

Appendix Q – Property Deeds

BL England

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Bk D3276 Pg 553 #63
COUNTY OF CAPE MAY
Consideration 7,548,055.00
Realty Transfer Fee 88,811.85
Date 02-28-2007 By CLERK/PM

PREPARED BY:

Kenneth D. Wolfe,
Kenneth D. Wolfe, Esquire
Address: 1125 Atlantic Avenue, 3rd Floor
Atlantic City, New Jersey 08401

BARGAIN AND SALE DEED

THIS DEED made the ^{5th} day of February, 2007, by and between ATLANTIC CITY ELECTRIC COMPANY, a New Jersey corporation, with offices located at c/o Conectiv, 800 King Street, P.O. Box 231, Wilmington, Delaware 19899 (hereinafter referred to as "Grantor") and RC CAPE MAY HOLDINGS, LLC, a limited liability company of the State of Delaware, with offices located at 2204 Timberloch Place, Suite 190, The Woodlands, Texas 77380 hereinafter referred to as "Grantee").

13
WITNESSETH, that Grantor for and in consideration of the sum of ~~Seven Million Five Hundred Forty Eight Thousand Fifty-Five~~ Dollars, (\$~~7,548,055~~), lawful money of the United States of America, unto it well and truly paid by Grantee at or before the sealing and delivery hereof, ~~KNOW~~ the receipt whereof is hereby acknowledged, has granted, bargained and sold, released and confirmed, and by these presents does grant, bargain and sell, release and confirm, unto Grantee, its successors and assigns, in fee simple absolute those certain lots, tracts, or parcels of land and premises hereinafter particularly described, situate, lying and being in the Township of Upper in the County of Cape May and State of New Jersey, known as Lots 74, 76, 76.01, 94.01 and 99 in Block 479 on the municipal tax map, as more particularly described on Exhibit A attached hereto and made a part hereof (the "Property").

118 050 11

SUBJECT to covenants, easements, rights of way and restrictions of record.

TO HAVE AND TO HOLD the Property hereby intended to be conveyed, together with the buildings and improvements thereupon erected, made or being, and all and every title, rights, privileges, appurtenances and advantages thereunto belonging, or in any wise appertaining, unto and for the proper use only, benefit and behoof forever of Grantee, its successors and assigns in fee simple absolute.

SUBJECT, NEVERTHELESS, to the following reservations unto the Grantor herein, its successors and assigns, forever, as follows:

Grantor, hereby reserves for itself and its successors and assigns, and incorporates herein by this reference as if set forth in full, the easements and reservations that are more fully set forth and described in that certain EASEMENT AND LICENSE AGREEMENT between Grantor and

COMMONWEALTH LAND
TITLE INSURANCE CO.
650 NEW RD 2ND FLOOR
LINWOOD, NJ 08221

②

STATE OF NEW JERSEY

AFFIDAVIT OF CONSIDERATION FOR USE BY SELLER

(Chapter 49, P.L. 1968, as amended through Chapter 33, P.L. 2006) (N.J.S.A. 46:15-6 et seq.)

BEFORE COMPLETING THIS AFFIDAVIT, PLEASE READ THE INSTRUCTIONS ON THE REVERSE SIDE OF THIS FORM.

STATE OF NEW JERSEY

County Municipal Code

COUNTY OF Atlantic } SS.

0511

Municipality of Property Location: Upper Township

FOR RECORDER'S USE ONLY

Consideration \$ 2,548,055RTF paid by seller \$ 88,811.85Date 2/28/2007 By SS

* Use symbol "C" to indicate that fee is exclusively for county use.

(1) PARTY OR LEGAL REPRESENTATIVE (See Instructions #3 and 4 attached)

Deponent, T. S. Shaw, being duly sworn according to law upon his/her oath deposesand says that he/she is the Corporate Officer in a deed dated 2-5-07

(State whether Grantor, Grantee, Legal Representative, Corporate Officer, Officer of Title Co., Lending Institution, etc.)

transferring real property identified as Block No. 479 Lot No. 74, 76, 76.01, 94.01 & 99 located at 716 Route US 9 No., Upper Township, Cape May and annexed hereto.

(Street Address, Municipality, County)

(2) CONSIDERATION: \$ 2,548,055 (See Instructions #1 and 5)(3) Property transferred is Class 4A 4B 4C (circle one). If Class 4A, calculation in Section 3A is required.

(3A) REQUIRED CALCULATION OF EQUALIZED ASSESSED VALUATION FOR ALL CLASS 4A COMMERCIAL PROPERTY TRANSACTIONS; (See Instructions #5A and 7)

Total Assessed Valuation ÷ Director's Ratio = Equalized Valuation

\$ ÷ % = \$

If Director's Ratio is less than 100%, the equalized valuation will be an amount greater than the assessed value. If Director's Ratio is equal to or in excess of 100%, the assessed value will be equal to the equalized value.

(4) FULL EXEMPTION FROM FEE: (See Instruction #8)

Deponent states that this deed transaction is fully exempt from the Realty Transfer Fee imposed by C. 49, P.L. 1968, as amended through C. 66, P.L. 2004 for the following reason(s). Explain in detail. Mere reference to exemption symbol is not sufficient.

(5) PARTIAL EXEMPTION FROM FEE: (See Instruction #9) NOTE: All boxes below apply to grantor(s) only.

ALL BOXES IN APPROPRIATE CATEGORY MUST BE CHECKED. Failure to do so will void claim for partial exemption.

Deponent claims that this deed transaction is exempt from the State portion of the Basic Fee, Supplemental Fee and General Purpose Fee, as applicable, imposed by C. 176, P.L. 1975; C. 113, P.L. 2004 and C. 66, P.L. 2004 for the following reason(s):

A. SENIOR CITIZEN (See Instruction #9)

- ☐ Grantor(s) 62 years of age or over.*
☐ One- or two-family residential premises.
☐ Resident of the State of New Jersey.

- ☐ Owned and occupied by grantor(s) at time of sale.
☐ Owners as joint tenants must all qualify.

B. BLIND (See Instruction #9)

- ☐ Grantor(s) legally blind.*
☐ One- or two-family residential premises.
☐ Owned and occupied by grantor(s) at time of sale.
☐ Owners as joint tenants must all qualify.
☐ Resident of the State of New Jersey.

DISABLED (See Instruction #9)

- ☐ Grantor(s) permanently and totally disabled.*
☐ Receiving disability payments.*
☐ Not gainfully employed.*
☐ One- or two-family residential premises.
☐ Owned and occupied by grantor(s) at time of sale.
☐ Owners as joint tenants must all qualify.
☐ Resident of the State of New Jersey.

* IN THE CASE OF HUSBAND AND WIFE, ONLY ONE GRANTOR NEED QUALIFY IF OWNED AS TENANTS BY THE ENTIRETY.

C. LOW AND MODERATE INCOME HOUSING (See Instruction #9)

- ☐ Affordable according to HUD standards.
☐ Reserved for occupancy.
☐ Meets income requirements of region.
☐ Subject to resale controls.

(6) NEW CONSTRUCTION (See Instructions #2, 10 and 12) - Affidavit must be executed by Grantor

- ☐ Entirely new improvement.
☐ Not previously occupied.
☐ Not previously used for any purpose.
☐ "NEW CONSTRUCTION" printed clearly at the top of the first page of the deed.

(7) Deponent makes this Affidavit to induce the County Clerk or Register of Deeds to record the deed and accept the fee submitted herewith in accordance with the provisions of Chapter 49, P.L. 1968, as amended through Chapter 33, P.L. 2006.

Subscribed and sworn to before me this 8thday of February, 2007Diana C. DeAngelis
Notary PublicT. S. Shaw
Signature of Deponent
800 King Street
P.O. Box 231
Wilmington, DE 19899

Address of Deponent

Atlantic City Electric Company

Name of Grantor

800 King Street

P.O. Box 231

Wilmington, DE 19899

Address of Grantor at Time of Sale

UTC
Name/Company of Settlement OfficerThis form is prescribed by the Director, Division of Taxation in the Department of the Treasury, as required by law, and may not be altered or amended without the approval of the Director. For information on the Realty Transfer Fee or to print a copy of this Affidavit, visit the Division of Taxation website at www.state.nj.us/treasury/taxation/pt/localtax.htm

FOR OFFICIAL USE ONLY

Instrument Number _____ County _____
Deed Number _____ Book _____ Page _____
Deed Dated _____ Date Recorded _____

County Register/In Office Clerk shall file one copy of each Affidavit of Consideration for Use by Seller when Section 3A is completed.

DIANA C. DEANGELO
NOTARY PUBLIC
STATE OF DELAWARE
My Commission Expires Sept. 28, 2008

MUST SUBMIT IN DUPLICATE
RTF-1EE (Rev. 8/2006)

STATE OF NEW JERSEY

AFFIDAVIT OF CONSIDERATION FOR USE BY BUYER

(Chapter 49, P.L. 1968, as amended through Chapter 33, P.L. 2006)

To be recorded with deed pursuant to Chapter 49, P.L. 1968, as amended by Chapter 308, P.L. 1991 (N.J.S.A. 46:15-5 et seq.)
BEFORE COMPLETING THIS AFFIDAVIT, PLEASE READ THE INSTRUCTIONS ON THE REVERSE SIDE OF THIS FORM.

STATE OF NEW JERSEY

FOR RECORDER'S USE ONLY

Consideration \$7,548,055.00
RTF paid by buyer \$
Date 2/8/2007 By

COUNTY Atlantic } SS. County Municipal Code 0511

MUNICIPALITY Upper Township

Use symbol "C" to indicate that fee is exclusively for county use

(1) PARTY OR LEGAL REPRESENTATIVE (See instructions #3 and #4 on reverse side)

Deponent, Joseph C. Casciano, being duly sworn according to law upon his/her oath,
(Name)
deposes and says that he is the Senior Title Officer in a deed dated February 5, 2007 transferring
(Grantor, Grantee, Legal Representative, Corporate Officer, Officer of Title Company, Lending Institution, etc.)

real property identified as Block number 479 Lot number 74,76,76,01,94,01,97,98,99 located at
716 US Route 9, Upper Twp. and annexed thereto.
New Jersey
(Street Address, Town)

(2) Consideration \$7,548,055.00 (See instructions #1 and 5 on reverse side)

Entire consideration is in excess of \$1,000,000:

PROPERTY CLASSIFICATION CHECKED BELOW SHOULD BE TAKEN FROM THE OFFICIAL TAX LIST (A PUBLIC RECORD) OF THE MUNICIPALITY WHERE THE REAL PROPERTY IS LOCATED IN THE YEAR THAT THE TRANSFER IS MADE.

- (A) When Grantee is required to remit the 1% fee, complete below:
- | | |
|---|---|
| <input type="checkbox"/> Class 2 - Residential | <input type="checkbox"/> Class 4A - Commercial Properties |
| <input type="checkbox"/> Class 3A - Farm property (Regular) and any other real property transferred to same grantee in conjunction with transfer of Class 3A property | <input type="checkbox"/> Class 4C - Residential Cooperative Unit (4 Families or less) |
- (B) When Grantee is not required to remit the 1% fee, complete below:
- ☒ Property class. Circle applicable class(es): 1 4B 4C 15
Property classes: 1-Vacant Land, 4B-Industrial properties, 4C-Apartments (other than cooperative unit), 15-Public Property
- ☐ Exempt Organization pursuant to Federal Internal Revenue Code of 1986
- ☐ Incidental to corporate merger or acquisition and equalized assessed valuation less than 20% of total value of all assets exchanged in merger or acquisition. (If checked, calculation in (C) below required and MUST ATTACH COMPLETED RTF-4)

(C) REQUIRED CALCULATION OF EQUALIZED ASSESSED VALUATION FOR ALL CLASS 4A COMMERCIAL PROPERTY TRANSACTIONS

Total Assessed Valuation + Director's Ratio = Equalized Valuation

\$ % = \$

If equalized valuation amount is in excess of \$1,000,000, the 1% fee is imposed on buyer on entire amount of consideration. If Director's Ratio is less than 100%, the equalized valuation will be an amount greater than the assessed value. If Director's Ratio is equal to or in excess of 100%, the assessed value will be equal to the equalized value.

(3) TOTAL EXEMPTION FROM FEE (See Instruction #6 on reverse side)

Deponent states that this deed transaction is fully exempt from the Realty Transfer fee imposed by C. 49, P.L. 1968, as amended through C. 66 P.L. 2004, for the following reason(s). Mere reference to exemption symbol is insufficient. Explain in detail.

Deponent makes Affidavit of Consideration for Use by Buyer to induce county clerk or register of deeds to record the deed and accept the fee submitted herewith in accordance with the provisions of Chapter 49, P.L. 1968, as amended through C. 33, P.L. 2006.

