

RESOLUTION NO. 10-16

A RESOLUTION AUTHORIZING THE VILLAGE ADMINISTRATOR TO EXECUTE THE FIRST AMENDMENT TO TOWER LEASE WITH OPTION AND RELATED DOCUMENTS BETWEEN THE VILLAGE OF THORNVILLE AND MD7 FUNDING ONE, LLC, AND DECLARING AN EMERGENCY.

WHEREAS, the Village of Thornville and T-Mobile Central LLC, a Delaware limited liability company, previously referred to as T-Mobile Central LLC, a Delaware corporation, entered into a certain Tower Lease with Option dated October 10, 2007, as amended, whereby the Village of Thornville leased to T-Mobile certain premises described therein, together with any and all other space and access and utility easements utilized by T-Mobile pursuant to the terms of the Lease, that are a portion of the property located at Arlington Avenue, Thornville, Ohio 43076; and

WHEREAS, effective as of November 15, 2010, T-Mobile Tenant and Md7 Funding One, LLC, a Delaware limited liability company entered into a lease assignment agreement, whereby T-Mobile assigned, and Md7 Funding One, LLC assumed, all of T-Mobile's rights and obligations as the Tenant under the Lease and the parties simultaneously entered into a sublease agreement, whereby T-Mobile is subleasing the entire Premises from Tenant (T-Mobile Tenant, as subtenant under the T-Mobile Sublease, "T-Mobile Subtenant"); and

WHEREAS, the Village of Thornville has agreed to extend the term of the Lease and to add new renewal terms to the Lease and Md7 Funding One, LLC has agreed to provide the Village of Thornville with a prepayment of base rent due under the Lease; and

WHEREAS, the Village of Thornville and Md7 Funding LLC, in their mutual interest, wish to amend the Lease to accomplish and to modify certain other provisions of the Lease on the terms and conditions set forth therein; and

WHEREAS, the Council finds it to be in the best interests of the Village of Thornville to enter into The First Amendment to Tower Lease with Option and related documents attached hereto as Exhibit A and made a part thereof.

NOW, THEREFORE, BE IT RESOLVED BY THE COUNCIL OF THE VILLAGE OF THORNVILLE, COUNTY OF PERRY, STATE OF OHIO, TWO-THIRDS OF ITS MEMBERS ELECTED THERETO CONCURRING THAT:

SECTION 1. The Village Administrator is hereby authorized and directed to execute The First Amendment to Tower Lease with Option between the Village of Thornville and Md7 Funding One, LLC, and related documents, which are attached hereto as Exhibit A and made a part hereof.

SECTION 2. This Resolution is hereby declared to be an emergency measure necessary for the immediate preservation of the public health, peace, safety and general welfare of the citizens of the Village of Thornville, as The First Amendment to Tower Lease with Option will be effective on November 15, 2010 and must be authorized and executed immediately. This Resolution shall take effect at the earliest time provided by the laws of the State of Ohio.

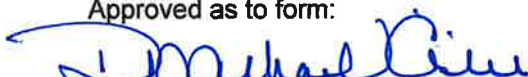
Passed this 27th day of December, 2010


Beth A. Patrick, Mayor

Attest:


Sandy Davis, Clerk of Council

Approved as to form:


D. Michael Crites, Village Solicitor