

**RESOLUTION
OF THE MEMBERS OF THE
MCPHERSON IMPLEMENTING LOCAL REDEVELOPMENT AUTHORITY**

**LEASE WITH THE GALLEMORE GROUP FOR BUILDING #365 LOCATED AT 1374
JOHNSON AVENUE**

A meeting of the members (the "Members") of the McPherson Implementing Local Redevelopment Authority (the "Authority") was held on the 26th day of April 2018. A quorum was present and voting throughout the aforementioned meeting. Upon motion duly made and seconded, the following resolutions were adopted by the Members of the Authority at such meeting: For all purposes hereof, this resolution, as a whole, shall be referred to as the "Resolution."

WHEREAS, the Authority operates a portion of the former Fort McPherson military installation ("base") and is charged with redeveloping same which rests inside the territorial limits of the City of Atlanta; and

WHEREAS, the Authority has the sole responsibility for the redevelopment of the former base; and

WHEREAS, the Authority has a need to activate the property to bring more attention to the availability of the land; and

WHEREAS, the Authority has determined that leasing some of the property to a tenant that would provide an active use would be in the best interest of the Authority; and

WHEREAS, The Gallemore Group has proposed an innovative use of the property that will generate income, jobs, and economic development; and

WHEREAS, the Members of the Authority have determined that it is advisable and in the best interests of the Authority to enter into a lease in substantially similar form as attached hereto, with The Gallemore Group ("Tenant") for the use of the property known as 1374 Johnson Avenue and depicted on the attached hereto, for a period of three (3) years. After a one-year rent abatement to cover building improvements funded by the Tenant, the Tenant shall pay monthly rent in the amount of Twelve Thousand Four Hundred Twelve dollars (\$12,412.00) and an additional Three Thousand Five Hundred Thirty-Three Dollars (\$3,533) to cover operating expenses associated with common area maintenance.

NOW, THEREFORE, BE IT RESOLVED, that the Chair, Vice Chair or the Executive Director, be and they hereby are, authorized and empowered, for and on behalf of the Authority to: (i) negotiate, execute and deliver a lease in substantially similar form as attached hereto as may be approved by the Chair, Vice Chair or the Executive Director executing same, after consultation with counsel to the Authority; and (ii) do any and all acts and things that any one or more of such officer(s) of the Authority deem(s), in the exercise of his or her or their discretion, necessary, desirable, or appropriate in connection with this Resolution. Notwithstanding anything herein to

the contrary, the Chair, Vice Chair or the Executive Director are expressly authorized to use the services of any other officer, employee, consultant or agent of the Authority in connection with the negotiation of the final terms of the modification, amendment or supplement to the Agreement contemplated hereby, and the execution and delivery of the modification, amendment or supplement to the Agreement by the Chair, Vice Chair or the Executive Director shall be conclusive evidence of the appropriateness thereof and the approvals contemplated by this Resolution. The Secretary (or his or her designee) is further authorized to attest any of the foregoing signatures and to affix the seal of the Authority to the modification, amendment or supplement to the Agreement.

FURTHER RESOLVED, that all other acts and doings of the officers, employees or agents of the Authority whether done before, on or after the date of adoption of this Resolution which are in conformity with the purposes and intent of this Resolution, and in the furtherance of the execution, delivery, filing and performance of the matters contemplated herein shall be, and the same hereby are, in all respects approved, ratified and confirmed.

FURTHER RESOLVED, that if any one or more of the provisions herein contained shall be held contrary to any express provision of law or contrary to the policy of express law, though not expressly prohibited, or against public policy, or shall for any reason whatsoever be held invalid, then such covenants, agreements or provisions shall be null and void and shall be deemed separate from the remaining agreements and provisions and shall in no way effect the validity of any of the other agreements and provisions hereof.

FURTHER RESOLVED, that the actions provided for in the foregoing resolutions be commenced as soon as practicable.


FURTHER RESOLVED, that this Resolution shall take effect immediately upon its adoption by the Members, any provisions of any previous resolutions in conflict with the provisions herein are hereby superseded or repealed (as and to the extent of any such conflict), and any procurement policies previously adopted by the Members which are in conflict with the actions taken in this Resolution are hereby waived.

FURTHER RESOLVED, that the Secretary of the Authority is hereby directed to file a copy of this Resolution with the minutes of the proceedings of the Authority.

[SIGNATURE PAGE TO FOLLOW]

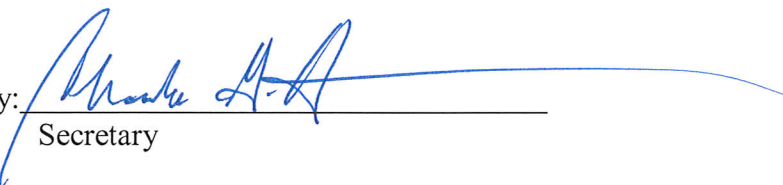
Adopted and approved this 26th day of April 2018.

**MCPHERSON IMPLEMENTING LOCAL
REDEVELOPMENT AUTHORITY**

By: 
Felker Ward, Chair

(SEAL)

ATTEST

By: 
Secretary

CERTIFICATE OF SECRETARY

The undersigned Secretary of **MCPHERSON IMPLEMENTING LOCAL REDEVELOPMENT AUTHORITY** (the "Authority") **DOES HEREBY CERTIFY** (i) that the foregoing pages of typewritten matter constitute a true and correct copy of the Resolution of the Authority (the "Resolution") adopted on the 26th day of April, 2018, by the Members of the Authority in Regular Session, as part of a meeting duly called and held, at which a quorum was present and acting throughout, and (ii) that the original of the Resolution appears of record in the Minute Book of the Authority, which is in my custody and control and will be made available for public inspection.

Given under my hand and the corporate seal of the Authority, this 26th day of April 2018.


Secretary