the members and (b) the satisfaction of any other requirements under the Ohio Special Improvement District Law for amending articles, including, without limitation, the requirement that the amendment receive approval, by resolution, from the Columbus City Council, and that the approved amendment and resolution be filed with the Ohio Secretary of State.

IN WITNESS WHEREOF, the undersigned have executed this instrument on this \_\_\_\_\_ day of \_\_\_\_\_, 2015.

\_\_\_\_\_  
Scott Soloman, 35 E. 16<sup>th</sup> Avenue, Columbus, OH 43201

\_\_\_\_\_  
Robert Mickley, 48 E. 15<sup>th</sup> Avenue, Columbus, OH 43201

\_\_\_\_\_  
Amanda Hoffsis, 1568 N. High Street, Columbus, OH 43201

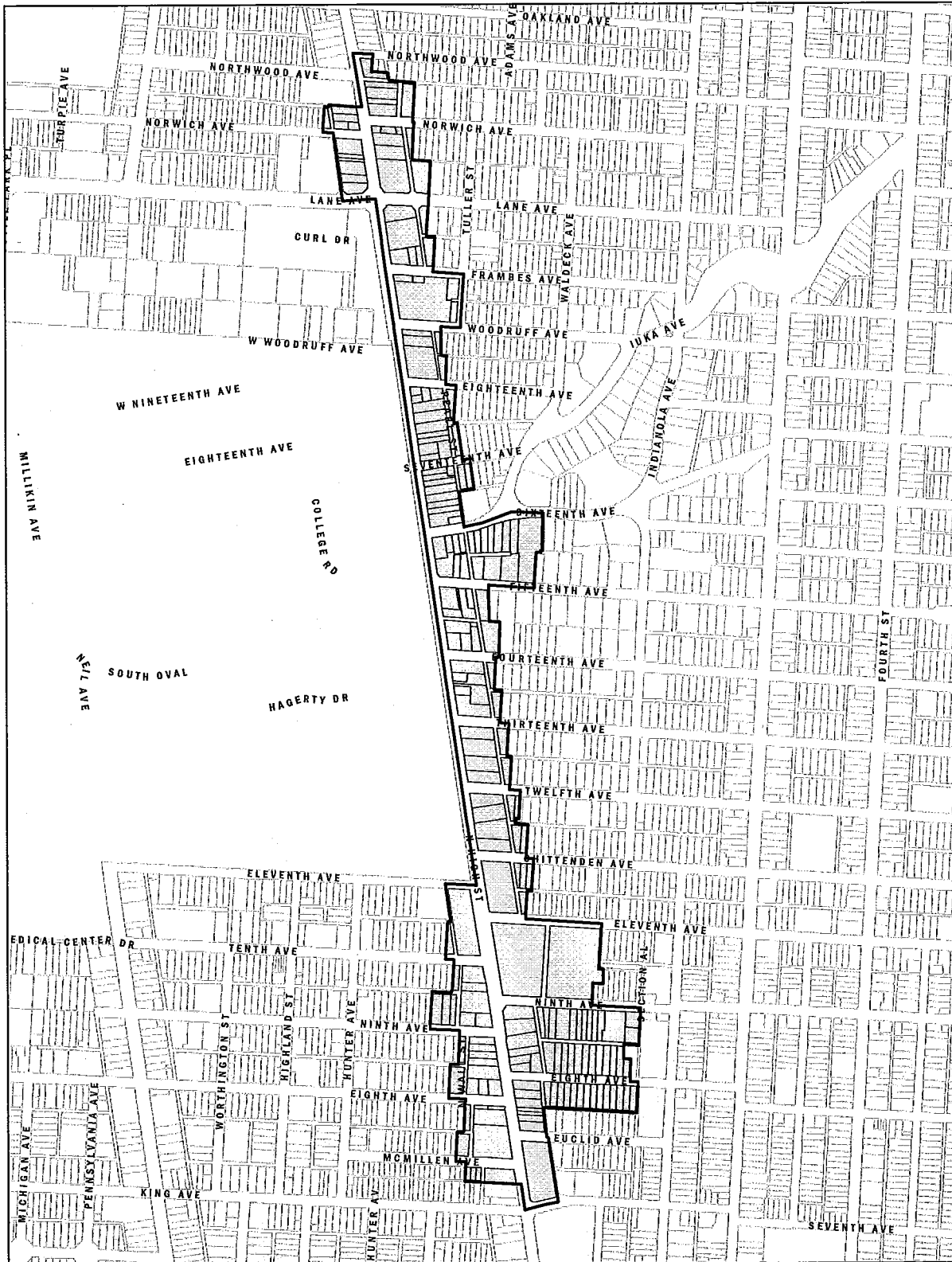
# EXHIBIT 1

## DETAILED LISTING OF ALL PARCELS INCLUDED IN THE UNIVERSITY DISTRICT SPECIAL IMPROVEMENT DISTRICT, IDENTIFIED BY CURRENT TAX PARCEL NUMBER