Subscribed and sworn to before me
this 8th day of February, 2007

Signature of Deponent
650 New Road, Second Floor, Linwood,
NJ 08221

RC Cape May Holdings, LLC
Grantee Name

2204 Timberloch Place, Suite 190, The
Woodlands, Texas 77380

Deponent Address

Donald W. Spencer
Notary Public of New Jersey
My Commission expires April 3, 2011

Donald W. Spencer

Commonwealth Land Title Ins. Co.
Donald W. Spencer

FOR OFFICIAL USE ONLY

Instrument Number _____ County _____
Deed Number _____ Book _____ Page _____
Deed Dated _____ Date Recorded _____

County Recording Officers shall forward one copy of each Affidavit of Consideration for Use by Buyer recorded with deeds to:

STATE OF NEW JERSEY - DIVISION OF TAXATION

PO BOX 251

TRENTON, NJ 08695-0251

ATTENTION: REALTY TRANSFER FEE UNIT

The Director of the division of Taxation in the Department of the Treasury has prescribed this form as required by law, and may not be altered or amended without prior approval of the Director. For further information on the Realty Transfer Fee or to print a copy of this Affidavit, visit the Division of Taxation website at www.state.nj.us/treasury/taxation/lpt/localtax.htm

GIT/REP-3
(6-05)

State of New Jersey
SELLER'S RESIDENCY CERTIFICATION/EXEMPTION
 (C.55, P.L. 2004)

(Please Print or Type)

SELLER(S) INFORMATION (See Instructions, Page 2)

Name(s)

Atlantic City Electric Company

Current Resident Address:

Street: 800 King St. P.O. Box 231

City, Town, Post Office

State

Zip Code

Wilmington

DE

19899

PROPERTY INFORMATION (Brief Property Description)

Block(s)

Lot(s)

Qualifier

479

74, 76, 76.01, 94.01, 99

Street Address:

716 RL US 9 No.

City, Town, Post Office

State

Zip Code

Upper Township

NJ

08250

Seller's Percentage of Ownership

Consideration

Closing Date

100%

\$7,548,055

February 8, 2007

SELLER ASSURANCES (Check the Appropriate Box)

1. ☐ I am a resident taxpayer (individual, estate, or trust) of the State of New Jersey pursuant to N.J.S.A. 54A:1-1 et seq. and will file a resident gross income tax return and pay any applicable taxes on any gain or income from the disposition of this property.
2. ☐ The real property being sold or transferred is used exclusively as my principal residence within the meaning of section 121 of the federal Internal Revenue Code of 1986, 26 U.S.C. s. 121.
3. ☐ I am a mortgagor conveying the mortgaged property to a mortgagee in foreclosure or in a transfer in lieu of foreclosure with no additional consideration.
4. ☐ Seller, transferor or transferee is an agency or authority of the United States of America, an agency or authority of the State of New Jersey, the Federal National Mortgage Association, the Federal Home Loan Mortgage Corporation, the Government National Mortgage Association, or a private mortgage insurance company.
5. ☒ Seller is not an individual, estate or trust and as such not required to make an estimated payment pursuant to N.J.S.A. 54A:1-1 et seq.
6. ☐ The total consideration for the property is \$1,000 or less and as such, the seller is not required to make an estimated payment pursuant to N.J.S.A. 54A:5-1-1 et seq.
7. ☐ The gain from the sale will not be recognized for Federal income tax purposes under I.R.C. Section 721, 1031, 1033 or is a cemetery plot. (CIRCLE THE APPLICABLE SECTION). If such section does not ultimately apply to this transaction, the seller acknowledges the obligation to file a New Jersey income tax return for the year of the sale.
8. ☐ Transfer by an executor or administrator of a decedent to a devisee or heir to effect distribution of the decedent's estate in accordance with the provisions of the decedent's will or the intestate laws of this state.

SELLER(S) DECLARATION

The undersigned understands that this declaration and its contents may be disclosed or provided to the New Jersey Division of Taxation and that any false statement contained herein could be punished by fine, imprisonment, or both. I furthermore declare that I have examined this declaration and, to the best of my knowledge and belief, it is true, correct and complete.

2/8/07
 Date

X E. J. Shaw, Vice Pres.
 Signature
 (Seller) Please indicate if Power of Attorney or Attorney in Fact

Date

Signature

(Seller) Please indicate if Power of Attorney or Attorney in Fact

EXHIBIT A

DESCRIPTION OF PROPERTY

ALL THAT CERTAIN TRACT OR PARCEL OF LAND SITUATE IN THE TOWNSHIP OF UPPER, THE COUNTY OF CAPE MAY AND THE STATE OF NEW JERSEY BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

TRACT ONE:

Parcel A:

Beginning at a concrete monument in the northwesterly line of Shore Road, U.S. Route 9 (66.00 feet wide) where the same is intersected by the northeasterly line of block 479, lot 88.01 and from said beginning point runs; thence, along lot 88.01

- 1) North 46 degrees 05 minutes 25 seconds West, 127.68 feet to a concrete monument corner to the same; thence, still along lot 88.01 and also along block 479, lots 88.02, 88.03, 88.04 and 88.05
- 2) North 28 degrees 41 minutes 01 seconds West, 1,191.44 feet to a point corner to lot 88.05 bearing South 62 degrees 49 minutes 39 seconds West, distant 0.59 feet from a concrete monument; thence, along lot 88.05
- 3) South 47 degrees 50 minutes 26 seconds West, 280.39 feet to a point corner common to the same and to block 479, lot 88.06 bearing South 44 degrees 23 minutes 23 seconds West, distant 0.63 feet from a concrete monument; thence, along Lot 88.06 block 479, lot 77; the northwesterly terminus of Wilke Boulevard (50.00 feet wide) and block 677, lot 11
- 4) South 15 degrees 37 minutes 36 seconds West, 990.83 feet to a concrete monument corner to block 677, lot 11; thence, along the same
- 5) South 43 degrees 53 minutes 26 seconds West, 139.73 feet to a point in the northeasterly line of block 661; lot 81; thence, along lot 81 and also along block 479, lot 73
- 6) North 46 degrees 06 minutes 34 seconds West, 2,010 feet more or less (2009.65 feet to a connecting course) to a point in the easterly approximate

mean high water line for the south fork of Flat Creel thence, along the approximate mean high water line for the south fork of Flat Creek, an unnamed tributary of the south for of Flat Creek, the south fork of Flat Creek, the north fork of Flat Creek, the Tuckahoe River, an unnamed tributary of the Tuckahoe River and Great Egg Harbor Bay the various courses and distances with a connecting course of North 28 degrees 09 minutes 02 seconds East, 4,137.64 feet

- 7) Northwardly, 34,426 feet more or less to a point in the approximate mean high water line of the Great Egg Harbor Bay; thence, extending into the Bay
- 8) North 50 degrees 45 minutes 29 seconds East, 827 feet more or less (827.44 feet from the connecting course) to a point in the modified pierhead line established for the Great Egg Harbor Bay thence, continuing through the Great Egg Harbor Bay along said modified pierhead line.
- 9) South 39 degrees 14 minutes 31 seconds East, 1,600.00 feet to a point in the same; thence, continuing through the Great Egg Harbor Bay
- 10) South 50 degrees 45 minutes 29 seconds West, 300.00 feet to a point in the exterior line for a solid fill for the Great Egg Harbor Bay; thence, along the same
- 11) South 39 degrees 14 minutes 31 seconds East, 675.45 feet to a point where the same is intersected by the northeastwardly prolongation of the northwesterly line of block 479, lot 107; thence, along said northeastwardly prolongation of the northwesterly line of block 479, lot 107 and continuing along the northwesterly line of lot 107
- 12) South 20 degrees 39 minutes 45 seconds West, 861.08 feet to a concrete monument in the northeasterly line of Clay Avenue (50.00 feet wide); thence, along the same
- 13) North 69 degrees 20 minutes 15 seconds West 50.00 feet to a concrete monument in the same; thence, crossing the northwesterly terminus of Clay Avenue and extending along block 479, lots 106.02, 106.01, 105 and 101
- 14) South 20 degrees 39 minutes 45 seconds West, 650.48 feet, passing

over a concrete monument 0.94 feet from the corner, to a point in the northeasterly line of Harding Avenue (50.00 feet wide); thence, along the same

- 15) North 69 degrees 28 minutes 34 seconds West, 501.08 feet to a concrete monument set for a corner where the same is intersected by the southwesterly line of Spencer Avenue (50.00 feet wide); thence, along the southwesterly line of Spencer Avenue
- 16) South 21 degrees 16 minutes, 34 seconds East, 1,127.00 feet to an angle point in the same marked marked by a concrete monument set for a corner; thence, still along the same
- 17) South 57 degrees 21 minutes 32 seconds East, 168.09 feet to a concrete monument set in the aforementioned northwesterly line of Shore Road; thence, along the same
- 18) South 20 degrees 31 minutes 26 seconds West, 414.67 feet to a concrete monument set in the same corner to block 479, lot 96; thence, along the same
- 19) North 69 degrees 28 minutes 34 seconds West, 150.53 feet to a point corner to the same bearing South 32 degrees 23 minutes 06 seconds West, distant 1.50 feet from a rebar; thence, still along the same
- 20) South 70 degrees 24 minutes 02 seconds West, 38.08 feet to a rebar in the northeasterly line of block 479, lot 95; thence, along lot 95 passing over a monument 0.33 feet from the aforementioned corner
- 21) North 20 degrees 40 minutes 22 seconds West, 54.82 feet to a concrete monument set corner to the same; thence, still along the same and also block 479, lot 94.02
- 22) South 65 degrees 51 minutes 10 seconds West, 303.03 feet to a concrete monument corner to lot 94.02l thence, along lot 94.02
- 23) South 26 degrees 25 minutes 53 seconds East, 101.55 feet to a point corner to block 479, lot 93 bearing South 63 degrees 51 minutes 01 seconds West, distant 0.21 feet from a concrete monument; thence, along lot 93 and

also along block 479, lot 92

- 24) South 63 degrees 51 minutes 01 seconds West, 217.32 feet to a concrete monument corner to lot 92 thence, along lot 92 and also along block 479, lot 91
- 25) South 26 degrees 08 minutes 59 seconds East, 350.00 feet to a stone corner to lot 91; thence, along the same
- 26) South 46 degrees 06 minutes 34 seconds East, 149.72 feet to a concrete monument in the aforementioned northwesterly line of Shore Road; thence, along said line of Shore Road
- 27) South 43 degrees 53 minutes 26 seconds West, 160.87 feet to the point and place of beginning

Said above described tract of land containing within said bounds 332.3 acres more or less

PARCEL B:

ALL THAT CERTAIN tract or parcel of land situate in the Township of Upper, the County of Cape May and the State of New Jersey being more particularly described as follows

BEGINNING at a point in the approximately mean high water line on the westerly bank of the south fork of Flat Creek where the same is intersected by the northeasterly line of block 479, lot 73, said point being the following two courses from where the northeasterly line of block 479, lot 73 intersects the northwesterly line of block 661, lot 81; thence, along the northeasterly line of lot 73

- A. North 46 degrees 06 minutes 34 seconds West, 1,193.65 feet to a point in the approximate mean high water line on the easterly bank of the south fork of Flat Creek; thence, crossing the south fork of Flat Creek
- B. South 80 degrees 24 minutes 56 seconds West, 93.47 feet to the point and place of beginning and from said beginning point runs; thence, along Lot 73 the following four courses:

- 1) North 50 degrees 06 minutes 04 seconds West, 715.67 feet to a point;
thence
- 2) North 27 degrees 35 minutes 43 seconds East, 165.00 feet to a point;
thence
- 3) North 43 degrees 07 minutes 25 seconds West, 1,468.55 feet to a point;
thence
- 4) South 36 degrees 37 minutes 41 seconds West, 722 feet more or less
(721.98 feet to a connecting course) to a point in the easterly approximate
mean high water line of Schooner Creek; thence, along said approximate
mean high water line of Schooner Creek the various courses and distances
with a connecting course o north 19 degrees 26 minutes 59 seconds west,
424.10 feet
- 5) Northwestwardly, 556 feet more or less to appoint in the same where it is
intersected by the easterly line of block 479, lot 71 thence, along the
easterly line of lot 71
- 6) North 19 degrees 11 minutes 41 seconds East, 299 feet more or less
(229.25 feet to a connecting course) to a point in the approximate mean
high water line of the Tuckahoe River; thence, along the southerly
approximate mean high water line of the Tuckahoe River the various courses
and distances with a connecting course of north 59 degrees 03 minutes 27
seconds east, 1,781.00 feet
- 7) Eastwardly, 5,404 feet more or less to a point where the same is intersected
by the northwesterly line of block 479 lot 75; thence, along lot 75 the
following three courses
- 8) South 31 degrees 52 minutes 41 seconds West, 1,134 feet more or less
(1,133.76 from the connecting course) to a point; thence
- 9) South 49 degrees 54 minutes 14 seconds East, 651.75 feet to a point;
thence
- 10) South 32 degrees 06 minutes 26 seconds East, 408 feet more or less
(408.07 feet to a connecting course) to a point in the aforementioned

westerly approximate mean high water line of the south fork of Flat Creek; thence, along the same the various courses and distances with a connecting course of south 17 degrees 32 minutes 08 seconds east, 1,014.98 feet

- 11) Southwardly, 1,172 feet more or less to the point and place of beginning.

