

REVOCABLE LICENSE AGREEMENT

THIS LICENSE AGREEMENT is made and entered into and effective as of August 25, 2025 by and between the City of Atlantic City, (“City”) having an address of 1301 Bacharach Boulevard, Atlantic City, New Jersey 08401 and REALTY MANAGEMENT SERVICES, INC. (“Licensee”), having a business address of 106 Union Avenue, Lakehurst, New Jersey 08733; and

WHEREAS, the City is a municipal corporation of the State of New Jersey, owning and controlling certain real property within its territorial limits, including the public right-of-way identified as South Tennessee Avenue (“City Property”); and

WHEREAS, the Licensee owns certain real property known as 215 South Tennessee Avenue, also identified as Block 54, Lot 27 on the Tax Map of the City of Atlantic City (the “Licensee Property”), and

WHEREAS, the Licensee Property is currently vacant land that will be developed by Licensee into a mixed use building containing retail on the ground floor and one (1) residential dwelling unit on the second and third floors with a roof deck, custom 3D stair bulkhead on the roof and two wall mounted signs; and

WHEREAS, the Licensee desires to install certain decorative features and signage that will encroach a maximum of 3 ft. over the public right-of-way on Tennessee Avenue adjacent to the Licensee Property (collectively “Licensed Property”), see Exhibit “A” attached; and

WHEREAS, the custom 3D stair bulkhead on the roof and two wall mounted signs are more specifically described as follows:

1. One (1) custom 3D stair bulkhead on the roof that is approximately 10’ – 0” H, 14’ – 0” L, 10’ – 0” W, that will extend over the public right-of-way adjacent to Licensee Property

which is part of the City Property, see Exhibit "A" attached; and

2. One (1) wall sign that is approximately 1' – 3" H, 10' – 6" L, 1" D consisting of protruding lettering that will extend over the public right-of-way adjacent to Licensee Property which is part of the City Property, see Exhibit "A" attached; and

3. One (1) protruding sign off the building on a pole that is approximately 13' - 4½" L, 5' - 9" W that will extend over the public right-of-way adjacent to Licensee Property which is part of the City Property, see Exhibit "A" attached; and

WHEREAS, the City Council of the City of Atlantic City ("City Council") pursuant to Resolution No. 384 of 2025 has granted a license ("License") to Licensee for the right to use the Licensed Property as set forth above, see Exhibit "B" attached hereto; and

NOW, THEREFORE, in order to carry out the intent as expressed above, and in consideration of the payment of One Dollar (\$1.00), the substantial benefits that Licensee's business will provide to the City, and the mutual covenants herein contained, the City and the Licensee hereby agree and covenant as follows:

1. City Council pursuant to Resolution 384 of 2025 granted a License to the Licensee for the purpose of allowing Licensee to install a custom 3D stair bulkhead on the roof and two wall mounted signs within the Licensed Property as described, above.

2. The within License is for an initial period of five (5) years which period shall thereafter automatically renew annually unless either party provides written notice of its intent to revoke or cancel the License.

3. The within License is expressly subject to the following conditions:

(a) The Licensed Property shall only be used for the custom 3D stair bulkhead on the roof and two wall mounted signs under the terms of this License Agreement.

- (b) At all times during which this License shall be in effect, it is agreed and understood that as a condition hereof, the Licensee, at its own cost and expense, shall extend or maintain the Licensee's existing general liability insurance policy to cover the Licensed Property, and the Licensee shall name the City as additional insured, insuring the City against any and all liability or claims of liability arising out of, occasioned by, or resulting from any accident or otherwise in or about the Licensed Property, or for injuries to any person or persons. Licensee shall provide proof of insurance to the City prior to commencement of work and shall be at the levels approved by City's Risk Manager.
- (c) Under no circumstances shall the custom 3D stair bulkhead on the roof nor the two wall mounted signs extend beyond the perimeter of the Licensed Property nor shall the Licensed Property be expanded without the express permission of the City of Atlantic City.

