

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

**APPROVING THE EXECUTION AND DELIVERY OF A THIRD AMENDMENT TO SALE AND PURCHASE AGREEMENT (THE “THIRD AMENDMENT”) WITH FORT TPS PROPERTIES, LLC (THE “BUYER”) RELATING TO THAT CERTAIN SALE AND PURCHASE AGREEMENT EFFECTIVELY DATED AS OF OCTOBER 1, 2021 (THE “ORIGINAL PURCHASE AGREEMENT”), AS AMENDED BY THE HEREINAFTER DEFINED FIRST AMENDMENT, SECOND AMENDMENT, AND THIRD AMENDMENT (COLLECTIVELY, THE “PURCHASE AGREEMENT”) WITH BUYER FOR THE DISPOSITION OF APPROXIMATELY 37 ACRES; APPROVAL OF AN AMENDED SITE PLAN; AND TAKING OF CERTAIN OTHER RELATED ACTIONS**

A meeting of the members (the "Board of Directors") of the McPherson Implementing Local Redevelopment Authority (the "Authority" or "Fort Mac LRA") was held on the 22<sup>nd</sup> day of June, 2022. A quorum was present and voting at the aforementioned meeting. Upon motion duly made and seconded, the following resolutions were adopted by the Board of Directors 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 (the “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 Base; and

**WHEREAS**, the Authority and Buyer are parties to the Original Purchase Agreement for the sale and purchase of a portion of the property consisting of approximately 37 acres (as more particularly described therein, the “Property”); and

**WHEREAS**, the Authority and Buyer entered into that certain First Amendment to Sale and Purchase Agreement, dated as of February 24, 2022 (but effective as of December 16, 2021) (the “First Amendment”), increasing the Escrowed Funds (as defined in the Original Purchase Agreement) due from the Authority from the proceeds of the sale from \$3,400,000 to \$5,900,000, in order to mitigate the impact of some of the environmental conditions, restrictions and increased infrastructure costs Buyer estimates are likely to be incurred in development of the Property as noted during the Buyer’s due diligence; and

**WHEREAS**, the Authority and the Buyer entered into that certain Second Amendment to Sale and Purchase Agreement, effective as of April 21, 2022 (the “Second Amendment”), revising (i) the definition of “Final Acreage” and (ii) the legal description of the Land (as defined in the Original Purchase Agreement); and

**WHEREAS**, the staff of the Authority has, among other things, reviewed the site plan submitted by the Buyer with respect to the proposed redevelopment of the Property, a copy of which is attached hereto as Exhibit A (the “Proposed Site Plan”) and recommended to the Board of Directors that the Proposed Site Plan be approved; and

**WHEREAS**, the Board of Directors wishes to approve the Proposed Site Plan, subject to: (i) the incorporation of separated and dedicated lanes for bicycles and pedestrians, which (a) are similar in scope and design to the dedicated lanes on the Atlanta BeltLine, (b) will be located on one or more roads commonly referred to as the “Ft. Mac Mile,” and (c) will be connected to the TDJ REV development (collectively, the “Amended Site Plan”); and (ii) certain revisions to the Third Amendment to reflect the replacement of the Proposed Site Plan with the Amended Site Plan; and

**WHEREAS**, the Buyer has presented the Authority with the Third Amendment which would (i) extend the inspection period to June 30, 2022 and (ii) amend the Purchase Agreement to include the Amended Site Plan; and

**WHEREAS**, in connection with the transaction contemplated in the Purchase Agreement, Buyer, the Authority, and 45 Fortified, LLC, a Georgia limited liability company, are required to enter into an Amended and Restated Declaration of Easements, Covenants and Restrictions and Right of First Offer (the “Amended Declaration”) regarding the Property; and

**WHEREAS**, the Board of Directors wishes to authorize the Chair or the Executive Director to enter into an Amended Declaration with such terms and conditions as are reasonably acceptable to the Chair or the Executive Director; and

**WHEREAS**, the Board of Directors has determined that it is in the best interest of the Authority (i) to enter into the Third Amendment, (ii) approve the Amended Site Plan, and (iii) authorize the Chair and the Executive Director to negotiate and execute the Amended Declaration with such terms and conditions as are reasonably acceptable to the Chair or the Executive Director.