Said above described tract of land containing with said bounds 35.9 acres more or less.

EXCEPTING THERE OUT AND THEREFROM THE FOLLOWING TWO TRACTS BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

FIRST EXCEPTION:

(Lot 97)

BEGINNING at a monument found on the Northwesterly line of U.S. Route No. 9 (66 feet wide) at the division line of Lot 97 and Lot 96 in Block 479 said point being South 20 degrees 33 minutes and 33 seconds West 435.04 feet from the Southerly line of Spencer Lane (25 feet wide), and extending thence.

1. North 69 degrees 28 minutes and 34 seconds West along said division line 130.74 feet to an angle point in said division line; thence
2. South 70 degrees 24 minutes and 02 seconds West still along said division line 38.08 feet to the division line of Lot 97 and Lot 95; thence
3. North 20 degrees 40 minutes and 22 seconds West along said division line 49.12 feet (Deed) (47.9 feet, File Map) to the division line of Lot 97 and Lot 100; thence
4. North 20 degrees 31 minutes and 26 seconds East along said division line 137.58 feet to the division line of Lot 97 and Lot 98; thence
5. South 69 degrees 28 minutes and 35 seconds East along said division line 212.00 feet to the Northwesterly line of U.S. Route No. 9; thence
6. South 20 degrees 31 minutes and 26 seconds West along U.S. Route No. 9 150.00 feet to the point and place of Beginning.

SAID above described tract of land containing 32,307 square feet, more or less, also known as Block 479 Lot 97 on the Tax Map of the Township of Upper, Cape May County, New Jersey.

SECOND EXCEPTION:

(Lot 98)

BEGINNING on the Northwesterly line of U.S. Route No. 9 (66 feet wide) at the division line of Lot 98 and Lot 99 in Block 479 said point being South 20 degrees 33 minutes and 33 seconds West 145.59 feet from the Southerly line of Spencer Lane (25 feet wide); and extending thence.

- 1.South 20 degrees 31 minutes and 26 seconds West along U.S. Route No. 9 a distance of 139.45 feet to the division line of Lot 98 and Lot 97; thence
- 2.North 69 degrees 28 minutes and 35 seconds West along said division line 212.00 feet to the division line of Lot 98 and Lot 100; thence
- 3.North 20 degrees 31 minutes and 26 seconds East along said division line 139.45 feet to the division line of Lot 99 and Lot 98; thence
- 4.South 69 degrees 28 minutes and 35 seconds East along said division line 212.00 feet to the Northwesterly line of U.S. Route No. 9 and the point and place of Beginning.

SAID above described tract of land containing 29,563 square feet, more or less, also known as Block 479 Lot 98 on the Tax Map of the Township of Upper, Cape May County, New Jersey.

In compliance with Chapter 157 of 1977 Parcels A and B, less exceptions hereon are known as Lots 74, 76, 76.01, 94.01, 99 Block 479 on the Tax Map of Upper Township, New Jersey.

RECITAL

BEING as to part thereof, the same premises which Southern Properties (a New Jersey Corporation) by a deed dated December 14, 1959 recorded January 15,

1960 in Cape May County in Deed Book 1010 page 412 granted and conveyed unto the Atlantic City Electric Company, in fee.

BEING as to another part thereof, the same premises which Southern Properties (a New Jersey Corporation) by a deed dated October 24, 1960 recorded November 15, 1960 in Cape May County in Deed Book 1035 page 452 granted and conveyed unto the Atlantic City Electric Company, in fee

BEING as to another part thereof, the same premises which Olaf Pearson, divorced, by a deed dated January 5, 1960 recorded January 8, 1960 in Cape May County in Deed Book 1010 page 117 granted and conveyed unto Atlantic City Electric Company, in fee

BEING as to another part thereof, the same which vested in Atlantic City Electric Company by Grant from the State of New Jersey dated February 27, 1962 recorded April 17, 1962 in Deed Book 1069 page 830

BEING as to another part thereof, the same premises which the Atlantic City Electric Company by a deed dated August 30, 1989 recorded September 28, 1989 in Cape May County in Deed Book 1967 page 287 granted and conveyed unto the Atlantic City Electric Company, in fee

BEING as to another part thereof, the same premises which James M. Meis and Doreen A. Meis, his wife, by a deed dated October 28, 1992 recorded October 29, 1992 in Cape May County in Deed Book 2300 page 88 granted and conveyed unto Atlantic City Electric Company, in fee

BEING as to another part thereof, the same premises which Charles M. Plageman, singleman, and Kathleen P. Heath, single, by a deed dated November 12, 1993 recorded November 16, 1993 in Cape May County in Deed Book 2409 page 132 granted and conveyed unto Atlantic City Electric Company, in fee

Grantee, dated of even date herewith, and to be recorded with the Office of the Clerk of Cape May County, New Jersey immediately following the recordation of this Deed.

AND Grantor promises that the Grantor has done no act to encumber the property. This promise is called a "covenant as to grantor's acts" (N.J.S.A. 46:4-6). This promise means that the Grantor has not allowed anyone else to obtain any legal rights which affect the property (such as by making a mortgage or allowing a judgment to be entered against the Grantor).

IN WITNESS WHEREOF, Grantor has caused this Deed to be duly executed and delivered the day and year first above written.

(Corporate Seal)

Attest:

ATLANTIC CITY ELECTRIC COMPANY

J. Mack Wathen
Name: J. MACK WATHEN
Title: VICE PRESIDENT

By: Joseph M. Deby
Name: JOSEPH M DEBY
Title: SUP & CEO

Distretto
Columbo

:
:
§

BE IT REMEMBERED, that on this 5th day of February, 2007, before me, the subscriber, a Notary Public of D.C., personally appeared Joseph Deby, who, I am satisfied, is the SUP & CEO of Atlantic City Electric Company, the corporation named in and which executed the foregoing instrument, and he is the person who signed said instrument as such officer for and on behalf of said corporation, and he acknowledged that said instrument was made by said corporation and sealed with its corporate seal as the voluntary act and deed of said corporation. The full and actual consideration paid or to be paid for the transfer of title to realty evidenced by the within Deed, as such consideration is defined in P.L. 1968, C. 49, Sec. 1(c), is \$ 7,548,055.

[Signature]
Notary Public of Distretto Columbo

My commission expires: 8-14-09

[Notarial Seal]

Oyster Creek

Block 479 Lot 76

①
Bk D3276 Pg 553 #63
COUNTY OF CAPE MAY
Consideration 7,548,055.00
Realty Transfer Fee 88,811.85
Date 02-28-2007 By CLERK/PM

PREPARED BY:

Kenneth D. Wolfe,
Kenneth D. Wolfe, Esquire
Address: 1125 Atlantic Avenue, 3rd Floor
Atlantic City, New Jersey 08401

BARGAIN AND SALE DEED

THIS DEED made the 5th day of February, 2007, by and between ATLANTIC CITY ELECTRIC COMPANY, a New Jersey corporation, with offices located at c/o Conectiv, 800 King Street, P.O. Box 231, Wilmington, Delaware 19899 (hereinafter referred to as "Grantor") and RC CAPE MAY HOLDINGS, LLC, a limited liability company of the State of Delaware, with offices located at 2204 Timberloch Place, Suite 190, The Woodlands, Texas 77380 hereinafter referred to as "Grantee").

13
WITNESSETH, that Grantor for and in consideration of the sum of Seven Million Five Hundred Forty-Eight Thousand Fifty-Five Dollars, (\$7,548,055), lawful money of the United States of America, unto it well and truly paid by Grantee at or before the sealing and delivery hereof, KDW the receipt whereof is hereby acknowledged, has granted, bargained and sold, released and confirmed, and by these presents does grant, bargain and sell, release and confirm, unto Grantee, its successors and assigns, in fee simple absolute those certain lots, tracts, or parcels of land and premises hereinafter particularly described, situate, lying and being in the Township of Upper in the County of Cape May and State of New Jersey, known as Lots 74, 76, 76.01, 94.01 and 99 in Block 479 on the municipal tax map, as more particularly described on Exhibit A attached hereto and made a part hereof (the "Property").

118 050 11

SUBJECT to covenants, easements, rights of way and restrictions of record.

TO HAVE AND TO HOLD the Property hereby intended to be conveyed, together with the buildings and improvements thereupon erected, made or being, and all and every title, rights, privileges, appurtenances and advantages thereunto belonging, or in any wise appertaining, unto and for the proper use only, benefit and behoof forever of Grantee, its successors and assigns in fee simple absolute.

SUBJECT, NEVERTHELESS, to the following reservations unto the Grantor herein, its successors and assigns, forever, as follows:

Grantor, hereby reserves for itself and its successors and assigns, and incorporates herein by this reference as if set forth in full, the easements and reservations that are more fully set forth and described in that certain EASEMENT AND LICENSE AGREEMENT between Grantor and

COMMONWEALTH LAND
TITLE INSURANCE CO.
650 NEW RD 2ND FLOOR
LINWOOD, NJ 08221

②

STATE OF NEW JERSEY

AFFIDAVIT OF CONSIDERATION FOR USE BY SELLER

(Chapter 49, P.L. 1968, as amended through Chapter 33, P.L. 2006) (N.J.S.A. 46:15-6 et seq.)

BEFORE COMPLETING THIS AFFIDAVIT, PLEASE READ THE INSTRUCTIONS ON THE REVERSE SIDE OF THIS FORM.

STATE OF NEW JERSEY

County Municipal Code

COUNTY OF Atlantic } SS.

0511

Municipality of Property Location: Upper Township

FOR RECORDER'S USE ONLY

Consideration \$ 2,548,055RTF paid by seller \$ 88,811.85Date 2/28/2007 By SS

* Use symbol "C" to indicate that fee is exclusively for county use.

(1) PARTY OR LEGAL REPRESENTATIVE (See Instructions #3 and 4 attached)

Deponent, T. S. Shaw, being duly sworn according to law upon his/her oath deposesand says that he/she is the Corporate Officer in a deed dated 2-5-07

(State whether Grantor, Grantee, Legal Representative, Corporate Officer, Officer of Title Co., Lending Institution, etc.)

transferring real property identified as Block No. 479 Lot No. 74, 76, 76.01, 94.01 & 99 located at 716 Route US 9 No., Upper Township, Cape May and annexed hereto.

(Street Address, Municipality, County)

(2) CONSIDERATION: \$ 2,548,055 (See Instructions #1 and 5)(3) Property transferred is Class 4A 4B 4C (circle one). If Class 4A, calculation in Section 3A is required.

(3A) REQUIRED CALCULATION OF EQUALIZED ASSESSED VALUATION FOR ALL CLASS 4A COMMERCIAL PROPERTY TRANSACTIONS; (See Instructions #5A and 7)

Total Assessed Valuation ÷ Director's Ratio = Equalized Valuation

\$ ÷ % = \$

If Director's Ratio is less than 100%, the equalized valuation will be an amount greater than the assessed value. If Director's Ratio is equal to or in excess of 100%, the assessed value will be equal to the equalized value.

(4) FULL EXEMPTION FROM FEE: (See Instruction #8)

Deponent states that this deed transaction is fully exempt from the Realty Transfer Fee imposed by C. 49, P.L. 1968, as amended through C. 66, P.L. 2004 for the following reason(s). Explain in detail. Mere reference to exemption symbol is not sufficient.

(5) PARTIAL EXEMPTION FROM FEE: (See Instruction #9) NOTE: All boxes below apply to grantor(s) only.

ALL BOXES IN APPROPRIATE CATEGORY MUST BE CHECKED. Failure to do so will void claim for partial exemption.

Deponent claims that this deed transaction is exempt from the State portion of the Basic Fee, Supplemental Fee and General Purpose Fee, as applicable, imposed by C. 176, P.L. 1975; C. 113, P.L. 2004 and C. 66, P.L. 2004 for the following reason(s):

A. SENIOR CITIZEN (See Instruction #9)

- ☐ Grantor(s) 62 years of age or over.*
- ☐ One- or two-family residential premises.
- ☐ Resident of the State of New Jersey.

- ☐ Owned and occupied by grantor(s) at time of sale.
- ☐ Owners as joint tenants must all qualify.

B. BLIND (See Instruction #9)

- ☐ Grantor(s) legally blind.*
- ☐ One- or two-family residential premises.
- ☐ Owned and occupied by grantor(s) at time of sale.
- ☐ Owners as joint tenants must all qualify.
- ☐ Resident of the State of New Jersey.

DISABLED (See Instruction #9)

- ☐ Grantor(s) permanently and totally disabled.*
- ☐ Receiving disability payments.*
- ☐ Not gainfully employed.*
- ☐ One- or two-family residential premises.
- ☐ Owned and occupied by grantor(s) at time of sale.
- ☐ Owners as joint tenants must all qualify.
- ☐ Resident of the State of New Jersey.