4. The Licensee is subject to all federal and state laws and the ordinances of the City of Atlantic City including but not limited to any applicable permitting requirement as they now exist or may be hereafter adopted or amended and the Resolutions of the City now in effect which may be hereafter passed or adopted.

5. As a condition hereof, the Licensee is bound to hold the City harmless and to defend the City against any and all claims for damages, costs and expenses to persons or property that may arise out of or be occasioned by the use and maintenance of the Licensed Property or from any act or omission by any representative, agent or successor of the Licensee. It is the intention of this indemnity provision on the part of the Licensee, as a condition of this License, that it shall be full and total indemnification against any kind or character of claim whatsoever that may be asserted against the City

by reasons of, or as a consequence of, having granted permission to the Licensee to have a custom 3D stair bulkhead on the roof and two wall mounted signs that extend over the public right-of-way of the City's real property or within the City's right-of-way.

6. Should the Licensee breach any of the terms and conditions of the License Agreement, the City retains the right at any time, upon sixty (60) day notice from the City to the Licensee, to revoke this License, in part or in its entirety, and to require that the aforementioned encroachments or any encroachments existing at the time of such notice, be removed, or at the City's discretion, the City may remove the aforementioned encroachments and the City, its agents, servants, and employees shall bear no responsibility or liability for damage caused to the aforementioned or adjoining structures by such removal.

7. This License Agreement shall be binding upon the heirs, assigns, and/or successors in right, title or interest of the parties to that Agreement.

8. This License Agreement and any amendment or addendum thereto may be executed in counterparts each of which when executed by the requisite parties shall be deemed to be a complete original document. An electronic or facsimile copy thereof shall be deemed, and shall have the same legal force and effect as an original document.

9. The Licensed Property shall at all times remain in the public domain, fully accessible for the use, enjoyment and passage of pedestrians.

[THIS SPACE IS INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, said parties have set their hands and seals on this day and year first

below written.

ATTEST:

CITY OF ATLANTIC CITY

By: Paula Geletei
Paula Geletei, City Clerk

By: Marty Small, Sr.
Marty Small, Sr., Mayor

Dated: 8/29/2025

Dated: 8-29-25

ATTEST:

REALTY MANAGEMENT SERVICES, INC.

By: _____

By: [Signature]

Name: _____

Name: MARK Calluzzo

Title: _____

Title: Managing Member

Dated: _____

Dated: 8/25/25

The within Agreement is approved as to form and execution.