**NOW, THEREFORE, BE IT RESOLVED**, that the Chair or the Executive Director be and they hereby are, authorized and empowered, for and on behalf of the Authority, as the case may be, to execute and deliver (i) the Third Amendment with the Buyer substantially in the form of Exhibit B attached hereto; provided, however, that such form will be further revised to reflect the replacement of the Proposed Site Plan with the Amended Site Plan, (ii) any agreement, consent, or other instrument necessary, appropriate or desirable in connection with the approval of the Amended Site Plan, and (iii) the Amended Declaration, and do any and all acts and things that any one or more of the officers of the Authority deems, in the exercise of his or her discretion, necessary, desirable, or appropriate in connection with or to advance the purposes and intent of this Resolution, including without limitation, the execution and delivery of any documents or agreements relating to the matters contemplated in or implementing the purposes and intent of this Resolution (which 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 any documents, instruments or agreements, as and to the extent necessary or convenient.

**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, as and to the extent not taken, be commenced as soon as practicable.

**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]

This Resolution shall take effect immediately upon its adoption by the Board of Directors and 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).

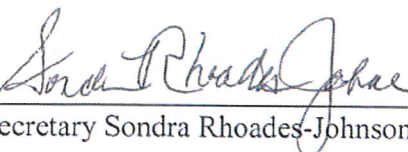
Adopted and approved this 22<sup>nd</sup> day of June, 2022.

**MCPHERSON IMPLEMENTING LOCAL  
REDEVELOPMENT AUTHORITY**

By:   
Cassius Butts, Chair

(SEAL)

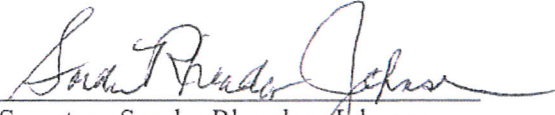
ATTEST

By:   
Secretary Sondra Rhoades-Johnson

## CERTIFICATE OF SECRETARY

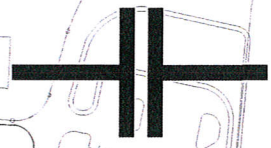
The undersigned Secretary of **MCPHERSON IMPLEMENTING LOCAL REDEVELOPMENT AUTHORITY** (the "Authority") **DOES HEREBY CERTIFY** (i) that the foregoing pages of typewritten matter constitute a true and correct copy of the Resolution of the Authority (the "Resolution") adopted on the 22<sup>nd</sup> day of June, 2022, by the Board of Directors 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 22<sup>nd</sup> day of June, 2022.