* IN THE CASE OF HUSBAND AND WIFE, ONLY ONE GRANTOR NEED QUALIFY IF OWNED AS TENANTS BY THE ENTIRETY.

C. LOW AND MODERATE INCOME HOUSING (See Instruction #9)

- ☐ Affordable according to HUD standards.
- ☐ Reserved for occupancy.
- ☐ Meets income requirements of region.
- ☐ Subject to resale controls.

(6) NEW CONSTRUCTION (See Instructions #2, 10 and 12) - Affidavit must be executed by Grantor

- ☐ Entirely new improvement.
- ☐ Not previously occupied.
- ☐ Not previously used for any purpose.
- ☐ "NEW CONSTRUCTION" printed clearly at the top of the first page of the deed.

(7) Deponent makes this Affidavit to induce the County Clerk or Register of Deeds to record the deed and accept the fee submitted herewith in accordance with the provisions of Chapter 49, P.L. 1968, as amended through Chapter 33, P.L. 2006.

Subscribed and sworn to before me this 8thday of February, 2007Diana C. DeAngelis
Notary PublicSignature of Deponent
800 King Street
P.O. Box 231
Wilmington, DE 19899
Address of Deponent

Atlantic City Electric Company

Name of Grantor
800 King Street
P.O. Box 231
Wilmington, DE 19899

Address of Grantor at Time of Sale

Name/Company of Settlement Officer

This form is prescribed by the Director, Division of Taxation in the Department of the Treasury, as required by law, and may not be altered or amended without the approval of the Director. For information on the Realty Transfer Fee or to print a copy of this Affidavit, visit the Division of Taxation website at www.state.nj.us/treasury/taxation/pt/localtax.htm

FOR OFFICIAL USE ONLY

Instrument Number _____ County _____
Deed Number _____ Book _____ Page _____
Deed Dated _____ Date Recorded _____

County Recording Office: Submit one copy of each Affidavit of Consideration for Use by Seller when Section 3A is completed.

DIANA C. DEANGELO
NOTARY PUBLIC
STATE OF DELAWARE
My Commission Expires Sept. 28, 2008

MUST SUBMIT IN DUPLICATE
RTF-1EE (Rev. 8/2006)

STATE OF NEW JERSEY

AFFIDAVIT OF CONSIDERATION FOR USE BY BUYER

(Chapter 49, P.L. 1968, as amended through Chapter 33, P.L. 2006)

To be recorded with deed pursuant to Chapter 49, P.L. 1968, as amended by Chapter 308, P.L. 1991 (N.J.S.A. 46:15-5 et seq.)
BEFORE COMPLETING THIS AFFIDAVIT, PLEASE READ THE INSTRUCTIONS ON THE REVERSE SIDE OF THIS FORM.

STATE OF NEW JERSEY

FOR RECORDER'S USE ONLY

Consideration \$7,548,055.00
RTF paid by buyer \$
Date 2/8/2007 By

COUNTY Atlantic } SS. County Municipal Code 0511

MUNICIPALITY Upper Township

Use symbol "C" to indicate that fee is exclusively for county use

(1) PARTY OR LEGAL REPRESENTATIVE (See instructions #3 and #4 on reverse side)

Deponent, Joseph C. Casciano, being duly sworn according to law upon his/her oath,
(Name)
deposes and says that he is the Senior Title Officer in a deed dated February 5, 2007 transferring
(Grantor, Grantee, Legal Representative, Corporate Officer, Officer of Title Company, Lending Institution, etc.)

real property identified as Block number 479 Lot number 74,76,76,01,94,01,97,98,99 located at
716 US Route 9, Upper Twp. and annexed thereto.
New Jersey
(Street Address, Town)

(2) Consideration \$7,548,055.00 (See instructions #1 and 5 on reverse side)

Entire consideration is in excess of \$1,000,000:

PROPERTY CLASSIFICATION CHECKED BELOW SHOULD BE TAKEN FROM THE OFFICIAL TAX LIST (A PUBLIC RECORD) OF THE MUNICIPALITY WHERE THE REAL PROPERTY IS LOCATED IN THE YEAR THAT THE TRANSFER IS MADE.

- (A) When Grantee is required to remit the 1% fee, complete below:
- ☐ Class 2 - Residential ☐ Class 4A - Commercial Properties
- ☐ Class 3A - Farm property (Regular) and any other real property transferred to same grantee in conjunction with transfer of Class 3A property ☐ Class 4C - Residential Cooperative Unit (4 Families or less)
- (B) When Grantee is not required to remit the 1% fee, complete below:
- ☒ Property class. Circle applicable class(es): 1 4B 4C 15
- ☐ Exempt Organization pursuant to Federal Internal Revenue Code of 1986
- ☐ Incidental to corporate merger or acquisition and equalized assessed valuation less than 20% of total value of all assets exchanged in merger or acquisition. (If checked, calculation in (C) below required and MUST ATTACH COMPLETED RTF-4)

(C) REQUIRED CALCULATION OF EQUALIZED ASSESSED VALUATION FOR ALL CLASS 4A COMMERCIAL PROPERTY TRANSACTIONS

Total Assessed Valuation + Director's Ratio = Equalized Valuation

\$ % = \$

If equalized valuation amount is in excess of \$1,000,000, the 1% fee is imposed on buyer on entire amount of consideration. If Director's Ratio is less than 100%, the equalized valuation will be an amount greater than the assessed value. If Director's Ratio is equal to or in excess of 100%, the assessed value will be equal to the equalized value.

(3) TOTAL EXEMPTION FROM FEE (See Instruction #6 on reverse side)

Deponent states that this deed transaction is fully exempt from the Realty Transfer fee imposed by C. 49, P.L. 1968, as amended through C. 66 P.L. 2004, for the following reason(s). Mere reference to exemption symbol is insufficient. Explain in detail.

Deponent makes Affidavit of Consideration for Use by Buyer to induce county clerk or register of deeds to record the deed and accept the fee submitted herewith in accordance with the provisions of Chapter 49, P.L. 1968, as amended through C. 33, P.L. 2006.

Subscribed and sworn to before me
this 8th day of February, 2007

Signature of Deponent
650 New Road, Second Floor, Linwood,
NJ 08221

RC Cape May Holdings, LLC
Grantee Name

2204 Timberloch Place, Suite 190, The
Woodlands, Texas 77380

Deponent Address

Donald W. Spencer
Notary Public of New Jersey
My Commission expires April 3, 2011

Donald W. Spencer

Commonwealth Land Title Ins. Co.
Donald W. Spencer

FOR OFFICIAL USE ONLY

Instrument Number _____ County _____
Deed Number _____ Book _____ Page _____
Deed Dated _____ Date Recorded _____

County Recording Officers shall forward one copy of each Affidavit of Consideration for Use by Buyer recorded with deeds to:

STATE OF NEW JERSEY - DIVISION OF TAXATION

PO BOX 251

TRENTON, NJ 08695-0251

ATTENTION: REALTY TRANSFER FEE UNIT

The Director of the division of Taxation in the Department of the Treasury has prescribed this form as required by law, and may not be altered or amended without prior approval of the Director. For further information on the Realty Transfer Fee or to print a copy of this Affidavit, visit the Division of Taxation website at www.state.nj.us/treasury/taxation/lpt/localtax.htm

GIT/REP-3
(6-05)

State of New Jersey
SELLER'S RESIDENCY CERTIFICATION/EXEMPTION
 (C.55, P.L. 2004)

(Please Print or Type)

SELLER(S) INFORMATION (See Instructions, Page 2)

Name(s)

Atlantic City Electric Company

Current Resident Address:

Street: 800 King St. P.O. Box 231

City, Town, Post Office

State

Zip Code

Wilmington

DE

19899

PROPERTY INFORMATION (Brief Property Description)

Block(s)

Lot(s)

Qualifier

479

74, 76, 76.01, 94.01, 99

Street Address:

716 RL US 9 No.

City, Town, Post Office

State

Zip Code

Upper Township

NJ

08250

Seller's Percentage of Ownership

Consideration

Closing Date

100%

\$7,548,055

February 8, 2007

SELLER ASSURANCES (Check the Appropriate Box)

1. ☐ I am a resident taxpayer (individual estate, or trust) of the State of New Jersey pursuant to N.J.S.A. 54A:1-1 et seq. and will file a resident gross income tax return and pay any applicable taxes on any gain or income from the disposition of this property.
2. ☐ The real property being sold or transferred is used exclusively as my principal residence within the meaning of section 121 of the federal Internal Revenue Code of 1986, 26 U.S.C. s. 121.
3. ☐ I am a mortgagor conveying the mortgaged property to a mortgagee in foreclosure or in a transfer in lieu of foreclosure with no additional consideration.
4. ☐ Seller, transferor or transferee is an agency or authority of the United States of America, an agency or authority of the State of New Jersey, the Federal National Mortgage Association, the Federal Home Loan Mortgage Corporation, the Government National Mortgage Association, or a private mortgage insurance company.
5. ☒ Seller is not an individual, estate or trust and as such not required to make an estimated payment pursuant to N.J.S.A. 54A:1-1 et seq.
6. ☐ The total consideration for the property is \$1,000 or less and as such, the seller is not required to make an estimated payment pursuant to N.J.S.A. 54A:5-1-1 et seq.
7. ☐ The gain from the sale will not be recognized for Federal income tax purposes under I.R.C. Section 721, 1031, 1033 or is a cemetery plot. (CIRCLE THE APPLICABLE SECTION). If such section does not ultimately apply to this transaction, the seller acknowledges the obligation to file a New Jersey income tax return for the year of the sale.
8. ☐ Transfer by an executor or administrator of a decedent to a devisee or heir to effect distribution of the decedent's estate in accordance with the provisions of the decedent's will or the intestate laws of this state.

SELLER(S) DECLARATION

The undersigned understands that this declaration and its contents may be disclosed or provided to the New Jersey Division of Taxation and that any false statement contained herein could be punished by fine, imprisonment, or both. I furthermore declare that I have examined this declaration and, to the best of my knowledge and belief, it is true, correct and complete.

2/8/07
 Date

X E. J. Shaw, Vice Pres.
 Signature
 (Seller) Please indicate if Power of Attorney or Attorney in Fact

Date

Signature

(Seller) Please indicate if Power of Attorney or Attorney in Fact

EXHIBIT A

DESCRIPTION OF PROPERTY

ALL THAT CERTAIN TRACT OR PARCEL OF LAND SITUATE IN THE TOWNSHIP OF UPPER, THE COUNTY OF CAPE MAY AND THE STATE OF NEW JERSEY BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

TRACT ONE:

Parcel A:

Beginning at a concrete monument in the northwesterly line of Shore Road, U.S. Route 9 (66.00 feet wide) where the same is intersected by the northeasterly line of block 479, lot 88.01 and from said beginning point runs; thence, along lot 88.01

- 1) North 46 degrees 05 minutes 25 seconds West, 127.68 feet to a concrete monument corner to the same; thence, still along lot 88.01 and also along block 479, lots 88.02, 88.03, 88.04 and 88.05
- 2) North 28 degrees 41 minutes 01 seconds West, 1,191.44 feet to a point corner to lot 88.05 bearing South 62 degrees 49 minutes 39 seconds West, distant 0.59 feet from a concrete monument; thence, along lot 88.05
- 3) South 47 degrees 50 minutes 26 seconds West, 280.39 feet to a point corner common to the same and to block 479, lot 88.06 bearing South 44 degrees 23 minutes 23 seconds West, distant 0.63 feet from a concrete monument; thence, along Lot 88.06 block 479, lot 77; the northwesterly terminus of Wilke Boulevard (50.00 feet wide) and block 677, lot 11
- 4) South 15 degrees 37 minutes 36 seconds West, 990.83 feet to a concrete monument corner to block 677, lot 11; thence, along the same
- 5) South 43 degrees 53 minutes 26 seconds West, 139.73 feet to a point in the northeasterly line of block 661; lot 81; thence, along lot 81 and also along block 479, lot 73
- 6) North 46 degrees 06 minutes 34 seconds West, 2,010 feet more or less (2009.65 feet to a connecting course) to a point in the easterly approximate

mean high water line for the south fork of Flat Creel thence, along the approximate mean high water line for the south fork of Flat Creek, an unnamed tributary of the south for of Flat Creek, the south fork of Flat Creek, the north fork of Flat Creek, the Tuckahoe River, an unnamed tributary of the Tuckahoe River and Great Egg Harbor Bay the various courses and distances with a connecting course of North 28 degrees 09 minutes 02 seconds East, 4,137.64 feet