Date: 8/29/2025

By: [Signature]
Jack A. Berenato, Esquire
Assistant City Solicitor

EXHIBIT A

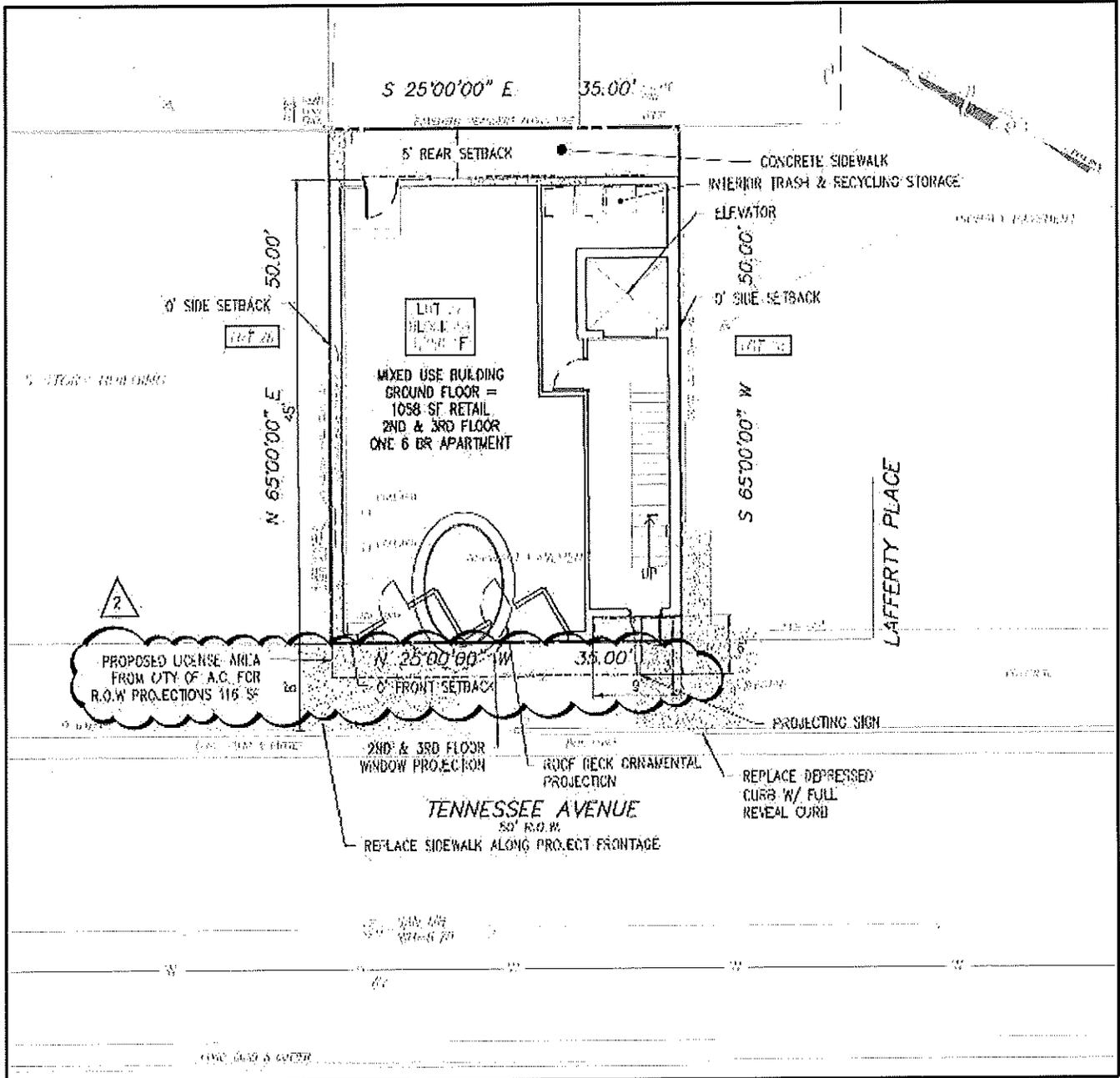


EXHIBIT B

Resolution of the City of Atlantic City

No. 384

Approved as to Form and Legality on Basis of Facts Set Forth

Factual contents certified to by

Assistant City Solicitor /s/ Jack Berenato

Director of Planning & Development/s/ Jacques Howard

Prepared by City Solicitor's Office

Council Member SHABAZZ presents the following Resolution:

RESOLUTION GRANTING A LICENSE TO REALTY MANAGEMENT SERVICES, INC. REGARDING THE PROPERTY LOCATED AT 215 SOUTH TENNESSEE AVENUE (BLOCK 54, LOT 27)

WHEREAS, Realty Management Services, Inc. ("RMS") occupies the property located at 215 South Tennessee Avenue and also designated as Block 54, Lot 27 on the Tax Map of the City of Atlantic City (the "Property"); and

WHEREAS, the Property is currently vacant land and RMS has proposed developing a mixed-use building containing retail on the ground floor and one (1) residential unit on the second and third floors with a roof deck, custom 3D decorative stair bulkhead on the roof and two signs;

WHEREAS, RMS desires to install certain decorative features and signage that will encroach a maximum of 3 ft. over the public right-of-way on Tennessee Avenue adjacent to the Property, see Exhibit "A" attached; and

WHEREAS, the custom 3D decorative stair bulkhead on the roof and two signs are more specifically described as follows:

