

TAX ABATEMENT EXTENSION AGREEMENT

This Tax Abatement Extension Agreement made this ____ day of _____, 2010 between DAUGHTERS OF ISRAEL GERIATRIC SERVICES, INC., a Non Profit Housing Corporation of the State of New Jersey organized pursuant to Title 14A of the Revised Statutes of the State of New Jersey, having its principal office at 750 Northfield Avenue, West Orange, New Jersey 07052 (hereinafter "Sponsor") and the TOWNSHIP OF WEST ORANGE, a Municipal Corporation in the County of Essex, State of New Jersey (hereinafter "Township").

WHEREAS, the Township and the Sponsor are parties to a Tax Abatement Agreement dated September 26, 1978 as amended by First Amendment to Tax Abatement Agreement dated January 1, 2009; and

WHEREAS, it is the intention of the Township to extend the Tax Abatement Agreement through the latter of 2045 or such longer term as may be required by USA HUD or such other federal agency subsidizing the Project in accordance with N.J.S.A. 40A:20-5.1 and N.J.S.A. 40A:20-13.1;

NOW, THEREFORE, in consideration of the mutual covenants herein contained and for good and valuable consideration it is mutually agreed as follows:

1. This Agreement is made pursuant to the authority of N.J.S.A. 40A:20-1, et seq., the "Long Term Tax Exemption Law" and specifically Section 5.1, and the Resolution of the Mayor and Council of the Township dated May ____, 2010, the terms of which are incorporated herein by reference.

2. The term of the Tax Abatement Agreement is extended for a term of 17 years, uninterrupted through 2045, or such period of time as the federal agency subsidizing the Project may require as a condition of a subsidy.

3. Section 6(b) of the September 26, 1978 Agreement is hereby amended to omit "in accordance with bills issued by the Business Administrator of the Municipality".

4. In all other respects, all of the terms and conditions of the Tax Abatement Agreement dated September 26, 1978 and the First Amendment to the Tax Abatement Agreement dated January 1, 2009, copies of which are attached hereto and made a part hereof, are hereby ratified and confirmed by the Sponsor and the

Township.

IN WITNESS WHEREOF, the parties have caused this Agreement to be executed the day and year first above written.

ATTEST: DAUGHTERS OF ISRAEL GERIATRIC SERVICES, INC.

By: _____
President

Secretary

ATTEST: TOWNSHIP OF WEST ORANGE

By: _____
John F. McKeon, Mayor

Municipal Clerk