- 7) Northwardly, 34,426 feet more or less to a point in the approximate mean high water line of the Great Egg Harbor Bay; thence, extending into the Bay
- 8) North 50 degrees 45 minutes 29 seconds East, 827 feet more or less (827.44 feet from the connecting course) to a point in the modified pierhead line established for the Great Egg Harbor Bay thence, continuing through the Great Egg Harbor Bay along said modified pierhead line.
- 9) South 39 degrees 14 minutes 31 seconds East, 1,600.00 feet to a point in the same; thence, continuing through the Great Egg Harbor Bay
- 10) South 50 degrees 45 minutes 29 seconds West, 300.00 feet to a point in the exterior line for a solid fill for the Great Egg Harbor Bay; thence, along the same
- 11) South 39 degrees 14 minutes 31 seconds East, 675.45 feet to a point where the same is intersected by the northeastwardly prolongation of the northwesterly line of block 479, lot 107; thence, along said northeastwardly prolongation of the northwesterly line of block 479, lot 107 and continuing along the northwesterly line of lot 107
- 12) South 20 degrees 39 minutes 45 seconds West, 861.08 feet to a concrete monument in the northeasterly line of Clay Avenue (50.00 feet wide); thence, along the same
- 13) North 69 degrees 20 minutes 15 seconds West 50.00 feet to a concrete monument in the same; thence, crossing the northwesterly terminus of Clay Avenue and extending along block 479, lots 106.02, 106.01, 105 and 101
- 14) South 20 degrees 39 minutes 45 seconds West, 650.48 feet, passing

over a concrete monument 0.94 feet from the corner, to a point in the northeasterly line of Harding Avenue (50.00 feet wide); thence, along the same

- 15) North 69 degrees 28 minutes 34 seconds West, 501.08 feet to a concrete monument set for a corner where the same is intersected by the southwesterly line of Spencer Avenue (50.00 feet wide); thence, along the southwesterly line of Spencer Avenue
- 16) South 21 degrees 16 minutes, 34 seconds East, 1,127.00 feet to an angle point in the same marked marked by a concrete monument set for a corner; thence, still along the same
- 17) South 57 degrees 21 minutes 32 seconds East, 168.09 feet to a concrete monument set in the aforementioned northwesterly line of Shore Road; thence, along the same
- 18) South 20 degrees 31 minutes 26 seconds West, 414.67 feet to a concrete monument set in the same corner to block 479, lot 96; thence, along the same
- 19) North 69 degrees 28 minutes 34 seconds West, 150.53 feet to a point corner to the same bearing South 32 degrees 23 minutes 06 seconds West, distant 1.50 feet from a rebar; thence, still along the same
- 20) South 70 degrees 24 minutes 02 seconds West, 38.08 feet to a rebar in the northeasterly line of block 479, lot 95; thence, along lot 95 passing over a monument 0.33 feet from the aforementioned corner
- 21) North 20 degrees 40 minutes 22 seconds West, 54.82 feet to a concrete monument set corner to the same; thence, still along the same and also block 479, lot 94.02
- 22) South 65 degrees 51 minutes 10 seconds West, 303.03 feet to a concrete monument corner to lot 94.02; thence, along lot 94.02
- 23) South 26 degrees 25 minutes 53 seconds East, 101.55 feet to a point corner to block 479, lot 93 bearing South 63 degrees 51 minutes 01 seconds West, distant 0.21 feet from a concrete monument; thence, along lot 93 and

also along block 479, lot 92

- 24) South 63 degrees 51 minutes 01 seconds West, 217.32 feet to a concrete monument corner to lot 92 thence, along lot 92 and also along block 479, lot 91
- 25) South 26 degrees 08 minutes 59 seconds East, 350.00 feet to a stone corner to lot 91; thence, along the same
- 26) South 46 degrees 06 minutes 34 seconds East, 149.72 feet to a concrete monument in the aforementioned northwesterly line of Shore Road; thence, along said line of Shore Road
- 27) South 43 degrees 53 minutes 26 seconds West, 160.87 feet to the point and place of beginning

Said above described tract of land containing within said bounds 332.3 acres more or less

PARCEL B:

ALL THAT CERTAIN tract or parcel of land situate in the Township of Upper, the County of Cape May and the State of New Jersey being more particularly described as follows

BEGINNING at a point in the approximately mean high water line on the westerly bank of the south fork of Flat Creek where the same is intersected by the northeasterly line of block 479, lot 73, said point being the following two courses from where the northeasterly line of block 479, lot 73 intersects the northwesterly line of block 661, lot 81; thence, along the northeasterly line of lot 73

- A. North 46 degrees 06 minutes 34 seconds West, 1,193.65 feet to a point in the approximate mean high water line on the easterly bank of the south fork of Flat Creek; thence, crossing the south fork of Flat Creek
- B. South 80 degrees 24 minutes 56 seconds West, 93.47 feet to the point and place of beginning and from said beginning point runs; thence, along Lot 73 the following four courses:

- 1) North 50 degrees 06 minutes 04 seconds West, 715.67 feet to a point;
thence
- 2) North 27 degrees 35 minutes 43 seconds East, 165.00 feet to a point;
thence
- 3) North 43 degrees 07 minutes 25 seconds West, 1,468.55 feet to a point;
thence
- 4) South 36 degrees 37 minutes 41 seconds West, 722 feet more or less
(721.98 feet to a connecting course) to a point in the easterly approximate
mean high water line of Schooner Creek; thence, along said approximate
mean high water line of Schooner Creek the various courses and distances
with a connecting course o north 19 degrees 26 minutes 59 seconds west,
424.10 feet
- 5) Northwestwardly, 556 feet more or less to appoint in the same where it is
intersected by the easterly line of block 479, lot 71 thence, along the
easterly line of lot 71
- 6) North 19 degrees 11 minutes 41 seconds East, 299 feet more or less
(229.25 feet to a connecting course) to a point in the approximate mean
high water line of the Tuckahoe River; thence, along the southerly
approximate mean high water line of the Tuckahoe River the various courses
and distances with a connecting course of north 59 degrees 03 minutes 27
seconds east, 1,781.00 feet
- 7) Eastwardly, 5,404 feet more or less to a point where the same is intersected
by the northwesterly line of block 479 lot 75; thence, along lot 75 the
following three courses
- 8) South 31 degrees 52 minutes 41 seconds West, 1,134 feet more or less
(1,133.76 from the connecting course) to a point; thence
- 9) South 49 degrees 54 minutes 14 seconds East, 651.75 feet to a point;
thence
- 10) South 32 degrees 06 minutes 26 seconds East, 408 feet more or less
(408.07 feet to a connecting course) to a point in the aforementioned

westerly approximate mean high water line of the south fork of Flat Creek; thence, along the same the various courses and distances with a connecting course of south 17 degrees 32 minutes 08 seconds east, 1,014.98 feet

- 11) Southwardly, 1,172 feet more or less to the point and place of beginning.

Said above described tract of land containing with said bounds 35.9 acres more or less.

EXCEPTING THERE OUT AND THEREFROM THE FOLLOWING TWO TRACTS BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

FIRST EXCEPTION:

(Lot 97)

BEGINNING at a monument found on the Northwesterly line of U.S. Route No. 9 (66 feet wide) at the division line of Lot 97 and Lot 96 in Block 479 said point being South 20 degrees 33 minutes and 33 seconds West 435.04 feet from the Southerly line of Spencer Lane (25 feet wide), and extending thence.

1. North 69 degrees 28 minutes and 34 seconds West along said division line 130.74 feet to an angle point in said division line; thence
2. South 70 degrees 24 minutes and 02 seconds West still along said division line 38.08 feet to the division line of Lot 97 and Lot 95; thence
3. North 20 degrees 40 minutes and 22 seconds West along said division line 49.12 feet (Deed) (47.9 feet, File Map) to the division line of Lot 97 and Lot 100; thence
4. North 20 degrees 31 minutes and 26 seconds East along said division line 137.58 feet to the division line of Lot 97 and Lot 98; thence
5. South 69 degrees 28 minutes and 35 seconds East along said division line 212.00 feet to the Northwesterly line of U.S. Route No. 9; thence
6. South 20 degrees 31 minutes and 26 seconds West along U.S. Route No. 9 150.00 feet to the point and place of Beginning.

SAID above described tract of land containing 32,307 square feet, more or less, also known as Block 479 Lot 97 on the Tax Map of the Township of Upper, Cape May County, New Jersey.

SECOND EXCEPTION:

(Lot 98)

BEGINNING on the Northwesterly line of U.S. Route No. 9 (66 feet wide) at the division line of Lot 98 and Lot 99 in Block 479 said point being South 20 degrees 33 minutes and 33 seconds West 145.59 feet from the Southerly line of Spencer Lane (25 feet wide); and extending thence.

- 1.South 20 degrees 31 minutes and 26 seconds West along U.S. Route No. 9 a distance of 139.45 feet to the division line of Lot 98 and Lot 97; thence
- 2.North 69 degrees 28 minutes and 35 seconds West along said division line 212.00 feet to the division line of Lot 98 and Lot 100; thence
- 3.North 20 degrees 31 minutes and 26 seconds East along said division line 139.45 feet to the division line of Lot 99 and Lot 98; thence
- 4.South 69 degrees 28 minutes and 35 seconds East along said division line 212.00 feet to the Northwesterly line of U.S. Route No. 9 and the point and place of Beginning.

SAID above described tract of land containing 29,563 square feet, more or less, also known as Block 479 Lot 98 on the Tax Map of the Township of Upper, Cape May County, New Jersey.

In compliance with Chapter 157 of 1977 Parcels A and B, less exceptions hereon are known as Lots 74, 76, 76.01, 94.01, 99 Block 479 on the Tax Map of Upper Township, New Jersey.

RECITAL

BEING as to part thereof, the same premises which Southern Properties (a New Jersey Corporation) by a deed dated December 14, 1959 recorded January 15,

1960 in Cape May County in Deed Book 1010 page 412 granted and conveyed unto the Atlantic City Electric Company, in fee.

BEING as to another part thereof, the same premises which Southern Properties (a New Jersey Corporation) by a deed dated October 24, 1960 recorded November 15, 1960 in Cape May County in Deed Book 1035 page 452 granted and conveyed unto the Atlantic City Electric Company, in fee

BEING as to another part thereof, the same premises which Olaf Pearson, divorced, by a deed dated January 5, 1960 recorded January 8, 1960 in Cape May County in Deed Book 1010 page 117 granted and conveyed unto Atlantic City Electric Company, in fee

BEING as to another part thereof, the same which vested in Atlantic City Electric Company by Grant from the State of New Jersey dated February 27, 1962 recorded April 17, 1962 in Deed Book 1069 page 830

BEING as to another part thereof, the same premises which the Atlantic City Electric Company by a deed dated August 30, 1989 recorded September 28, 1989 in Cape May County in Deed Book 1967 page 287 granted and conveyed unto the Atlantic City Electric Company, in fee

BEING as to another part thereof, the same premises which James M. Meis and Doreen A. Meis, his wife, by a deed dated October 28, 1992 recorded October 29, 1992 in Cape May County in Deed Book 2300 page 88 granted and conveyed unto Atlantic City Electric Company, in fee

BEING as to another part thereof, the same premises which Charles M. Plageman, singleman, and Kathleen P. Heath, single, by a deed dated November 12, 1993 recorded November 16, 1993 in Cape May County in Deed Book 2409 page 132 granted and conveyed unto Atlantic City Electric Company, in fee

Block 1001 Lot 4.05

Grantee, dated of even date herewith, and to be recorded with the Office of the Clerk of Cape May County, New Jersey immediately following the recordation of this Deed.

AND Grantor promises that the Grantor has done no act to encumber the property. This promise is called a "covenant as to grantor's acts" (N.J.S.A. 46:4-6). This promise means that the Grantor has not allowed anyone else to obtain any legal rights which affect the property (such as by making a mortgage or allowing a judgment to be entered against the Grantor).

IN WITNESS WHEREOF, Grantor has caused this Deed to be duly executed and delivered the day and year first above written.

(Corporate Seal)

Attest:

ATLANTIC CITY ELECTRIC COMPANY

J. Mack Wathen
Name: J. MACK WATHEN
Title: VICE PRESIDENT

By: Joseph M. Deby
Name: JOSEPH M DEBY
Title: SUP & CEO

Distretto
Columbo

:
:
§

BE IT REMEMBERED, that on this 5th day of February, 2007, before me, the subscriber, a Notary Public of D.C., personally appeared Joseph Deby, who, I am satisfied, is the SUP & CEO of Atlantic City Electric Company, the corporation named in and which executed the foregoing instrument, and he is the person who signed said instrument as such officer for and on behalf of said corporation, and he acknowledged that said instrument was made by said corporation and sealed with its corporate seal as the voluntary act and deed of said corporation. The full and actual consideration paid or to be paid for the transfer of title to realty evidenced by the within Deed, as such consideration is defined in P.L. 1968, C. 49, Sec. 1(c), is \$ 7,548,055.