010-000336	010-013955	010-027106	010-038086	010-051950
010-000616	010-014256	010-027913	010-038101	010-052030
010-001214	010-015100	010-028213	010-038695	010-052317
010-001496	010-015339	010-028386	010-038732	010-052595
010-001744	010-015589	010-028606	010-038826	010-052840
010-002311	010-015689	010-028622	010-039302	010-053080
010-003235	010-015690	010-029138	010-039358	010-053320
010-003435	010-017190	010-029660	010-040493	010-053682
010-004030	010-018235	010-029746	010-040615	010-053683
010-004154	010-018622	010-029747	010-040616	010-053701
010-004608	010-018623	010-029763	010-041287	010-053768
010-004757	010-018758	010-029788	010-041424	010-054861
010-004926	010-018978	010-029804	010-041787	010-055391
010-005252	010-019044	010-029871	010-042265	010-055865
010-005389	010-019082	010-030184	010-042300	010-056112
010-005605	010-019166	010-030238	010-042355	010-056471
010-006079	010-019350	010-030630	010-042399	010-056808
010-006175	010-020371	010-030639	010-043181	010-056995
010-006291	010-020372	010-031006	010-043301	010-057199
010-006292	010-021568	010-031460	010-043419	010-057344
010-006741	010-021885	010-031483	010-043455	010-057354
010-007257	010-021983	010-031932	010-043482	010-057735
010-007512	010-022010	010-032042	010-043738	010-062668
010-007581	010-022250	010-032052	010-044623	010-063229
010-007593	010-022793	010-032085	010-044636	010-063814
010-007801	010-023522	010-032086	010-044811	010-064241
010-007979	010-023524	010-032149	010-044887	010-065029
010-008105	010-023526	010-032903	010-045214	010-069995
010-008390	010-023557	010-034533	010-046501	010-080090
010-008869	010-023862	010-034880	010-046623	010-088526
010-010077	010-024124	010-034930	010-046665	010-094900
010-010375	010-024793	010-035174	010-046672	010-198878
010-010623	010-024880	010-035281	010-047106	010-269251
010-010850	010-024881	010-035433	010-047617	010-269252
010-010874	010-024884	010-035979	010-047779	010-269253
010-010894	010-024887	010-036054	010-047837	010-269254
010-011229	010-024921	010-036280	010-047913	
010-011247	010-025165	010-036385	010-048078	
010-011934	010-025559	010-037011	010-048956	
010-012021	010-025565	010-037250	010-049478	
010-012756	010-025566	010-037287	010-049540	
010-012829	010-025584	010-037288	010-049660	
010-013403	010-026541	010-038084	010-050948	
010-013711	010-026573	010-038085	010-051766	

# EXHIBIT 2

## BOUNDARIES FOR THE UNIVERSITY DISTRICT SPECIAL IMPROVEMENT DISTRICT



**ORIGINAL APPOINTMENT OF AGENT**

**OF**

**UNIVERSITY DISTRICT  
SPECIAL IMPROVEMENT DISTRICT OF COLUMBUS, INC.**

The undersigned, being the sole incorporator of University District Special Improvement District of Columbus, Inc. (the "Corporation"), hereby appoints University District Organization, Inc., an Ohio corporation, the statutory agent upon whom any process, notice or demand required or permitted by statute to be served upon the Corporation may be served. The complete address of said statutory agent is:

University District Organization, Inc.  
2231 North High Street, Room 200  
Columbus, OH 43201

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

\_\_\_\_\_  
Scott Soloman

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

\_\_\_\_\_  
Robert Mickley

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

\_\_\_\_\_  
Amanda Hoffsis

**ACCEPTANCE OF APPOINTMENT**

The undersigned, Statutory Agent Corporation, named herein as the statutory agent for the Corporation, hereby acknowledges and accepts the appointment as statutory agent for the Corporation.

University District Organization, Inc.

By: \_\_\_\_\_

Name: Matthew Hansen

Title: Executive Director

Columbus, Ohio  
\_\_\_\_\_, 2015