

1 EXHIBIT 1

2 RESOLUTION NO. 2018-

3 A RESOLUTION OF CHAIR AND BOARD OF DIRECTORS OF
4 THE HALLANDALE BEACH COMMUNITY REDEVELOPMENT
5 AGENCY, HALLANDALE BEACH, FLORIDA, APPROVING THE
6 FOURTH AMENDMENT TO DEVELOPMENT AGREEMENT
7 BETWEEN THE HALLANDALE BEACH COMMUNITY
8 REDEVELOPMENT AGENCY, ICEBOX CAFÉ RE, LLC AND
9 ICEBOX PANTRY RE, LLC; CONSENTING TO THE
10 ASSIGNMENT OF THE DEVELOPMENT AGREEMENT FROM
11 ICEBOX CAFÉ RE, LLC TO ICEBOX PANTRY RE, LLC;
12 AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE THE
13 FOURTH AMENDMENT TO DEVELOPMENT AGREEMENT
14 DEVELOPMENT AGREEMENT; AND PROVIDING AN
15 EFFECTIVE DATE.

16 WHEREAS, the Hallandale Beach Community Redevelopment Agency ("HBCRA") and
17 Icebox Cafe RE, LLC ("Developer") entered into that certain Development Agreement dated July
18 11, 2016 (the "Original Development Agreement"), as amended by that certain Amendment to
19 Development Agreement dated August 24, 2016 (the "First Amendment"), as further amended
20 by that certain Second Amendment to Development Agreement dated October 23, 2016 (the
21 "Second Amendment") as further amended by that certain Third Amendment to Development
22 Agreement dated November 14, 2016 (the "Third Amendment") and as further amended by that
23 certain side letter dated December 20, 2017 (the "Side Letter" and, collectively, with the Original
24 Development Agreement, the First Amendment, the Second Amendment and the Third
25 Amendment, the "Development Agreement"); and

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27 WHEREAS, the Developer and the HBCRA desire to incorporate certain modifications
28 into the Development Agreement; and

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30 WHEREAS, the Developer has requested that the Development Agreement be assigned
31 from the Developer to Icebox Pantry RE, LLC, a Florida limited liability company; and

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33 WHEREAS, the HBCRA desires to consent to the assignment of the Development
34 Agreement from the Developer to Icebox Pantry RE, LLC; and

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36 WHEREAS, the Board of Directors of the HBCRA desires to enter into the Fourth
37 Amendment to Development Agreement with the Developer and Icebox Pantry RE, LLC
38 substantially in the form attached hereto as Exhibit "A" and by this reference made a part
39 hereof, and to consent to the assignment of the Development Agreement from the Developer to
40 Icebox Pantry RE, LLC.

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42 NOW, THEREFORE, BE IT RESOLVED BY THE CHAIR AND BOARD OF
43 DIRECTORS OF THE HALLANDALE BEACH COMMUNITY REDEVELOPMENT AGENCY:

44 Section 1. Recitals. The recitals in the whereas clauses are true and correct, and
45 incorporated into this Resolution.

46 Section 2. Approval of Fourth Amendment to Development Agreement. The Fourth
47 Amendment to Development Agreement with the Developer and Icebox Pantry RE, LLC as
48 attached hereto as Exhibit "A" is hereby approved with such non-material changes as approved
49 by the HBCRA Executive Director and approved as to legal form and sufficiency by the HBCRA
50 Attorney.

51 Section 3. Execution of Fourth Amendment to Development Agreement. The HBCRA
52 Executive Director is hereby authorized to execute and deliver the Fourth Amendment to
53 Development Agreement with the Developer and Icebox Pantry RE, LLC.

54 Section 4. Consent to Assignment of Development Agreement. The HBCRA hereby
55 consents to the assignment of the Development Agreement from the Developer to Icebox
56 Pantry RE, LLC, subject to the terms and condition of the Fourth Amendment.

57 Section 5. Implementation of Fourth Amendment to Development Agreement. The
58 HBCRA Executive Director is hereby authorized to take all steps necessary and appropriate to
59 implement the terms and conditions of the Fourth Amendment to Development Agreement with
60 the Developer.

61 Section 6. Effective Date. This resolution shall take effect immediately upon approval.

62 PASSED AND ADOPTED by a _____ vote of the Board of the Hallandale
63 Beach Community Redevelopment Agency, this 29th day January, 2018.

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ATTEST:

HALLANDALE BEACH COMMUNITY
REDEVELOPMENT AGENCY

MARIO BATAILLE, CMC, CRA CLERK

JOY COOPER, CHAIR

APPROVED AS TO FORM:

GRAY ROBINSON, P.A., CRA ATTORNEY