[Signature]
Notary Public of Distretto Columbo

My commission expires: 8-14-09

[Notarial Seal]



**Ocean County
Document Summary Sheet**

OCEAN COUNTY CLERK

PO BOX 2191

COURTHOUSE

TOMS RIVER NJ 08754

INSTR # 2017030812

OR BK 16692 PG 591

RECORDED 03/24/2017 11:50:21 AM

SCOTT M. COLABELLA, COUNTY CLERK

OCEAN COUNTY, NEW JERSEY

RECORDING FEES 142.00

(*INCLUDES \$2 E-RECORD CONVENIENCE FEE)

REALTH TRANSFER TAX 47,193.90

Official Use Only

Transaction Identification Number

2974773

2346553

Submission Date(mm/dd/yyyy)

03/23/2017

No. of Pages (excluding Summary Sheet)

11

Recording Fee (excluding transfer tax)

\$142.00

(Convenience Charge of \$2.00 included)

Realty Transfer Tax

\$47,193.90

Total Amount

\$47,335.90

Document Type

DEED/NO EXEMPTION FROM REALTY TRANSFER FEE

Municipal Codes

LACEY TOWNSHIP

13

Batch Type

L2 - LEVEL 2 (WITH IMAGES)

Bar Code(s)



Return Address (for recorded documents)

FIRST AMERICAN TITLE NCS - PRINCETON

104 CARNEGIE CENTER, SUITE 101

PRINCETON, NJ 08540

Additional Information (Official Use Only)

*** DO NOT REMOVE THIS PAGE.**

COVER SHEET (DOCUMENT SUMMARY FORM) IS PART OF OCEAN COUNTY FILING RECORD.

RETAIN THIS PAGE FOR FUTURE REFERENCE.



Ocean County
Document Summary Sheet

DEED/NO
EXEMPTION
FROM REALTY
TRANSFER FEE

Type	DEED/NO EXEMPTION FROM REALTY TRANSFER FEE				
Consideration	\$4,109,000.00				
Submitted By	SIMPLIFILE, LLC. (SIMPLIFILE)				
Document Date	03/23/2017				
Reference Info					
Book ID	Book	Beginning Page	Instrument No.	Recorded/File Date	
GRANTOR	Name		Address		
	FORKED RIVER POWER LLC		C/O MAXIM POWER (USA), INC SUITE 1210, 715 FIFTH AVENUE SW, CALGARY, AB T2P2X		
GRANTEE	Name		Address		
	FORKED RIVER II LLC		C/O FORKED RIVER II, INC SUITE 1210, 715 FIFTH AVENUE SW, CALGARY, AB T2P2X		
Parcel Info					
Property Type	Tax Dist.	Block	Lot	Qualifier	Municipality
	13	1001	4.05		13

*** DO NOT REMOVE THIS PAGE.**
COVER SHEET (DOCUMENT SUMMARY FORM) IS PART OF OCEAN COUNTY FILING RECORD.
RETAIN THIS PAGE FOR FUTURE REFERENCE.

RECORD AND RETURN TO:

Chiesa Shahinian & Giantomasi PC
One Boland Drive
West Orange, New Jersey 07052
Attn: Chad Yablonsky, Esq.

PREPARED BY:


Chad Yablonsky, Esq.

DEED

835254

THIS DEED is dated as of March 23, 2017

BETWEEN

FORKED RIVER POWER LLC, a Delaware limited liability company having an address at c/o Maxim Power (USA), Inc., Suite 1210, 715 Fifth Avenue SW, Calgary, Alberta, Canada T2P 2X6 (the "Grantor"),

AND

FORKED RIVER II, LLC, a Delaware limited liability company having an address c/o Forked River II, Inc., Suite 1210, 715 Fifth Avenue SW, Calgary, Alberta, Canada T2P 2X6 (the "Grantee").

1. **Transfer of Ownership.** In consideration for the sum of Four Million One Hundred Nine Thousand and 00/100 (\$4,109,000.00) Dollars, the receipt and sufficiency of which are hereby acknowledged, the Grantor hereby sells, grants and conveys the Property (as defined below) to the Grantee.

2. **Tax Map Reference.** The Property is known and designated as Block 1001, Lot 4.05 on the official tax map of the Township of Lacey, County of Ocean, State of New Jersey.

3. **Property.** The property conveyed by this Deed (the "Property") consists of the land, together with all of the buildings, improvements and other fixtures on the land and all of the Grantor's rights relating to the land, located in the Township of Lacey, County of Ocean and State of New Jersey. The Property is commonly known as Rear of So Main Street, Lacey, New Jersey, and the legal description of the Property is as follows:

See Schedule A attached hereto and made a part hereof.

BEING part of the same property conveyed to the Grantor herein by deed from Jersey Central Power & Light Company dated April 17, 2008 and recorded on June 2, 2008 in the office of the Clerk of Ocean County, New Jersey in Deed Book 14026, Page 126.

6570057.1

SCHEDULE A
Legal Description

FEE PARCEL: (LOT 4.05)

BEGINNING at a point on the most Easterly corner of new Lot 4.05, Block 1001. Said point being the following five (5) courses from a monument found in the Westerly line of Lot 1 in Block 61.01, (also formerly known as the Barnegat Branch of the Central railroad of New Jersey), at the division line between Lots 42.03 and 43 in Block 41, Ocean Township, Ocean County, New Jersey. Said Monument also being opposite Centerline Station 2012+18.87 of New Jersey State Highway Route 9.

A. South 76 degree 01 minutes 57 seconds West, a distance of 1514.05 feet along the Northerly line of Lot 42.03, Block 41, in Ocean Township, to a monument found; thence

B. North 04 degrees 06 minutes 08 seconds West, a distance of 200.00 feet to a point; thence

C. North 41 degrees 45 minutes 19 seconds West, a distance of 545.01 feet to a point; thence

D. North 66 degrees 05 minutes 00 seconds West, a distance of 624.35 feet to a point; thence

E. North 65 degrees 00 minutes 39 seconds West, a distance of 245.66 feet to a point and place of beginning; thence running the following twelve (12) courses along the division line between new Lots 4.05 and 4.06, Block 1001

1. South 32 degrees 12 minutes 24 seconds West, a distance of 299.00 feet to a point; thence

2. South 74 degrees 20 minutes 15 seconds West, a distance of 970.00 feet to a point; thence

3. South 15 degrees 20 minutes 00 seconds East, a distance of 85.06 feet to a point; thence

4. South 47 degrees 55 minutes 27 seconds West, a distance of 397.56 feet to a point; thence

5. North 80 degrees 26 minutes 32 seconds West, a distance of 950.93 feet to a point; thence

6. North 14 degrees 30 minutes 44 seconds West, a distance of 439.00 feet to a point; thence

7. North 75 degrees 52 minutes 53 seconds East, a distance of 398.00 feet to a point; thence

8. North 75 degrees 06 minutes 24 seconds East, a distance of 1,482.00 feet to a point of curvature; thence

9. Along a curve to the right, having a radius of 360.00 feet, a central angle of 40 degrees 00 minutes 09 seconds, a chord bearing of South 84 degrees 55 minutes 26 seconds East a chord distance of 246.27 feet and an arc length of 251.34 feet to a point of tangency; thence

10. South 64 degrees 55 minutes 22 seconds East, a distance of 114.50 feet to a point; thence

11. South 55 degrees 14 minutes 29 seconds East, a distance of 66.12 feet to a point; thence

12. South 65 degrees 00 minutes 39 seconds East, a distance of 212.00 feet to the point or place of BEGINNING.

BEING in accordance with a survey prepared by DPK Consulting, dated September 27, 2016, PROJECT NO. 16-7389.

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TOGETHER with those beneficial easement rights as set forth in that certain easement agreement by and between Jersey Central Power & Light Company and Forked River Power LLC dated April 17, 2008, recorded June 2, 2008, in the office of the Clerk/ Register of Ocean County, in Deed Book 14026, Page 140, Instr #2008060644, said easement being described as follows:

Easement Parcel 1:

Ingress/Egress Easement:

BEGINNING at a point on the division line of proposed Lot 4.06 and existing Lot 4.02, Block 1001. Said point being located following three (3) courses from the monument found in the Westerly line of Lot 1 in Block 61.01, Ocean Township, (also formerly known as the Barnegat Branch of the Central Railroad of New Jersey), at the division line between Lots 42.03 and 43 in Block 41, Ocean Township. Said monument also being opposite centerline station 2012+18.87 of New Jersey State Highway Route 9, a North 76 degrees 01 minute 57 seconds East, a distance of 1514.05 feet to a monument found; thence B. South 04 degrees 06 minutes 08 seconds East, a distance of 200.00 feet to a point; thence C. South 41 degrees 45 minutes 19 seconds East, a distance of 545.01 feet to the point and place of beginning; thence running 1. North 66 degrees 05 minutes 00 seconds West, a distance of 624.35 feet to a point; thence 2. North 65 degrees 00 minutes 39 seconds West, a distance of 457.66 feet to a point; thence 3. North 55 degrees 14 minutes 29 seconds West, a distance of 66.12 feet to a point; thence 4. North 64 degrees 55 minutes 22 seconds West, a distance of 37.44 feet to a point; thence 5. North 07 degrees 07 minutes 49 seconds West, a distance of 85.08 feet to a point; thence 6. North 25 degrees 21 minutes 40 seconds East, a distance of 204.42 feet to a point; thence 7. North 14 degrees 30 minutes 44 seconds West, a distance of 224.33 feet to a point; thence 8. North 75 degrees 29 minutes 16 seconds East, a distance of 45.00 feet to a point; thence 9. South 14 degrees 30 minutes 44 seconds East, a distance of 240.65 feet to a point; thence 10. South 25 degrees 21 minutes 40 seconds West, a distance of 198.32 feet to a point; thence 11. South 07 degrees 07 minutes 49 seconds East, a distance of 79.21 feet to a point; thence 12. South 64 degrees 25 minutes 37 seconds East, a distance of 106.12 feet to a point; thence 13. North 75 degrees 27 minutes 16 seconds East, a distance of 12.11 feet to a point; thence 14. South 65 degrees 00 minutes 39 seconds East, a distance of 402.36 feet to a point; thence 15. South 66 degrees 05 minutes 00 seconds East, a distance of 524.39 feet to a point; thence 16. South 41 degrees 45 minutes 19 seconds East, a distance of 109.23 feet to the point or place of BEGINNING.

Easement Parcel 2:

Access Easement:

Beginning at a point on the division line between Lot 1 Block 1000 and Lot 4.06 Block 1001. Said point being South 00 degrees 26 minutes 47 seconds West, a distance of 296.37 feet measured along said division line from the most Northeasterly corner Lot 4.06 Block 1001. Thence running 1. North 89 degrees 33 minutes 13 seconds West, a distance of 28.42 feet to a point; thence 2. South 54 degrees 55 minutes 50 seconds West, a distance of 102.23 feet to a point of curvature; thence 3. Along a curve to the right, having a radius of 260.00 feet, a central angle of 29 degrees 27 minutes 55 seconds, a chord bearing of South 69 degrees 39 minutes 48 seconds West and chord distance of 132.24 feet, an arc length of 133.71 feet to a point of

reverse curvature; thence 4. Along the division line between Lots 4.02 and 4.06 Block 1001 on a curve to the left, having a radius of 1,590.00 feet, a central angle of 54 degrees 02 minutes 40 seconds, a chord bearing of South 57 degrees 22 minutes 25 seconds West and chord distance of 1,444.79 feet, an arc length of 1,499.77 feet to a point of reverse curvature; thence 5. Along a curve to the right, having a radius of 2,000.00 feet, a central angle of 02 degrees 20 minutes 14 seconds, a chord bearing of South 31 degrees 31 minutes 11 seconds West and chord distance of 81.57 feet, an arc length of 81.58 feet to a point of tangency; thence 6. South 32 degrees 41 minutes 18 seconds West, a distance of 768.77 feet along the division line, in part, of Lots 4.04 and 4.06 Block 1001 to a point of curvature; thence 7. Continuing along said division line on a curve to the right, having a radius of 380.00 feet, a central angle of 42 degrees 44 minutes 19 seconds, a chord bearing of South 54 degrees 03 minutes 28 seconds West and chord distance of 276.93 feet, an arc length of 283.45 feet to a point of tangency; thence 8. South 75 degrees 25 minutes 37 seconds West, a distance of 647.46 feet continuing along said division line to a point; thence 9. North 14 degrees 50 minutes 08 seconds West, a distance of 30.00 feet to a point; thence 10. North 75 degrees 25 minutes 37 seconds East, a distance of 647.59 feet to a point of curvature; thence 11. Along a curve to the left, having a radius of 350.00 feet, a central angle of 42 degrees 44 minutes 19 seconds, a chord bearing of North 54 degrees 03 minutes 28 seconds East and chord distance of 255.06 feet, an arc length of 261.08 feet to a point of tangency; thence 12. North 32 degrees 41 minutes 18 seconds East, a distance of 674.68 feet to a point of curvature; thence 13. Along a curve to the left, having a radius of 2,000.00 feet, a central angle of 03 degrees 48 minutes 14 seconds, a chord bearing of North 30 degrees 47 minutes 11 seconds East and chord distance of 132.76 feet, an arc length of 132.78 feet to a point of reverse curvature; thence 14. Along a curve to the right, having a radius of 1,625.00 feet, a central angle of 55 degrees 30 minutes 41 seconds, a chord bearing of North 56 degrees 38 minutes 25 seconds East and chord distance of 1,513.53 feet, an arc length of 1,574.39 feet to a point of reverse curvature; thence 15. Along a curve to the left, having a radius of 225.00 feet, a central angle of 29 degrees 27 minutes 55 seconds, a chord bearing of North 69 degrees 39 minutes 48 seconds East and chord distance of 114.44 feet, an arc length of 115.71 feet to a point of tangency; thence 16. North 54 degrees 55 minutes 50 seconds East, a distance of 162.12 feet to a point; thence 17. South 00 degrees 26 minutes 47 seconds West, a distance of 63.28 feet to the point or place of BEGINNING.