  
Secretary Sondra Rhoades-Johnson

**EXHIBIT A**

**PROPOSED SITE PLAN**



TYLER PERRY STUDIOS

FT MAC MILE  
PED/BIKE PATH

TDJ PED/BIKE CONNECTION

VIP  
ENTRANCE

EXCLUDED  
SITE

FUTURE  
EXPANSION

PARKING  
1,000 CARS

PARKING  
1,000 CARS

THEATER  
70,000 SF

RETAIL/ COMMERCIAL  
4 STORIES  
90,000 SF

RETAIL/ COMMERCIAL  
4 STORIES  
80,000 SF

SVC

PARKING  
COURT

ARRIVAL  
COURT

RETAIL/ FOOD & BEVERAGE  
65,000 SF

OFFICE  
6 STORIES  
300,000 SF

OFFICE  
3 STORIES  
150,000 SF

PARKING  
300 CARS

OVERLOOK

PARKING  
240 CARS

PARKING  
COURT

SVC

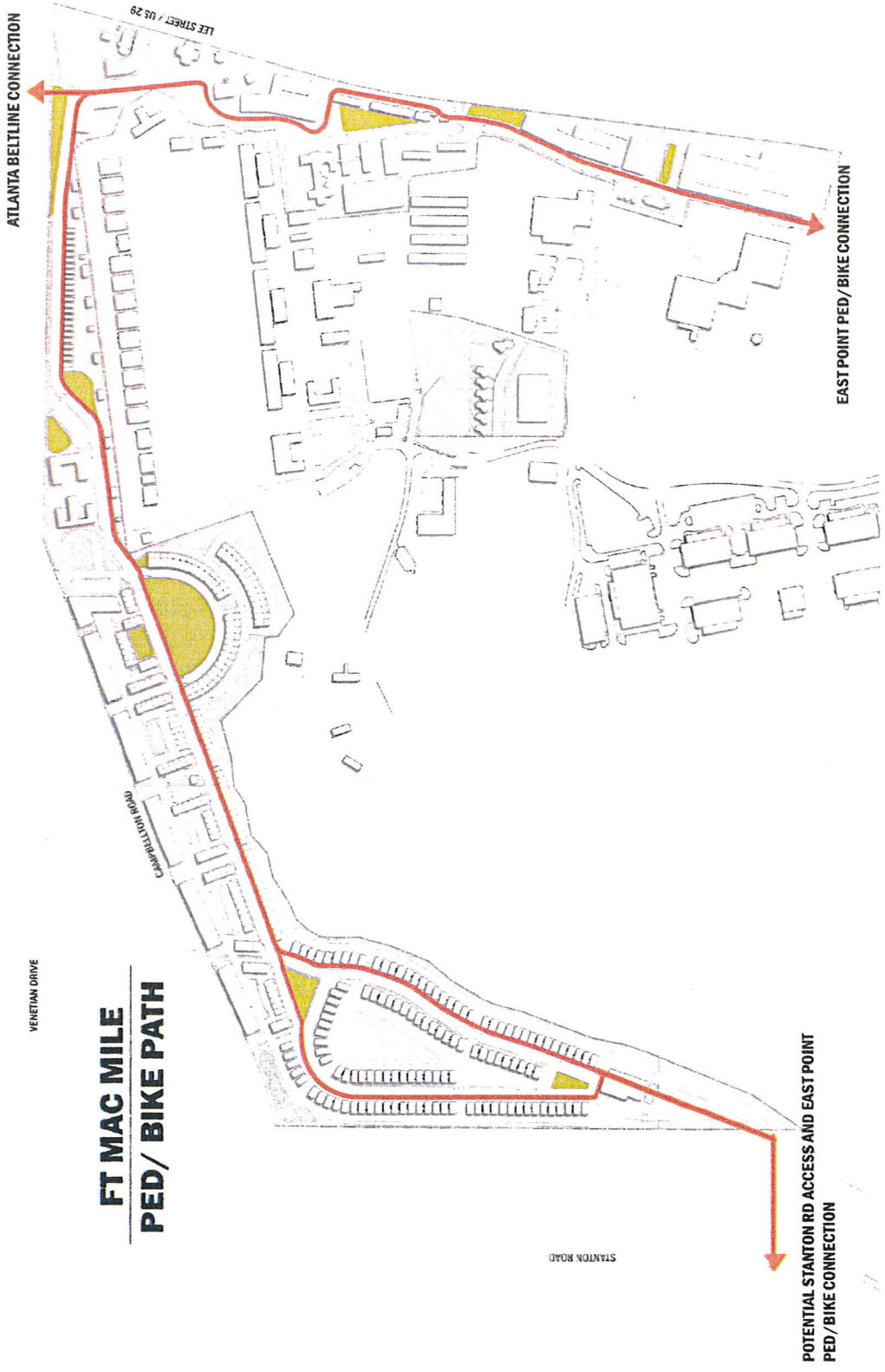
PERKINS —  
EASTMAN

SITE AREA: 37.7926 ACRES

● ENVIRONMENTAL WELLS  
— PROPERTY LINE

EAST POINT / PED  
BIKE LANE





**FT MAC MILE  
PED/ BIKE PATH**