

# KOSLOFF & HARDING

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December 21, 2004

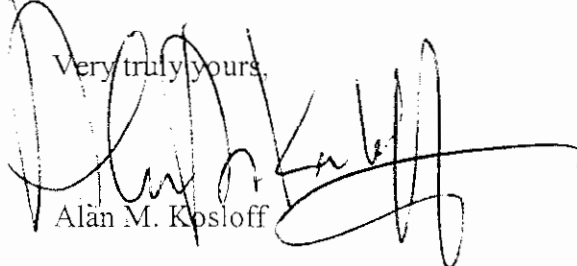
August Palmer, First Selectman  
Town of Oxford  
S.B. Church Memorial Town Hall  
486 Oxford Road  
Oxford, CT 06478

RE: Termination of the Town of Oxford's Interest  
Limited Warranty Deed (Vol. 217, Page 327)

Dear Mr. Palmer:

Enclosed please find a copy of the affidavit of Curtis Jones, a Connecticut Licensed Professional Engineer, certifying that foundation excavation as described in the Limited Warranty Deed ("Deed") conveying the Woodruff Hill Road property to Towantic Energy LLC (recorded at Volume 217, Page 327 of the Oxford Land Records) has commenced. Accordingly, the Town of Oxford's right to repurchase the property as set forth in the Deed is terminated.

The affidavit has been recorded on the Town of Oxford land records at Volume 291, Page 1097.

Very truly yours,  
  
Alan M. Kosloff

AMK/lp  
Enc.

ccw/enc.: William Siderewicz  
Janis Lipman  
Robert Uskevich, Town Attorney  
Town of Oxford

**GRANTOR: Town of Oxford**  
**GRANTOR: Towantic Energy L.L.C.**

**GRANTEE: Town of Oxford**  
**GRANTEE: Towantic Energy L.L.C.**

STATE OF CONNECTICUT)

) ss Woodbury

COUNTY OF LITCHFIELD)

**Affidavit Of Curtis Jones, P.E.**

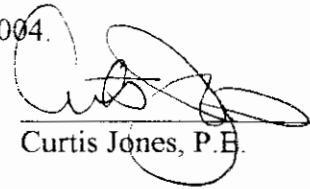
This Affidavit is made in accordance with Connecticut General Statutes § 47-12a as follows:

I, Curtis Jones, being sworn according to law, hereby depose and state:

1. I am over the age of 18 years;
2. I believe in the obligation of an oath;
3. The information stated herein is based on my personal knowledge and belief;
4. I am a professional engineer licensed in the State of Connecticut (license #17206);
5. On December 13, 2004, I personally inspected work performed on December 9, 2004 on a certain parcel of land ("Property") situated on the easterly side of Woodruff Hill Road in the Town of Oxford, State of Connecticut, as more particularly described and identified the Limited Warranty Deed ("Deed") recorded at Volume 217, Page 327 of the Oxford Land Records, a copy of which is attached hereto as Exhibit A;
6. Based on my inspection of the work performed, excavation for the foundations of improvements to be made upon the Property began on December 9, 2004 (the "Construction Commencement Date");
7. Accordingly, I certify that foundation excavation, as described in the Deed, has commenced.
8. The purpose of this affidavit is to confirm the satisfaction of the condition of the Deed and to

confirm the happening of the event which terminates the interest of the Town of Oxford as provided in the Deed.

Dated at Woodbury, Connecticut on this 13th day of December, 2004.

  
Curtis Jones, P.E.

Subscribed and sworn to before me this 13th day of December, 2004.

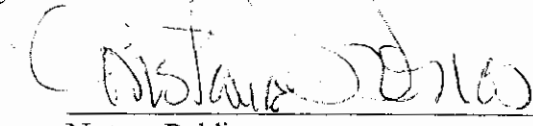
  
Notary Public  
Commission Expires 2/28/06

EXHIBIT  
A  
BK 291 PG 1099

BK 217 PG 0327

COPY

**LIMITED WARRANTY DEED**

**TO ALL PEOPLE TO WHOM THESE PRESENTS SHALL COME, GREETING:**

**KNOW YE**, that the **TOWN OF OXFORD**, acting herein by Paul T. Schreiber, its First Selectman, of the Town of Oxford, County of New Haven and State of Connecticut, for the consideration of **ONE HUNDRED FIFTY THOUSAND (\$150,000.00) DOLLARS**, received to its full satisfaction of **TOWANTIC ENERGY L.L.C.**, a limited liability company organized and existing under the laws of the State of Delaware, having a principal office in Boston, Massachusetts, does give, grant, bargain, sell and confirm unto the said **TOWANTIC ENERGY L.L.C.**, its successors and assigns, a certain piece or parcel of land with all improvements thereon and appurtenance thereto, situated on the easterly side of Woodruff Hill Road in the Town of Oxford, County of New Haven and State of Connecticut, and being more particularly described on Schedule A attached hereto and made a part hereof.

