**DIRECTORS RESOLUTION**

 **OF**

 **SHOREHAM VILLAGE SENIOR CITIZENS ASSOCIATION (the “SOCIETY”)**

**WHEREAS** the Society has entered into a Letter of Intent with Shoreham Village Senior Citizens Apartments Association with respect to an exchange of parcels of land in the Village of Chester, NS for the purposes of the development by the Society of a new long term care facility.

**AND WHEREAS** the exchange of lands as aforesaid shall be undertaken and completed in accordance with and subject to the terms and conditions of a **Land Exchange Agreement** (the “**LEA**”), a true copy of which is attached hereto as Schedule A.

**BE IT RESOLVED BY ALL OF THE DIRECTORS OF THE SOCIETY THAT:**

1. The Society enter into and execute the LEA in substantially the form and content as presented to the Directors, including any amendments required to give effect to its terms..
2. Any two Officers are hereby authorized to execute and deliver the LEA and all deeds, easements and related documents as may be reasonably required to give effect to the terms of the LEA, all of which shall be binding on the Company.
3. The Company is hereby authorized to perform its obligations under the LEA.
4. This Resolution in writing is adopted by all of the Directors of the Society this day of May, 2023.

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 **Joseph Green Alison Kelland**

 **\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

 **Elisabeth Kinney Andrew Snyder**

 **\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

 **Brian Webb**

CERTIFICATE

I, Janet Simm, the CEO of Shoreham Village Senior Citizens Association, hereby certify that the foregoing resolution is a true copy of a Board of Directors’ Resolution of Shoreham Village Senior Citizens Association unanimously passed by all the Directors of the Company on the \_\_\_\_ day of May 2023 and that the said resolution is in full force and effect.

DATED the \_\_\_\_ day of May, 2023.

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 **Janet Simm**