

RESOLUTION NO. R 023 05

**RESOLUTION AMENDING PROJECT RESOLUTION NO. R 027 03 IN ORDER
TO INCREASE THE PRINCIPAL AMOUNT OF ECONOMIC DEVELOPMENT
REVENUE BONDS AUTHORIZED TO BE ISSUED FOR THE CADBURY AT
LEWES PROJECT FROM \$45,000,000 TO A MAXIMUM OF \$49,500,000**

(CADBURY AT LEWES PROJECT)

WHEREAS, the County Council (the "Council") of Sussex County, Delaware (the "County") has heretofore adopted the Sussex County Commercial, Industrial and Agricultural Revenue Bond Ordinance, Ordinance No. 80, as amended by Ordinance No. 113 (the "General Ordinance") to encourage and assist the financing of the construction, acquisition, sale or lease of industrial, commercial and agricultural facilities related to the maintenance or promotion of employment or to the redevelopment or revitalization of areas within the County; and

WHEREAS, the County acting upon an application filed on October 31, 2003 (the "Application") by Cadbury at Lewes, Inc. (the "Applicant"), adopted Project Resolution No. R 027 03 on November 18, 2003 (the "Project Resolution") which authorized the issuance of up to \$45,000,000 of revenue bonds (the "Bonds") for a project consisting of (a) the purchase of land on Gills Neck Road, just outside the City of Lewes, and the construction of a continuing care retirement community expected to contain approximately 84 independent living apartments, approximately 48 independent living cottages, a community center and a health center with approximately 40 skilled nursing beds, approximately 40 assisted living apartments and a wellness center, (b) development and marketing costs, (c) interest on the Bonds and any bond anticipation notes during the construction period and for a temporary start up period thereafter and (d) provisions for reserves and costs of issuing the Bonds (the "Project"); and

WHEREAS, the Applicant filed an amended application on September 16, 2005 (the "First Amended Application") seeking to increase the principal amount of the Bonds to be issued for the Project from \$45,000,000 to \$48,000,000 because of an increase in construction costs for the Project; and

WHEREAS, the First Amended Application was reviewed and approved by a committee comprised of the County Administrator, the Director of Finance, the County Attorney and the Director of Economic Development (the "Review Committee") on October 17, 2005; and

WHEREAS, before the First Amended Application could be presented to County Council for approval, the Applicant filed a second amended application on October 25, 2005 (the "Second Amended Application") seeking to increase the principal amount of the Bonds to be issued for the Project from \$45,000,000 to \$49,500,000; and

WHEREAS, the Second Amended Application has been reviewed and approved by the Review Committee; and

WHEREAS, the County Administrator has advised the Applicant and the Council of the Review Committee's findings and determinations and has transmitted the First and Second Amended Applications to the Council; and

WHEREAS, the Council desires to confirm its approval of the Project based on its original findings and determinations as required by the General Ordinance and to amend the Project Resolution in order to authorize the increase in the principal amount of Bonds to be issued from \$45,000,000 to a maximum of \$49,500,000, without regard to any original issue discount; provided, however, that the aggregate principal amount of Bonds issued shall not be greater than the amount of such Bonds supported by the Final Feasibility Study prepared for the Project, without regard to original issue discount.

NOW THEREFORE BE IT RESOLVED:

i) The Project Resolution is hereby amended to increase the authorized principal amount of Bonds to be issued from \$45,000,000 to a maximum of \$49,500,000, without regard to any original issue discount; provided, however, that the aggregate principal amount of Bonds issued shall not be greater than the amount of such Bonds supported by the Final Feasibility Study prepared for the Project, without regard to original issue discount.

ii) Except as specifically amended herein the Project Resolution is hereby ratified and confirmed.

iii) This Resolution shall be effective upon its adoption.

I DO HEREBY CERTIFY THAT THE FOREGOING IS A TRUE AND CORRECT COPY OF RESOLUTION NO. R 023 05 PASSED BY THE COUNTY COUNCIL OF SUSSEX COUNTY ON THE 15TH DAY OF NOVEMBER 2005.

**ROBIN A. GRIFFITH
CLERK OF THE COUNTY COUNCIL**