

MEMORANDUM OF VOTE of BOARD OF COMMISSIONERS

OF

TILTON-NORTHFIELD WATER DISTRICT COMMISSION

MATTER: Community Water System serving Winnisquam Village Condominium (Tilton Tax Map R-7, Lot 11-100)

COMMISSION OFFICER: Roland Seymour, Chairman, Board of Commissioners
Commissioners: Scott Davis and Heber Feener

At a regularly scheduled meeting of the Board of Commissioners of the Tilton-Northfield Water District Commission held on April 20, 2009 duly noticed, at which a quorum consisting of two (2) of the three (3) Commissioners was present (being 3 out of 3 commissioners), it was resolved by a 3 to 0 vote in favor of the below resolutions, that:

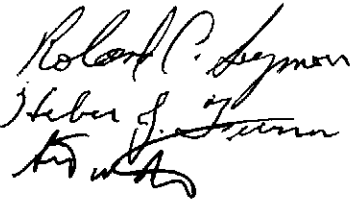
RESOLUTION #1: The Tilton-Northfield Water District Commission (a) declines any interest, and (b) waives its Franchise Right from the New Hampshire Public Utilities Commission ("PUC") to gather and distribute potable water within that limited area which is the 58.76 acres comprising the Winnisquam Village Condominium, located at Tilton Tax Map R-7, Lot 11-100 in the East Tilton area of Tilton, east of Lochmere Village and located off of Route 3, for the limited purpose of allowing the Pennichuck East Utility, Inc., its successors and assigns, to own and operate the Winnisquam Village Condominium Community Water System for on-site consumption for residential and condominium amenity use only; said condominium declared by R. J. Moreau Communities, LLC by condominium Declaration recorded in the Belknap County Registry of Deeds at Book 2434, Page 151, and with Site Plan recorded in said registry Plan Drawer L54 as Plan No. 6, entitled: "Condominium Site/Subdivision Plan of Winnisquam Village Condominium for REI Land Improvement Co., LLC", dated on 09-25-05 and prepared by Holden Engineering & Surveying, Inc.

RESOLUTION #2: The Tilton-Northfield Water District Commission will and does support Pennichuck East Utility, Inc.'s Franchise Petition to the PUC, wherein Pennichuck East Utility, Inc. seeks approval from the PUC to acquire the Franchise Right to gather and distribute potable water for on-site consumption for residential and condominium amenity use only within that limited area which is the 58.76 acres comprising the Winnisquam Village Condominium through the Community Water System now constructed at the

condominium for the limited purpose of allowing the Pennichuck East Utility, Inc., its successors and assigns, to own and operate the Winnisquam Village Condominium Community Water System; said community water system constructed according to site plan entitled: "Water Distribution Plan, Winnisquam Village Condominium", by Holden Engineering & Surveying, Inc., dated November 17, 2005 ("PLAN"). Sheets 1, 2, & 3 of 6 of the Plan annexed hereto as Appendix A. The District's support shall include cooperating with Pennichuck East Utility, Inc. and/or by the PUC, and/or by R. J. Moreau Communities, Inc., but at no cost to the District, to assist Pennichuck East Utility, Inc. in acquiring said Franchise Rights.

RESOLUTION #3: Said Commission Officer is authorized to sign such agreements or instruments requested of it by Pennichuck East Utility, Inc., or by the PUC, or by R. J. Moreau Communities, Inc. in fulfilling the Districts "support" as outlined in Resolution #2.

Commissioners present at this meeting were: Roland Seymour, Chairman
Scott Davis, Commissioner
Heber Feener, Commissioner



ATTEST:



Name: Carole Chase
Title: Water District Clerk
DATE: April 22, 2009