Easement Parcel 3:

Gas System Easement:

BEGINNING at a point on the division line between Lot 1 Block 1000 and Lot 4.06 Block 1001. Said point being South 00 degrees 26 minutes 47 seconds West, a distance of 296.37 feet measured along said division line from the most Northeasterly corner Lot 4.06 Block 1001. Thence running 1. North 89 degrees 33 minutes 13 seconds West, a distance of 28.42 feet to a point; thence 2. South 54 degrees 55 minutes 50 seconds West, a distance of 102.23 feet to a point of curvature; thence 3. Along a curve to the right, having a radius of 260.00 feet, a central angle of 29 degrees 27 minutes 55 seconds, a chord bearing of South 69 degrees 39 minutes 48 seconds West and chord distance of 132.24 feet, an arc length of 133.71

feet to a point of reverse curvature; thence 4. Along the division line between Lots 4.02 and 4.06 Block 1001 on a curve to the left, having a radius of 1,590.00 feet, a central angle of 54 degrees 02 minutes 40 seconds, a chord bearing of South 57 degrees 22 minutes 25 seconds West and chord distance of 1,444.79 feet, an arc length of 1,499.77 feet to a point of reverse curvature; thence 5. Along a curve to the right, having a radius of 2,000.00 feet, a central angle of 02 degrees 20 minutes 14 seconds, a chord bearing of South 31 degrees 31 minutes 11 seconds West and chord distance of 81.57 feet, an arc length of 81.58 feet to a point of tangency; thence 6. South 32 degrees 41 minutes 18 seconds West, a distance of 768.77 feet along the division line, in part, of Lots 4.04 and 4.06 Block 1001 to a point of curvature; thence 7. Continuing along said division line on a curve to the right, having a radius of 380.00 feet, a central angle of 42 degrees 44 minutes 19 seconds, a chord bearing of South 54 degrees 03 minutes 28 seconds West and chord distance of 276.93 feet, an arc length of 283.45 feet to a point of tangency; thence 8. South 75 degrees 25 minutes 37 seconds West, a distance of 647.46 feet continuing along said division line to a point; thence 9. North 14 degrees 50 minutes 08 seconds West, a distance of 30.00 feet to a point; thence 10. North 75 degrees 25 minutes 37 seconds East, a distance of 647.59 feet to a point of curvature; thence 11. Along a curve to the left, having a radius of 350.00 feet, a central angle of 42 degrees 44 minutes 19 seconds, a chord bearing of North 54 degrees 03 minutes 28 seconds East and chord distance of 255.06 feet, an arc length of 261.08 feet to a point of tangency; thence 12. North 32 degrees 41 minutes 18 seconds East, a distance of 674.68 feet to a point of curvature; thence 13. Along a curve to the left, having a radius of 2,000.00 feet, a central angle of 03 degrees 43 minutes 14 seconds, a chord bearing of North 30 degrees 47 minutes 11 seconds East and chord distance of 132.76 feet, an arc length of 132.78 feet to a point of reverse curvature; thence 14. Along a curve to the right, having a radius of 1,625.00 feet, a central angle of 55 degrees 30 minutes 41 seconds, a chord bearing of North 56 degrees 38 minutes 25 seconds East and chord distance of 1,513.53 feet, an arc length of 1,574.39 feet to a point of reverse curvature; thence 15. Along a curve to the left, having a radius of 225.00 feet, a central angle of 29 degrees 27 minutes 55 seconds, a chord bearing of North 69 degrees 39 minutes 48 seconds East and chord distance of 114.44 feet, an arc length of 115.71 feet to a point of tangency; thence 16. North 54 degrees 55 minutes 50 seconds East, a distance of 162.12 feet to a point; thence 17. South 00 degrees 26 minutes 47 seconds West, a distance of 63.28 feet to the point or place of BEGINNING.

Easement Parcel 4:

Sewer System Easement:

BEGINNING at a point on the division line between Lot 1 Block 1000 and Lot 4.06 Block 1001. Said point being South 00 degrees 26 minutes 47 seconds West, a distance of 296.37 feet, measured along said subdivision line from the most Northeasterly corner Lot 4.06 Block 1001. Thence running 1. North 89 degrees 33 minutes 13 seconds West, a distance of 28.42 feet to a point; thence 2. South 54 degrees 55 minutes 50 seconds West, a distance of 102.23 feet to a point of curvature; thence 3. Along a curve to the right, having a radius of 260.00 feet, a central angle of 29 degrees 27 minutes 55 seconds, a chord bearing of South 69 degrees 39

34

minutes 48 seconds West and chord distance of 132.24 feet, an arc length of 133.71 feet to a point of reverse curvature; thence 4. Along the division line between Lots 4.02 and 4.06 Block 1001 on a curve to the left, having a radius of 1,590.00 feet, a central angle of 54 degrees 02 minutes 40 seconds, a chord bearing of South 57 degrees 22 minutes 25 seconds West and chord distance of 1,444.79 feet, an arc length of 1,499.77 feet to a point of reverse curvature; thence 5. Along a curve to the right, having a radius of 2,000.00 feet, a central angle of 02 degrees 20 minutes 14 seconds, a chord bearing of South 31 degrees 31 minutes 11 seconds West a chord distance of 81.57 feet, an arc length of 81.58 feet to a point of tangency; thence 6. South 32 degrees 41 minutes 18 seconds West, a distance of 768.77 feet along the division line, in part, of Lots 4.04 and 4.06 Block 1001 to a point of curvature; thence 7. Continuing along said division line on a curve to the right, having a radius of 380.00 feet, a central angle of 42 degrees 44 minutes 19 seconds, a chord bearing of South 54 degrees 03 minutes 28 seconds West and chord distance of 276.93 feet, an arc length of 283.45 feet to a point of tangency; thence 8. South 75 degrees 25 minutes 37 seconds West, a distance of 647.46 feet continuing along said division line to a point; thence 9. North 14 degrees 50 minutes 08 seconds West, a distance of 30.00 feet to a point; thence 10. North 75 degrees 25 minutes 37 seconds East, a distance of 647.59 feet to a point of curvature; thence 11. Along a curve to the left, having a radius of 350.00 feet, a central angle of 42 degrees 44 minutes 19 seconds, a chord bearing of North 54 degrees 03 minutes 28 seconds East and chord distance of 255.06 feet, an arc length of 261.08 feet to a point of tangency; thence 12. North 32 degrees 41 minutes 18 seconds East, a distance of 674.68 feet to a point of curvature; thence 13. Along a curve to the left, having a radius of 2,000.00 feet, a central angle of 03 degrees 48 minutes 14 seconds, a chord bearing of North 30 degrees 47 minutes 11 seconds East and chord distance of 132.76 feet, an arc length of 132.78 feet to a point of reverse curvature; thence 14. Along a curve to the right, having a radius of 1,625.00 feet, a central angle of 55 degrees 30 minutes 41 seconds, a chord bearing of North 56 degrees 38 minutes 25 seconds East and chord distance of 1,513.53 feet, an arc length of 1,574.39 feet to a point of reverse curvature; thence 15. Along a curve to the left, having a radius of 225.00 feet, a central angle of 29 degrees 27 minutes 55 seconds, a chord bearing of North 69 degrees 39 minutes 48 seconds East and chord distance of 114.44 feet, an arc length of 115.71 feet to a point of tangency; thence 16. North 54 degrees 55 minutes 50 seconds East, a distance of 162.12 feet to a point; thence 17. South 00 degrees 26 minutes 47 seconds West, a distance of 63.28 feet to the point or place of BEGINNING.

NOTE: FOR INFORMATION ONLY: Being Lot 4.05, Block 1001; Tax Map of the Township of Lacey, County of Ocean, State of New Jersey



State of New Jersey
SELLER'S RESIDENCY CERTIFICATION/EXEMPTION

GIT/REP-3
(9-2015)

(Please Print or Type)

SELLER'S INFORMATION

Name(s)

FORKED RIVER POWER LLC

Current Street Address

c/o Maxim Power (USA), Inc., Suite 1210

City, Town, Post Office Box

State

Zip Code

715 Fifth Avenue SW, Calgary, Alberta, Canada T2P 2X6

PROPERTY INFORMATION

Block(s)

Lot(s)

Qualifier

1001

4.05

Street Address

Rear of South Main Street

City, Town, Post Office Box

State

Zip Code

Township of Lacey

NJ

08731

Seller's Percentage of Ownership

Total Consideration

Owner's Share of Consideration

Closing Date

100%

\$4,109,000.00

\$4,109,000.00

2/23/17

SELLER'S ASSURANCES (Check the Appropriate Box) (Boxes 2 through 14 apply to Residents and Nonresidents)

1. ☐ Seller is a resident taxpayer (individual, estate, or trust) of the State of New Jersey pursuant to the New Jersey Gross Income Tax Act, will file a resident gross income tax return, and will pay any applicable taxes on any gain or income from the disposition of this property.
2. ☐ The real property sold or transferred is used exclusively as a principal residence as defined in 26 U.S. Code section 121.
3. ☐ Seller is a mortgagor conveying the mortgaged property to a mortgagee in foreclosure or in a transfer in lieu of foreclosure with no additional consideration.
4. ☐ Seller, transferor, or transferee is an agency or authority of the United States of America, an agency or authority of the State of New Jersey, the Federal National Mortgage Association, the Federal Home Loan Mortgage Corporation, the Government National Mortgage Association, or a private mortgage insurance company.
5. ☒ Seller is not an individual, estate, or trust and is not required to make an estimated gross income tax payment.
6. ☐ The total consideration for the property is \$1,000 or less so the seller is not required to make an estimated income tax payment.
7. ☐ The gain from the sale is not recognized for federal income tax purposes under 26 U.S. Code section 721, 1031, or 1033 (CIRCLE THE APPLICABLE SECTION). If the indicated section does not ultimately apply to this transaction, the seller acknowledges the obligation to file a New Jersey income tax return for the year of the sale and report the recognized gain.
☐ Seller did not receive non-like kind property.
8. ☐ The real property is being transferred by an executor or administrator of a decedent to a devisee or heir to effect distribution of the decedent's estate in accordance with the provisions of the decedent's will or the intestate laws of this State.
9. ☐ The real property being sold is subject to a short sale instituted by the mortgagee, whereby the seller agreed not to receive any proceeds from the sale and the mortgagee will receive all proceeds paying off an agreed amount of the mortgage.
10. ☐ The deed is dated prior to August 1, 2004, and was not previously recorded.
11. ☐ The real property is being transferred under a relocation company transaction where a trustee of the relocation company buys the property from the seller and then sells the house to a third party buyer for the same price.
12. ☐ The real property is being transferred between spouses or incident to a divorce decree or property settlement agreement under 26 U.S. Code section 1041.
13. ☐ The property transferred is a cemetery plot.
14. ☐ The seller is not receiving net proceeds from the sale. Net proceeds from the sale means the net amount due to the seller on the settlement sheet.

SELLER'S DECLARATION

The undersigned understands that this declaration and its contents may be disclosed or provided to the New Jersey Division of Taxation and that any false statement contained herein may be punished by fine, imprisonment, or both. I furthermore declare that I have examined this declaration and, to the best of my knowledge and belief, it is true, correct and complete. By checking this box ☐ I certify that a Power of Attorney to represent the seller(s) has been previously recorded or is being recorded simultaneously with the deed to which this form is attached.

March 14, 2017

Date

Date

Signature
(Seller) Please Indicate If Power of Attorney or Attorney In Fact

Signature
(Seller) Please Indicate If Power of Attorney or Attorney In Fact

STATE OF NEW JERSEY
AFFIDAVIT OF CONSIDERATION FOR USE BY SELLER

(Chapter 49, P.L. 1968, as amended through Chapter 33, P.L. 2006) (N.J.S.A. 46:15-5 et seq.)

BEFORE COMPLETING THIS AFFIDAVIT, PLEASE READ THE INSTRUCTIONS ON THE REVERSE SIDE THIS FORM.

Province
STATE OF Alberta

County
COUNTY Canada

SS. County Municipal Code
1512

FOR RECORDER'S USE ONLY	
Consideration:	\$
RTF paid by seller	\$
Date	By

MUNICIPALITY OF PROPERTY LOCATION LACEY TWP.

*Use symbol "C" to indicate that fee is exclusively for county use.

