

**RESOLUTION AUTHORIZING CONSENT TO SUB-LEASE AGREEMENT AND SUBORDINATION AGREEMENT BETWEEN NORTH BRUNSWICK HOUSING CORP., NORTH BRUNSWICK HOUSING URBAN RENEWAL LIMITED PARTNERSHIP AND GLOBAL SIGNAL ACQUISITION IV LLC FOR THE PROPERTY LOCATED AT BLOCK 213 LOTS 6 & 7 ON THE OFFICIAL TAX MAP OF THE TOWNSHIP OF NORTH BRUNSWICK, MIDDLESEX COUNTY, NEW JERSEY**

**WHEREAS**, the North Brunswick Housing Corporation ("NBHC") and the North Brunswick Housing Urban Renewal Limited Partnership ("Urban Renewal") previously entered into a Ground Lease with the Township of North Brunswick for the use of the property owned by the Township of North Brunswick known as Block 213, Lots 6 & 7 on the official tax map of the Township of North Brunswick, Middlesex County, New Jersey ("subject property") for a term of Ninety Nine (99) years such Ground Lease being memorialized in a Memorandum of Ground Lease dated December 13, 1994 and recorded in the Middlesex County Clerk's Office on December 14, 1994 in Deed Book 4204 at Page 19; and

**WHEREAS**, NBHC and Urban Renewal have negotiated a Sub-lease Agreement with Global Signal Acquisition IV, LLC, ("GSA IV") whereby NBHC and Urban Renewal will sub-let a 963 square foot portion of the Subject Property (the "Sub-leased Premises") for the balance of the Term of the Ground Lease; and

**WHEREAS**, NBHC has requested that the Township of North Brunswick grant them a twenty-five foot (25') Access Easement to the subject property and contemplates that NBHC will grant GSA IV a License to use the Access Easement to access the subject property; and

**WHEREAS**, NBHC and Urban Renewal have negotiated a license agreement for access (the "Access License Agreement") to allow GSA IV access to the Sub-leased Premises; and

**WHEREAS**, NBHC and Urban Renewal have negotiated a license agreement for installation and maintenance of subsurface utility lines (the "Utility License Agreement") to allow GSA IV to install and maintain subsurface utility lines to service the Sub-leased Premises; and

**WHEREAS**, NBHC and Urban Renewal have negotiated to assign to GSA IV the Lease Agreements (the "Assignments") whereby NBHC and Urban Renewal will assign the Lease Agreements that it has with Clear Wireless, LLC, dated January 26, 2010 and the Lease Agreement that it has with Omni Point Communications dated September 2, 2008 in exchange for rent/installment payments by GSA IV; and

**WHEREAS**, NBHC and Urban Renewal have requested that the Township of North Brunswick as the owner of the subject property, consent to the proposed Sub-lease Agreement with Global Signal Acquisitions IV, LLC,

**WHEREAS**, NBHC and Urban Renewal have requested that the Township of North Brunswick authorize and execute a Subordination, Non-Disturbance and Attornment Agreement (the "Subordination Agreement") to protect the property interests and rights of all parties.

**NOW, THEREFORE, BE IT RESOLVED**, by the Township Council of the Township of North Brunswick, County of Middlesex, State of New Jersey that it hereby consents to the execution of a Sub-lease Agreement between North Brunswick Housing Corp., a New Jersey Non-profit Corporation, North Brunswick Housing Urban Renewal Limited Partnership, a New Jersey Limited Partnership and Global Signal Acquisition IV, LLC, for the property know as Block 213 Lots 6 & 7 on the official tax map of the Township of North Brunswick and further consents to the proposed Access License Agreement and Utility License Agreement from North Brunswick Housing Corp. and North Brunswick Housing Urban Renewal Limited Partnership, a New Jersey Limited Partnership to Global Signal Acquisition IV, LLC to permit use of the Access Easement, if and when granted, permitting use of the Access Easement to the subject property and to permit use of the Utility License Area on the subject property for the installation and maintenance of subsurface utility lines.

**BE IT FURTHER RESOLVED** that the Mayor is authorized to execute and the Clerk is authorized to witness the Subordination, Non-Disturbance and Attornment Agreement in a form to be reviewed and approved by the Township Attorney.