1. One (1) custom 3D stair bulkhead on the roof that is approximately 10' - 0" H, 14' - 0" L, 10' - 0" W, that will extend over the public right-of-way adjacent to Licensee Property which is part of the City Property, see Exhibit "A" attached; and
2. One (1) wall sign that is approximately 1' - 3" H, 10' - 6" L, 1" D consisting of protruding lettering that will extend over the public right-of-way adjacent to Licensee Property which is part of the City Property, see Exhibit "A" attached; and
3. One (1) protruding sign off the building on a pole that is approximately 13' - 4½" L, 5' - 9" W that will extend over the public right-of-way adjacent to Licensee Property which is part of the City Property, see Exhibit "A" attached; and

WHEREAS, RMS is requesting a license from the City to permit the custom 3D decorative stair bulkhead on the roof and two signs to encroach over and be placed on portions of the public right-of-way adjacent to the Property, as shown on Exhibit "A"; and

WHEREAS, this matter was reviewed by the Planning and Development Committee of the City Council of the City of Atlantic City on February 5, 2025; and

WHEREAS, City Council finds and declares that the public interest of the City will not be harmed by the granting a license on a portion of the public right-of-way.

NOW, THEREFORE, BE IT RESOLVED, by the Council of the City of Atlantic City, that for the consideration of ONE DOLLAR (\$1.00), the Mayor is hereby authorized to execute, and the City Clerk to attest to, a License Agreement to authorize RMS's proposed custom 3D decorative stair bulkhead on the roof and two signs to encroach over portions of the public right-of-way adjacent to the Property consistent with this Resolution.

BE IT FURTHER RESOLVED, that RMS shall enter into a License Agreement subject to the following terms and conditions:

1. The proposed License Agreement will be subject to review and approval by the City Solicitor;
2. The proposed License Agreement shall contain a provision by which the proposed licensee and its successors shall hold harmless and indemnify the City for all costs, liabilities and claims arising out of or related to the existence, maintenance, or use of the said encroachments upon the City's right-of-way; and
3. The License Agreement shall be binding upon the heirs, assigns and/or successors in right, title or interest of the parties to the said agreement.

BE IT FURTHER RESOLVED, that the form and language of the License Agreement authorized by this Resolution shall be approved by the City Solicitor prior to its execution.

May 21, 2025

DO NOT USE SPACE BELOW THIS LINE												
RECORD OF COUNCIL VOTE ON FINAL PASSAGE												
COUNCIL MEMBER	AYE	NAY	N.V.	A.B.	MOT.	SEC.	COUNCIL MEMBER	AYE	NAY	N.V.	A.B.	SEC.
BAILBY	X					X	LACCA	X				
CROUCH	X						MARSHALL	X				
DUNSTON				X			SHABAZZ	X				X
KURTZ	X						TIBBITT	X				
							RANDOLPH, PRESIDENT	X				
X-Indicates Vote NV-Not Voting AB-Absent MOT-Motion SEC-Second												

