

**MANSFIELD TOWNSHIP
BURLINGTON COUNTY**

RESOLUTION 2022-6-26

**RESOLUTION OF THE TOWNSHIP COMMITTEE OF THE TOWNSHIP OF
MANSFIELD APPROVING THE ASSIGNMENT AND ASSUMPTION OF, AND
CONSENT TO TRANSFER, THE REDEVELOPMENT AGREEMENT FOR THE
ELION REDEVELOPMENT PROJECT BLOCK 30, LOTS 9.02, 10, 11, 12 AND 13.02 IN
THE TOWNSHIP OF MANSFIELD BETWEEN ELION ACQ LLC, EP MANSFIELD
LLC AND THE TOWNSHIP OF MANSFIELD APPROVING THE TRANSFER OF
SAID PROPERTY AND THE AMENDMENT OF THE REDEVELOPMENT
AGREEMENT TO REFLECT THE CHANGE OF OWNERSHIP THEREOF.**

WHEREAS, on November 18, 2020, the Mansfield Township Committee adopted Resolution 202-11-5 designating Elion Acq, LLC (“Assignor”) as the Redeveloper of property in Mansfield Township known as Block 30, Lots 9.02, 10, 11, 12 & 13.02 (the “Property”) and further authorized the Township and Township Committee collectively to enter into the Redevelopment Agreement (the “Redevelopment Agreement”) whereby Assignor agreed to construct a warehouse, trucking and/or distribution facility, including an area along the highway frontage for commercial development, and related site improvements, in accordance with the Redevelopment Plan, as that term is defined in the Redevelopment Agreement (the “Project”); and

WHEREAS, Assignor had advised the Township that it has agreed to transfer ownership of the Property and the Project to EP Mansfield LLC (“Assignee”), and to assign all of its rights and obligations in the Redevelopment Agreement to Assignee; and

WHEREAS, the Assignment and Assumption of the Redevelopment Agreement is permitted by and subject to the terms of Part II, Section 8.c of the Redevelopment Agreement, which requires the consent of the Township; and

WHEREAS, the Assignee has agreed to perform all prospective liabilities, obligations and duties of the Redeveloper under the Redevelopment Agreement, as amended by the Amendment to the Redevelopment Agreement, the execution of which is authorized herein. Assignee has specifically covenanted, agreed and warranted to and with the Township that (a) Assignee, with the assistance of counsel, has reviewed the Redevelopment Agreement and each and every sentence, paragraph and section thereof; (b) that the Redevelopment Agreement in its entirety, is understood by, and acceptable to, Assignee in all respects, and (c) Assignee has ratified and confirmed its unconditional acceptance of same and agrees to be bound by same, without condition or exception; and

WHEREAS, in connection with Assignor’s transfer to Assignee, the Assignee must be designated as Redeveloper of the Property; and

WHEREAS, Assignee has advised the Township that, in connection with the transfer, it requires: (a) an amendment to the Redevelopment Agreement to revise Exhibit D “Ownership Disclosure” and Part II Section 13.a “Notices; and

WHEREAS, the Township Committee finds and determines that it can approve and execute the requested amendment to the Redevelopment Agreement, approve the requested transfer of ownership of the Property and the Project to Assignee, approve the assignment of the Redevelopment Agreement, as amended, to Assignee, and designate Assignee as Redeveloper of the Property.

NOW, THEREFORE, BE IT RESOLVED by the Township Committee of the Township of Mansfield, County of Burlington and State of New Jersey, as follows:

1. Pursuant to the provisions of the Local Redevelopment and Housing Law, N.J.S.A. 40A:12A-1 et seq. (the “LRHL”), the Township hereby designates Assignee as Redeveloper of the Property, subject to all of the terms and conditions of the Redevelopment Agreement, as amended;

2. Pursuant to the provisions of the LRHL the Township hereby consents to the transfer of ownership of the Property to Assignee.

3. Pursuant to the terms of the Redevelopment Agreement, the Township approves and consents to the execution by the Township of (a) the Assignment and Assumption of, and Consent to Transfer of, the Redevelopment Agreement to Assignee attached hereto and made a part hereof as Exhibit A, and (b) the Amendment of the Redevelopment Agreement attached hereto and made a part hereof as Exhibit B,.

4. The Mayor and Clerk are authorized to execute and deliver the documents attached hereto as exhibits upon the adoption of this Resolution, together with any additional documents as are necessary to implement and carry out the intent of this Resolution and the terms and conditions of the Redevelopment Agreement.

5. If any part of this Resolution shall be deemed invalid, such parts shall be severed and the invalidity thereby shall not affect the remaining parts of this Resolution.

6. This Resolution shall take effect immediately and in accordance with law.

MOTION: SISZ SECOND: OCELLO

ROLL CALL VOTE:

AYES: SISZ, OCELLO, GOLEND, TALLON, MOJENA

NAYS: NONE

ABSTAIN: NONE ABSENT: NONE

CERTIFICATION

I, LINDA SEMUS, RMC, CMR, Municipal Clerk of the Township of Mansfield, County of Burlington, State of New Jersey, do hereby certify the foregoing to be a true and accurate copy of the Resolution adopted by the Township Committee of the Township of Mansfield, County of Burlington, State of New Jersey, at their regular meeting held on June 15, 2022.

LINDA SEMUS, RMC, CMR, Township Clerk