

**A RESOLUTION OF THE SAYREVILLE ECONOMIC AND REDEVELOPMENT
AGENCY AUTHORIZING ITS EXECUTIVE DIRECTOR TO EXECUTE AN
AMENDED AND RESTATED PIPELINE RIGHT-OF-WAY EASEMENT AND TAKE
CERTAIN ACTIONS IN FURTHERANCE OF OR OTHERWISE RELATING TO THE
REDEVELOPMENT OF THE SAYREVILLE WATERFRONT REDEVELOPMENT
AREA**

WHEREAS, Sayreville Seaport Associates Urban Renewal, L.P. (“SSA”) is the designated Redeveloper for a portion of the Sayreville Waterfront Redevelopment Area (“Site”), title to which is owned in fee by the Sayreville Economic and Redevelopment Agency (“Agency”) and leased to SSA pursuant to certain ground lease agreements; and

WHEREAS, Linde Inc. (“Linde” or “Grantee”), formerly known as Praxair, Inc., presently operates two (2) pipelines each being no larger than eight inches (8”) in diameter on portions of the Site for the transmission of nitrogen and oxygen (“**Pipelines**”) pursuant to that certain Right of Way and License dated May 10, 1965 and recorded in the Middlesex County Clerk’s Office on May 27, 1965 in Deed Book 2499 Page 901 (the “**Original Easement**”), which was superseded by the Pipeline Right-of-Way Easement dated December 1, 1986 and recorded in the Middlesex County Clerk’s Office on January 16, 1987 in Deed Book 3589 Page 914 (the “**Superseding Easement**”), as further amended by Amendment to Pipeline Right-of-Way Easement dated November 10, 1987 and recorded in the Middlesex County Clerk’s Office on May 19, 1988 in Deed Book 3700 Page 458 (the “**First Amendment**”), and by Second Amendment to Pipeline Right-of-Way Easement dated July 14, 2011 and recorded in the Middlesex County Clerk’s Office on August 23, 2011 in Deed Book 6280 Page 793 (the “**Second Amendment**”) (the Superseding Easement, First Amendment, and Second Amendment are together the “**Existing Easement**”); and

WHEREAS, the redevelopment and remediation of the Site by SSA requires the Pipelines to be relocated from the area identified in the Existing Easement to a different area on the Site;

WHEREAS, in order for Linde perform such a relocation, Linde, SSA, and the Agency must enter into an Amended and Restated Pipeline Right-of-Way Easement (“**Amended Pipeline Easement**”), which provides Linde with temporary construction rights and permanent rights for the relocated pipeline location; and

WHEREAS, the Agency wishes to authorize and empower its Executive Director to execute the Amended Pipeline Easement, in a form satisfactory to the Agency's Engineer and Counsel, and to take such other ministerial actions as are necessary for the execution and effectuation of the Amended Pipeline Easement.

NOW, THEREFORE, BE IT RESOLVED, by the Sayreville Economic and Redevelopment Agency, that the Agency hereby authorizes its Executive Director, Joseph Ambrosio, and any person who shall succeed him in such role, without the need for further approval or resolution by the Agency, to execute the Amended Pipeline Easement on behalf of the Agency, in a final form satisfactory to the Agency's Engineer and Counsel, and to perform such other ministerial acts as are necessary for the execution and effectuation of the Amended Pipeline Easement,

IT IS FURTHER RESOLVED that the Chairperson and Agency Professionals are hereby authorized and directed to take any further action and to execute any documents as may be necessary to effectuate this Resolution.

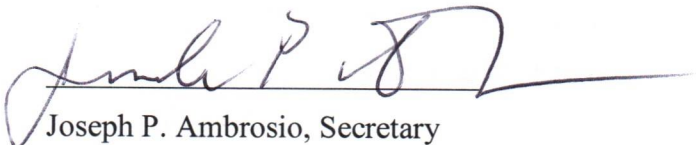
OFFERED BY: *Thomas Pollacko*

SECONDED BY: *Dennis Guobely*

YAY: *8*

NAY: *0*

I, Joseph P. Ambrosio, Secretary and certifying agent of the Sayreville Economic and Redevelopment Agency, hereby certify that the foregoing Resolution was adopted at a regular meeting of the Agency held on July 14, 2022.


Joseph P. Ambrosio, Secretary