

ASSIGNMENT OF AGREEMENT FOR HIGHWAY OCCUPANCY PERMIT
APPLICATION FOR ENCLOSED SURFACE STORMWATER
DRAINAGE FACILITIES AND OTHER DRAINAGE FACILITIES AND ASSIGNMENT
OF TRAFFIC SIGNAL MAINTENANCE AGREEMENT

(New Ventures Commercial Park)

THIS ASSIGNMENT is made this 1st day of ^{May}~~March~~, A.D., 2018, by and between **S.I.D.E. CORPORATION**, a Pennsylvania business corporation, with a registered office at 121 Commercial Boulevard, Blakeslee, Pennsylvania 18610 (“Assignor”) and **NEW VENTURES PARK ASSOCIATION, INC.**, a Pennsylvania non-profit corporation, with a registered office at 121 Commercial Boulevard, Blakeslee, Pennsylvania 18610 (“Assignee”) and **THE TOWNSHIP OF TOBYHANNA**, a Township of the Second Class, situate in Monroe County, Pennsylvania, having an address of 105 Government Center Way, Pocono Pines, Pennsylvania 18350 (“Township”).

WITNESSETH:

WHEREAS, Assignor has entered into an Agreement for Highway Occupancy Permit Application for Enclosed Surface Stormwater Drainage Facilities and Other Drainage Facilities dated December 7, 2012, and recorded in Monroe County Record Book 2417, at Page 8686 et seq. as Instrument No.201308723; as amended August 13, 2015, by Amendment recorded in Record Book 2460, at Page 4154 et seq. as Instrument No. 201522891; and as further amended April 27, 2016, by Second Amendment recorded in Record Book 2470, at Page 9451 et seq. as Instrument No. 201610289 with the Township (collectively, the “HOP Agreement”), said Agreement and Amendments thereto being attached hereto and made a part hereof as Exhibit “A”; and

WHEREAS, Assignor has entered into a Traffic Signal Maintenance Agreement dated December 7, 2012, and recorded in Monroe County Record Book 2417, at Page 8670 et seq. as Instrument No.201308722; as amended August 13, 2015, by Amendment recorded in Record Book 2460, at Page 4161 et seq. as Instrument No. as Instrument No. 201522892; and as further amended April 27, 2016, by Second Amendment recorded in Record Book 2470, at Page 9460 et seq. as Instrument No. 201610290 with the Township (collectively, the “Traffic Signal Maintenance Agreement”), said Agreement and Amendments thereto being attached hereto and made a part hereof as Exhibit “B” in connection with the development known as “New Ventures Commercial Park”; and

WHEREAS, Assignor wishes to assign all the rights and responsibilities outlined in the above-mentioned Agreements which are incorporated herein by referenced thereto, to Assignee, as applicable; and

WHEREAS, Assignee is desirous to acquire Assignor’s interest in the aforesaid Agreements with the Township and to assume and discharge all of the duties, liabilities and obligations under the Agreements.

NOW, THEREFORE, the parties hereto, in consideration of the mutual promises contained herein, as well as for the sum of ONE and 00/100 (\$1.00) DOLLAR, the receipt of which is hereby acknowledged, intending to be legally bound hereby, do covenant and agree as follows:

1. The recitals hereinabove set forth are incorporated herein by this reference just as if reproduced and republished at length herein.
2. As of the effective date (as hereinafter defined), Assignor hereby assigns, transfers and sets over to Assignee, its successors and assigns, all of Assignor’s right, title and

interest in, as well as obligations under, the HOP Agreement and the Traffic Signal Maintenance Agreement (jointly hereinafter referred to as the “Agreements”) entered into by Assignor with Tobyhanna Township concerning the development of drainage facilities and traffic control improvements with respect to “New Ventures Commercial Park” in Tobyhanna Township as above referenced. Assignor further assigns all the duties and obligations of Assignor under said Agreements to Assignee, and Assignee does hereby assume all of Assignor’s rights, duties and obligations pursuant to the attached Agreements.

