

RESOLUTION 24-GFC-__

A RESOLUTION OF THE PORT ST. LUCIE GOVERNMENTAL FINANCE CORPORATION AUTHORIZING THE PRESIDENT OR HER DESIGNEE, OR THE CEO OR HIS DESIGNEE, TO ENTER INTO AND EXECUTE THE THIRD AMENDMENT TO A PURCHASE AND SALE AGREEMENT BETWEEN THE PORT ST. LUCIE GOVERNMENTAL FINANCE CORPORATION AND FOUR PORT ST. LUCIE, LLC; PROVIDING FOR CONFLICTS; PROVIDING FOR SEVERABILITY; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, the Port St. Lucie Governmental Finance Corporation, a Florida not for profit corporation (“GFC”), is the owner of property within the Southern Grove Development of Regional Impact; and

WHEREAS, Four Port St. Lucie, LLC, entered into a Purchase and Sale Agreement with GFC (“Agreement”) to purchase property within the Southern Grove Development of Regional Impact; and

WHEREAS, the Agreement sets forth terms and conditions that were submitted to the Board of the Port St. Lucie Governmental Finance Corporation (the “Board”) for review and approval, and the Agreement was authorized by the Board in November 2023; and

WHEREAS, a Second Amendment to the Purchase and Sale Agreement (“Amendment”) clarified additional terms, conditions and obligations associated with the transaction and was approved by the Board in June 2024; and

WHEREAS, a Third Amendment to the Purchase and Sale Agreement (“Third Amendment”) clarified additional terms, conditions and obligations associated with the transaction and is submitted to the Board for review and approval, which Amendment is attached hereto as **Exhibit “A”**; and

WHEREAS, GFC desires to accept the terms and conditions of the Third Amendment.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF THE PORT ST. LUCIE GOVERNMENTAL FINANCE CORPORATION, THAT:

Section 1. The Board hereby adopts and ratifies those matters set forth in the foregoing recitals.

Section 2. The Board authorizes the President or her designee, or the CEO or his designee, to enter into, execute and deliver the Third Amendment to the Agreement, in substantially the same form that is attached hereto and incorporated herein as **Exhibit “A”**, and such other documents necessary to implement the terms and conditions of said Third Amendment.

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Section 3. The President or her designee, or the CEO or his designee, is hereby authorized to take all actions necessary to implement the terms and conditions of the Third Amendment and accomplish the purposes set forth therein.

Section 4. If any resolution, or parts of any resolution, are in conflict herewith, this Resolution shall control to the extent of the conflicting provisions.

Section 5. The provisions of this Resolution are intended to be severable. If any part of this Resolution is determined to be void or is held to be invalid or illegal by a Court of competent jurisdiction, then the remainder of this Resolution shall remain in full force and effect.

BE IT FURTHER RESOLVED that this Resolution shall become effective immediately upon its adoption.

PASSED AND APPROVED by the Board of the Port St. Lucie Governmental Finance Corporation, this _____ day of _____, 2024.

Port St. Lucie Governmental Finance
Corporation

ATTEST:

By: _____
Shannon M. Martin, President

Sally Walsh, Secretary/Treasurer

APPROVED AS TO FORM:

Richard Berrios, Corporation Attorney

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Exhibit "A"