

RESOLUTION

WHEREAS, Sunrise West Orange NJ Senior Living, LLC ("Sunrise"), a Delaware limited liability company, owns certain real property and any improvements located thereon located at 577 Mount Pleasant Avenue in West Orange, New Jersey (the "Property"); and

WHEREAS, on March 10, 2010, Sunrise and the Township of West Orange entered into a certain Purchase and Sale Agreement for the Property; and

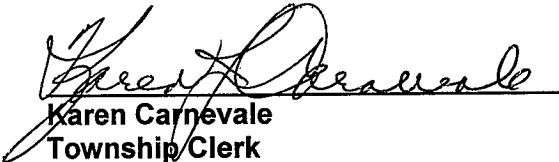
WHEREAS, in connection with this purchase the Township of West Orange desires to perform a Phase II environmental assessment of the Property; and

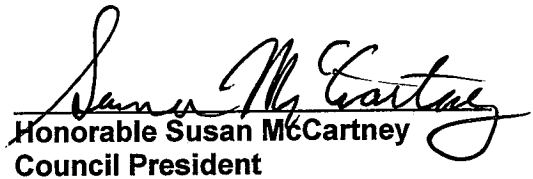
WHEREAS, it is anticipated that the Phase II environmental assessment will take approximately forty-five (45) days to complete; and

WHEREAS, the parties now desire to extend the Due Diligence Period identified in Section 4.3 of the Purchase and Sale Agreement for the Property to the earlier of (a) two business days after the Township of West Orange receives the Phase II Assessment Report or (b) May 11, 2010; and

WHEREAS, annexed hereto is a copy of the Amendment to the Purchase and Sale Agreement;

NOW, BE IT HEREBY RESOLVED BY THE TOWNSHIP COUNCIL OF THE TOWNSHIP OF WEST ORANGE that the Mayor be and hereby is authorized to execute the Amendment to the Purchase and Sale Agreement annexed hereto and the Municipal Clerk be and is hereby authorized to attest to the Mayor's signature.


Karen Carnevale
Township Clerk


Honorable Susan McCartney
Council President