

**RESOLUTION OF THE BOARD OF DIRECTORS
OF
MEMPHIS CENTER CITY REVENUE FINANCE CORPORATION**

(22 North Front Street)

(Falls Building)

WHEREAS, an Application has been submitted to this Corporation by Falls Building Property Owner, LLC ("Lessee"), for a payment in lieu of tax (PILOT) in connection with the construction of a mixed-use development, including multi-family residential and commercial uses, located at 22 North Front Street, Memphis, Tennessee (the "Project");

WHEREAS, this Corporation previously approved a 12-year PILOT for the Project at its May 9, 2023 meeting and the Lessee subsequently closed on the PILOT and began select demolition and cleanout work in preparation for the redevelopment of 22 North Main Street; and.

WHEREAS, because of changing market conditions and escalating construction cost, the renovation of 22 North Main Street did not occur, and the Applicant has requested that the current PILOT be terminated and a new PILOT for the project be approved by this Corporation.

NOW, THEREFORE, be it resolved by this Board of Directors of Memphis Center City Revenue Finance Corporation as follows:

1. The Project is hereby found to be in furtherance of the public purposes of this Corporation, including without limitation those set forth in T.C.A. Section 7-53-305, to develop trade and commerce in and adjacent to the City of Memphis and Shelby County and to contribute to the general welfare and alleviate conditions of unemployment. It is also found that the apartments to be constructed as a part of the Project will increase the quantity of housing available in the City of Memphis and Shelby County.

2. A PILOT for the Project is hereby approved, such PILOT to provide a freeze on the taxes due on the real property constituting part of the Project, with such tax freeze to be for a period of 20 years.

3. The fees of this Corporation provided in Policies and Procedures of this Corporation in excess of the fees previously paid shall be payable at closing of the PILOT lease.

4. The approval by this Corporation is subject to approval of the plans and specifications for the Project by the Design Review Board.

4. Each of the officers of this Corporation be, and hereby is, authorized and directed to execute and deliver PILOT Lease in the form thereof authorized by such officer, the execution and delivery thereof to be conclusive evidence of the approval by this Corporation and this Board of Directors of the terms and conditions thereof.

5. Each of the officers of this Corporation be, and hereby is, authorized and directed to do any and all other acts, including without limitation, the execution and delivery of any of the documents necessary and desirable to make effective these Resolutions, and the execution, delivery and performance thereof by such officer or officers of this Corporation shall be deemed to be conclusive evidence of the approval by this Corporation to the terms and conditions and appropriateness thereof.

ADOPTED this 13th day of October 2026.

**MEMPHIS CENTER CITY REVENUE
FINANCE CORPORATION**

By: _____

Its: _____