**TO HAVE AND TO HOLD** the above granted and bargained premises, with the appurtenances thereto, unto it the said Grantee, its successors and assigns forever, to it and its own proper use and behoof.

**And also**, it, the said Grantor does for itself, its successors and assigns, covenant with the said Grantee, its successors and assigns, that at and until the ensembling of these presents, it is well seized of the premises, as a good indefeasible estate in Fee Simple; and has good right to bargain and sell the same in manner an form as is above written and that the same is free from all encumbrances whatsoever, except as hereinafter mentioned.

**AND FURTHERMORE**, the said Grantor does by these presents bind itself, its successors and assigns forever to Warrant and Defend the above granted and bargained premises to it the said Grantee, its successors and assigns, against all claims and demands whatsoever, except as hereinbefore mentioned, provided, however, that the warrantee of title excludes all matters arising from the fact that the Grantor acquired its interests in the property by tax foreclosure as of record appears.

By acceptance of this Deed, the Grantee herein grants to the Grantor an unassignable right to repurchase the premises herein described for purchase price, payable in cash or by certified check, equal to the purchase price paid by the Grantee herein upon 60 days' written notice to Grantee, its successors or assigns, which right to repurchase may be utilized on or after February 14, 2005 but shall be exercised by written notice prior to the date on which excavation for the foundations of the improvements to be made upon the property begin (the "Construction Commencement Date"). In this context, excavation shall not include preliminary site work such as clearing or grubbing, grading or the like, but shall include actual excavation work for the installation of foundations. This right to repurchase shall automatically terminate upon the Construction Commencement Date as aforesaid and evidence of said termination shall be conclusive by the filing of an Affidavit from an engineer licensed in the State of Connecticut certifying that foundation excavation, as described, as commenced.

BK 291 PG 1100

~~BK 217 PG 03-28~~**SCHEDULE "A"**

Beginning at a point along the southerly boundary of the Algonquin Pipeline easement, said point being 30 feet east of the intersection of the existing center line of Woodruff Hill Road and the southerly boundary of the Algonquin Pipeline easement, said point also being the north westerly corner of the herein described premises, thence running in a general easterly direction along the southerly boundary of said Pipeline easement 698 feet, then turning and running 1248 feet more or less in a general southerly direction in straight line parallel to the existing center line of Woodruff Hill Road, thence turning and running 698 feet in a general westerly direction in a straight line parallel to Algonquin Pipeline easement to a point 30 feet east of the center line of Woodruff Hill Road, thence turning and running in a general northerly direction parallel to and a 30 foot distance from the existing center line 1248 feet more or less to the point and place of beginning.

The intent of this legal description is to convey a parcel of land exactly 20.00 acres in size. The length 1248 feet described above will vary more or less to achieve this result.

Subject to a power line easement of record.

BK 291 PG 1101

~~BK 217 PG 0329~~

IN WITNESS WHEREOF, the Town of Oxford, has hereunto set its hand and seal this 6<sup>th</sup> day of March, 2000.

Signed, Sealed and Delivered  
in the presence of:

TOWN OF OXFORD

Paul J. Sumner  
Paul J. Grimmer

By: Paul T. Schreiber  
Paul T. Schreiber,  
First Selectman, Duly Authorized

Constance E. Koskielowski

CONSTANCE E. KOSKIELOWSKI  
STATE OF CONNECTICUT

ss: Oxford  
COUNTY OF NEW HAVEN

The foregoing instrument was acknowledged before me this 6<sup>th</sup> day  
of March, 2000 by, Paul T. Schreiber.

George R. Temple  
George R. Temple, CONSTANCE E. KOSKIELOWSKI  
Commissioner of the Superior Court  
NOTARY PUBLIC  
M.Y. COMM. EX. 4  
3/31/2001

003710

TOWN OF OXFORD, CT  
VOLUME PAGE  
CONTAINS PM 2:34  
Constance E. Koskielowski  
TOWN CLERK

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TOWN OF OXFORD, CT  
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May A. Pelt  
TOWN CLERK