

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

**(509 South B.B. King)**

**WHEREAS**, an Application has been submitted to this Corporation by Butler Row Partners, LLC, on behalf of itself or an affiliate thereof ("Lessee"), for a payment in lieu of tax (PILOT) in connection with the construction of a mixed use facility, including multi-family residential, garage and commercial uses, located at 509 South B.B. King, Memphis, Tennessee (the "Project");

**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 12 years.

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

4. The approval by this Corporation is subject to brick covering 35% of the Project's street facing facades and approval of the plans and specifications for the Project by the Design Review Board.

5. 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.

6. 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 11th day of January 2022.

**MEMPHIS CENTER CITY REVENUE  
FINANCE CORPORATION**

By: \_\_\_\_\_

Its: \_\_\_\_\_