3. This Assignment specifically only includes any and all escrow monies held by the Township pursuant to the HOP Agreement and Traffic Signal Maintenance Agreement intended to secure the construction and completion of the HOP drainage facilities and the traffic signal installation and maintenance related to the “New Ventures Commercial Park”. Assignee shall, prior to the Township approving this Assignment, post financial security as required by the above-referenced Agreements in form acceptable to the Township.

4. Assignor warrants that it has executed no prior assignments of the aforesaid Agreements.

5. This Assignment applies to and binds Assignee, its successors and assigns.

6. This Assignment shall inure to the benefit of Assignor, its successors and assigns.

7. Tobyhanna Township, by execution of this Assignment, does hereby acknowledge and agree to the aforesaid Assignment entered into between Assignee and Assignor, and does hereby agree that any enforcement of the above-referenced Agreements from the date of this Assignment shall be enforced against Assignee. From the date of Township’s consent of this Assignment or the Effective Date, whichever last occurs, Assignor shall be relieved by the Township of any and all responsibility under the Agreements.

8. This Assignment shall be and become effective as of the date the last of Assignor, Assignee and Tobyhanna Township have executed this Assignment (the "Effective Date").

IN WITNESS WHEREOF, the parties hereto, intending to be legally bound, have hereunto set their hands and seals the day and year first above written.

ATTEST:

S.I.D.E. CORPORATION - Assignor

Anne Smay
(Asst.) Secretary

By: Mark Sincavage
Mark Sincavage, President

ATTEST:

NEW VENTURES PARK ASSOCIATION, INC.

Anne Smay
(Asst.) Secretary

By: Mark Sincavage
Mark Sincavage, President

ATTEST:

TOBYHANNA TOWNSHIP

Julie A. Halulu
Township Secretary

By: Anne Lamberton
Anne Lamberton, Chairperson
Board of Supervisors

STATE OF PENNSYLVANIA)

)

COUNTY OF MONROE)

) ss:

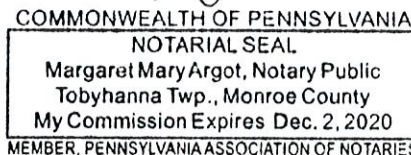
)

On this, the 4th day of April, 2018, before me, a Notary Public in and for said County and State, the undersigned officer, personally appeared Mark Sincavage, who acknowledged himself to be the President of S.I.D.E. Corporation, a Pennsylvania corporation, and that he as such officer being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself as President.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

Margaret Mary Argot
Notary Public

My commission expires: December 2, 2020



STATE OF PENNSYLVANIA

)

) ss:

COUNTY OF MONROE

)

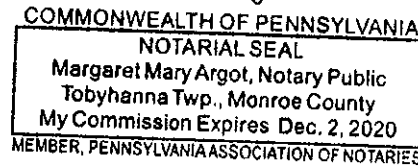
On this, the 4th day of April, 2018, before me, a Notary Public in and for said County and State, the undersigned officer, personally appeared Mark Sincavage, who acknowledged himself to be the President of New Ventures Park Association, Inc., a Pennsylvania corporation, and that he as such officer being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself as President.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

Margaret Mary Argot

Notary Public

My commission expires: December 2, 2020



COMMONWEALTH OF PENNSYLVANIA

)

) ss:

COUNTY OF MONROE

)

On this 1st day of May, 2018, before me, the undersigned officer, a notary public in and for the aforesaid County and State, personally appeared Anne Lamberton, known to me, (or satisfactorily proven) to be the person whose name is subscribed on the within instrument, who acknowledged herself to be Chairperson of the Board of Supervisors of the Township of Tobyhanna, Monroe County, Pennsylvania, and that she as such officer, being authorized to do so, executed the foregoing Assignment, for the purposes therein contained, by signing the name of such Township by herself as such officer.

IN WITNESS WHEREOF, I set my hand and official seal.

Margaret Mary Argot

Notary Public

My commission expires: December 2, 2020