(1) PARTY OR LEGAL REPRESENTATIVE (See Instructions #3 and #4 on reverse side)

Deponent, KYLE MITTON, being duly sworn according to law upon his/her oath,
(Name)

deposes and says that he/she is the Corporate Officer of the Grantor in a deed dated March 23, 2017 transferring
(Grantor, Legal Representative, Corporate Officer, Officer of Title Company, Lending Institution, etc.)

real property identified as Block number 1001 Lot number 4.05 located at
Rear of So Main Street, Lacey Twp., New Jersey
and annexed thereto.
(Street Address, Town)

(2) CONSIDERATION \$ 4,100,000.00 (Instructions #1 and #5 on reverse side) X no prior mortgage to which property is subject.

(3) Property transferred is Class 4A (4B) 4C (circle one). If property transferred is Class 4A, calculation in Section 3A below is required.

(3A) REQUIRED CALCULATION OF EQUALIZED VALUATION FOR ALL CLASS 4A (COMMERCIAL) PROPERTY TRANSACTIONS:

(See Instructions #5A and #7 on reverse side)

Total Assessed Valuation + Director's Ratio = Equalized Assessed Valuation

\$ + % = \$

If Director's Ratio is less than 100%, the equalized valuation will be an amount greater than the assessed value. If Director's Ratio is equal to or in excess of 100%, the assessed value will be equal to the equalized valuation.

(4) FULL EXEMPTION FROM FEE (See Instruction #8 on reverse side)

Deponent states that this deed transaction is fully exempt from the Realty Transfer Fee imposed by C. 49, P.L. 1968, as amended through C. 66, P.L. 2004, for the following reason(s). Mere reference to exemption symbol is insufficient. Explain in detail.

(5) PARTIAL EXEMPTION FROM FEE (Instruction #9 on reverse side)

NOTE: All boxes below apply to grantor(s) only. ALL BOXES IN APPROPRIATE CATEGORY MUST BE CHECKED. Failure to do so will void claim for partial exemption. Deponent claims that this deed transaction is exempt from State portions of the Basic, Supplemental, and General Purpose Fees, as applicable, imposed by C. 176, P.L. 1975, C. 113, P.L. 2004, and C. 66, P.L. 2004 for the following reason(s):

- A. SENIOR CITIZEN Grantor(s) ☐ 62 years of age or over. * (Instruction #9 on reverse side for A or B)
- B. { BLIND PERSON Grantor(s) ☐ legally blind or; *
DISABLED PERSON Grantor(s) ☐ permanently and totally disabled ☐ receiving disability payments ☐ not gainfully employed*
Senior citizens, blind persons, or disabled persons must also meet all of the following criteria:
☐ Owned and occupied by grantor(s) at time of sale ☐ Resident of State of New Jersey.
☐ One or two-family residential premises. ☐ Owners as joint tenants must all qualify.
- *IN CASE OF HUSBAND AND WIFE PARTNERS IN A CIVIL UNION COUPLE, ONLY ONE GRANTOR NEED QUALIFY IF TENANTS BY THE ENTIRETY.
- C. LOW AND MODERATE INCOME HOUSING (Instruction #9 on reverse side)
☐ Affordable according to H.U.D. standards. ☐ Reserved for occupancy.
☐ Meets income requirements of region. ☐ Subject to resale controls.

(6) NEW CONSTRUCTION (Instructions #2, #10 and #12 on reverse side)

- ☐ Entirely new improvement. ☐ Not previously occupied.
☐ Not previously used for any purpose. ☐ "NEW CONSTRUCTION" printed clearly at top of first page of the deed.

(7) RELATED LEGAL ENTITIES TO LEGAL ENTITIES (Instructions #5, #12, #14 on reverse side)

- ☐ No prior mortgage assumed or to which property is subject at time of sale.
☐ No contributions to capital by either grantor or grantee legal entity.
☐ No stock or money exchanged by or between grantor or grantee legal entities.

(8) Deponent makes this Affidavit to induce county clerk or register of deeds to record the deed and accept the fee submitted herewith in accordance with the provisions of Chapter 49, P.L. 1968, as amended through Chapter 33, P.L. 2006.

Subscribed and sworn to before me
this 14 day of March, 2017

Signature of Deponent

FORKED RIVER POWER LLC
Grantor Name

c/o Maxim Power (USA), Inc., Suite 1210
715 Fifth Avenue SW, Calgary
Alberta, Canada T2P 1X6

Payton J Holliss
Student-at-Law

XXX-XXX-786
Last three digits in Grantor's Social Security Number

First American Title Insurance Company
Name/Company of Settlement Officer

Payton J Holliss
A Commissioner for Oaths/Notary Public
In and for the Province of Alberta

FOR OFFICIAL USE ONLY	
Instrument Number	County
Deed Number	Book Page
Deed Dated	Date Recorded

County recording officers shall forward one copy of each RTF-1 form when Section 3A is completed to:

STATE OF NEW JERSEY
PO BOX 234
TRENTON, NJ 08646-0234
ATTENTION: REALTY TRANSFER FEE UNIT

The Director of the Division of Taxation in the Department of the Treasury has prescribed this form as required by law, and may not be altered or amended without prior approval of the Director. For information on the Realty Transfer Fee or to print a copy of this Affidavit, visit the Division of Taxation website at: www.state.nj.us/treasury/taxation/realtyaffidavit.htm

6571033.1

AFFIDAVIT OF CONSIDERATION FOR USE BY BUYER

(Chapter 49, P.L. 1968, as amended through Chapter 33, P.L. 2006) (N.J.S.A. 46:15-5 et seq.)

PLEASE READ THE INSTRUCTIONS ON THE REVERSE SIDE OF THIS FORM BEFORE COMPLETING THIS AFFIDAVIT

State of Alberta
ProvinceCounty of CanadaSS. County Municipal Code
1512

FOR RECORDER'S USE ONLY

Consideration \$
RTF paid by buyer \$
Date ByMUNICIPALITY OF PROPERTY LOCATION LACEY TWP.

(1) PARTY OR LEGAL REPRESENTATIVE (See Instructions #3 and #4 on reverse side)

Depositor, TIM WORKMAN (Name) being duly sworn according to law upon his/her oath, Last three digits in grantee's Social Security Number 7 1 3deposes and says that he/she is the Corp. Officer of Grantee in a deed dated March 23, 2017 transferring (Grantee, Legal Representative, Corporate Officer, Officer of Title Company, Lending Institution, etc.)real property identified as Block number 1001 Lot number 4.05 located atRear of So Main Street, Township of Lacey, County of Ocean, State of NJ and annexed thereto.
(Street Address, Town)(2) CONSIDERATION \$ 4,109,000.00 (See Instructions #1, #5, and #11 on reverse side)

Entire consideration is in excess of \$1,000,000.

PROPERTY CLASSIFICATION CHECKED OR CIRCLED BELOW IS TAKEN FROM OFFICIAL ASSESSMENT LIST (A PUBLIC RECORD)

OF MUNICIPALITY WHERE THE REAL PROPERTY IS LOCATED IN THE YEAR OF TRANSFER. REFER TO N.J.A.C. 18:12-2.2 ET SEQ.

(A) Grantee required to remit the 1% fee, complete (A) by checking off appropriate box or boxes below.

☐ Class 2 - Residential☐ Class 4A - Commercial properties☐ Class 3A - Farm property (Regular) and any other real property transferred to same grantee in conjunction with transfer of Class 3A property☐ (If checked, calculation in (E) required below)
☐ Cooperative unit (four families or less) (See C. 46:8D-3.)
Cooperative units are Class 4C.

(B) Grantee is not required to remit 1% fee (one or more of following classes being conveyed), complete (B) by checking off appropriate box or boxes below.

☒ Property class. Circle applicable class or classes: 1 3B 4B 4C 15

Property classes: 1-Vacant Land; 3B-Farm property (Qualified); 4B-Industrial properties; 4C-Apartments; 15-Public Property, etc. (N.J.A.C. 18:12-2.2 et seq.)

☐ Exempt organization determined by federal Internal Revenue Service/Internal Revenue Code of 1986, 26 U.S.C. § 501.☐ Incidental to corporate merger or acquisition; equalized assessed valuation less than 20% of total value of all assets exchanged in merger or acquisition. If checked, calculation in (E) required and MUST ATTACH COMPLETED RTF-4.

(C) When grantee transfers properties involving block(s) and lot(s) of two or more classes in one deed, one or more subject to the 1% fee (A), with one or more than one not subject to the 1% fee (B), pursuant to N.J.S.A. 46:15-7.2, complete (C) by checking off appropriate box or boxes and (D).

☐ Property class. Circle applicable class or classes: 1 2 3B 4A 4B 4C 15

(D) EQUALIZED VALUE CALCULATION FOR ALL PROPERTIES CONVEYED, WHETHER THE 1% FEE APPLIES OR DOES NOT APPLY

Total Assessed Valuation + Director's Ratio = Equalized Valuation

Property Class \$ + % = \$

Property Class \$ + % = \$

Property Class \$ + % = \$

Property Class \$ + % = \$

(E) REQUIRED EQUALIZED VALUE CALCULATION FOR ALL CLASS 4A (COMMERCIAL) PROPERTY TRANSACTIONS: (See Instructions #6 and #7 on reverse side)

Total Assessed Valuation + Director's Ratio = Equalized Value

\$ + % = \$

If Director's Ratio is less than 100%, the equalized valuation will be an amount greater than the assessed valuation. If Director's Ratio is equal to or exceeds 100%, the assessed valuation will be equal to the equalized value.

(3) TOTAL EXEMPTION FROM FEE (See Instruction #8 on reverse side)

Depositor states that this deed transaction is fully exempt from the Realty Transfer Fee imposed by C. 49, P.L. 1968, as amended through Chapter 33, P.L. 2006, for the following reason(s). Mere reference to exemption symbol is insufficient. Explain in detail.

(4) Depositor makes Affidavit of Consideration for Use by Buyer to induce county clerk or register of deeds to record the deed and accept the fee submitted herewith pursuant to the provisions of Chapter 49, P.L. 1968, as amended through Chapter 33, P.L. 2006.

Subscribed and sworn to before me

this 17 day of March, 2017

Signature of Depositor

FORKED RIVER II, LLC

Grantee Name

Depositor Address

Grantee Address at Time of Sale

First American Title Insurance Company
Name/Company of Settlement Officer

Payton J Holliss

A Commissioner for Oaths/Notary Public
In and for the Province of Alberta

County recording officers: forward one copy of each RTF-1EE to:

STATE OF NJ - DIVISION OF TAXATION

PO BOX 251

TRENTON, NJ 08646-0251

ATTENTION: REALTY TRANSFER FEE UNIT

FOR OFFICIAL USE ONLY

Instrument Number County

Deed Number Book Page

Deed Dated Date Recorded

The Director, Division of Taxation, Department of the Treasury has prescribed this form, as required by law. It may not be altered or amended without prior approval of the Director. For further information on the Realty Transfer Fee or to print a copy of this Affidavit or any other relevant forms, visit:

www.state.nj.us/treasury/taxation/pt/localtax.shtml

Payton J Holliss

Student-at-Law

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THIS CONVEYANCE IS SUBJECT TO (i) those exceptions set forth in title commitment number NCS-835254-NJ issued by First American Title Insurance Company, dated February 2, 2017 (ii) the lien of taxes not yet due and payable, (iii) municipal zoning ordinances and other applicable federal, state and local laws, ordinances, regulations and requirements, (iv) easements, covenants, restrictions, agreements, encumbrances and other matters of record as of the date hereof, (v) such state of facts as an accurate survey would disclose and (vi) all other liens, encumbrances, claims and rights of others.

4. Covenant As To Grantor's Acts. The Grantor hereby covenants that, except as set forth above, the Grantor has done no act to encumber the Property. This promise is called a "covenant as to grantor's acts" (N.J.S.A. 46:4-6). This promise means that the Grantor has not allowed anyone else to obtain any legal rights which affect the property (such as by making a mortgage or allowing a judgment to be created).

[Intentionally Left Blank; Signatures on Following Page]

IN WITNESS WHEREOF, the Grantor has signed this Deed as of the date set forth above.

FORKED RIVER POWER LLC, a Delaware limited liability company

By: Kyle Mitton, President & Secretary-Treasurer

Province
STATE OF Alberta)
Country/
COUNTY OF Canada) ss:

I certify that on March 14, 2017, KYLE MITTON personally appeared before me and that this person acknowledged under oath, to my satisfaction, that:

- (a) this person is the President and Secretary-Treasurer of **FORKED RIVER POWER LLC**, the entity named in the attached document;
- (b) this person executed and delivered the attached document as the voluntary act and deed of such entity; and
- (c) this person was authorized by such entity to execute and deliver the attached document on behalf of such entity.

Payton J Holliss
Notary public

Payton J Holliss
A Commissioner for Oaths/Notary Public
In and for the Province of Alberta

[Signature Page – Bargain & Sale Deed]

Payton J Holliss
Student-at-Law