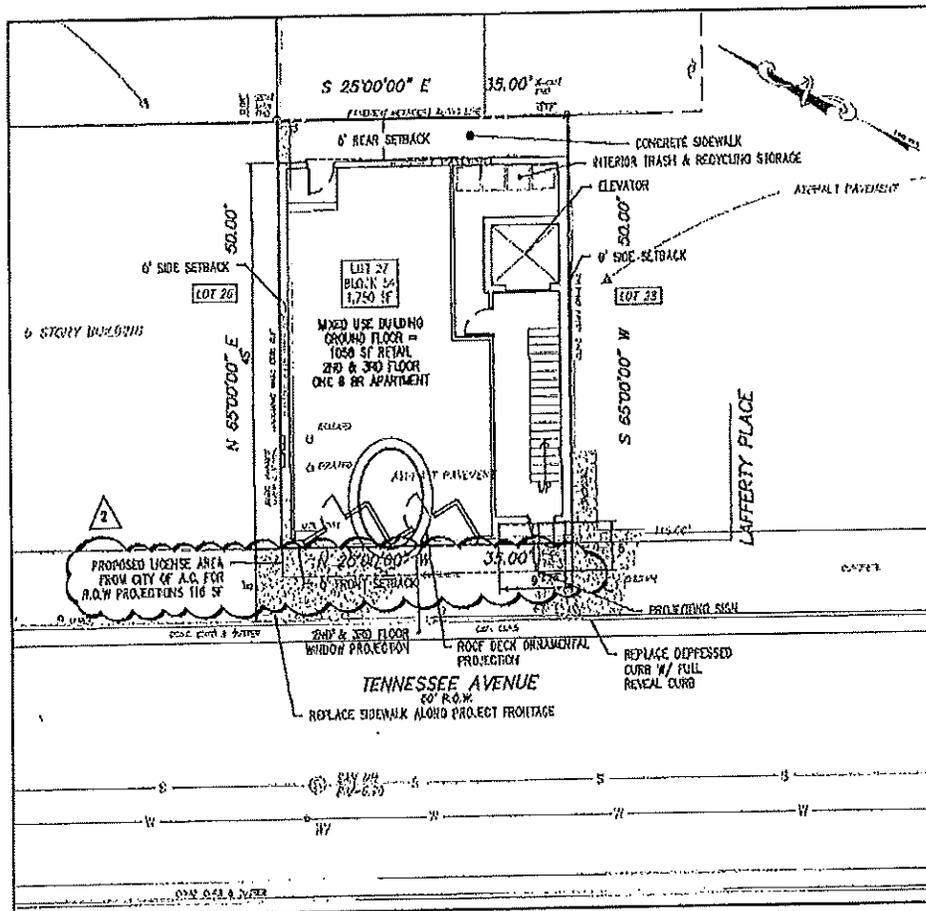
This is a Certified True copy of the Original Resolution on file in the City Clerk's Office.

DATE OF ADOPTION: MAY 21, 2025

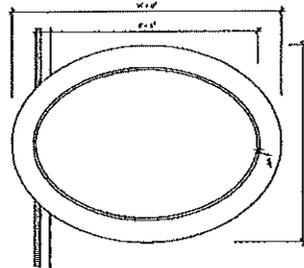
Paula Geletel

 /s/ Paula Geletel, City Clerk

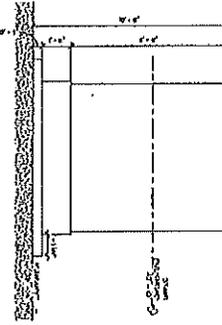
100 384
 Exhibit A (1 of 3)



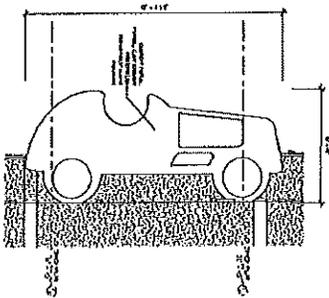
NO-C2N3CBX6 4926-1059-4623.1



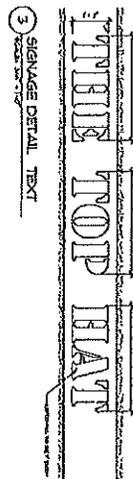
5 CUSTOM HAT PLAN
SCALE 3/8" = 1'-0"



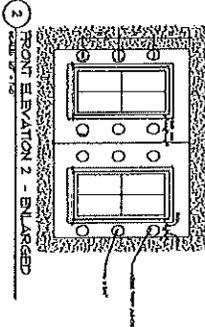
6 CUSTOM HAT ELEVATION
SCALE 3/8" = 1'-0"



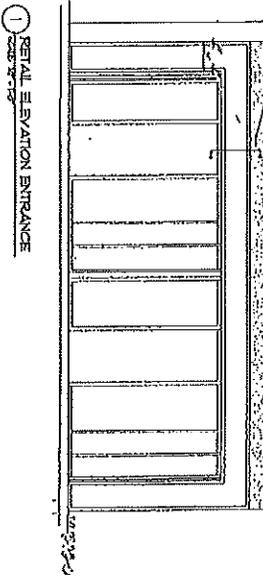
7 CUSTOM METAL PANEL
SCALE 3/8" = 1'-0"



3 SIGNAGE DETAIL TEXT
SCALE 3/8" = 1'-0"



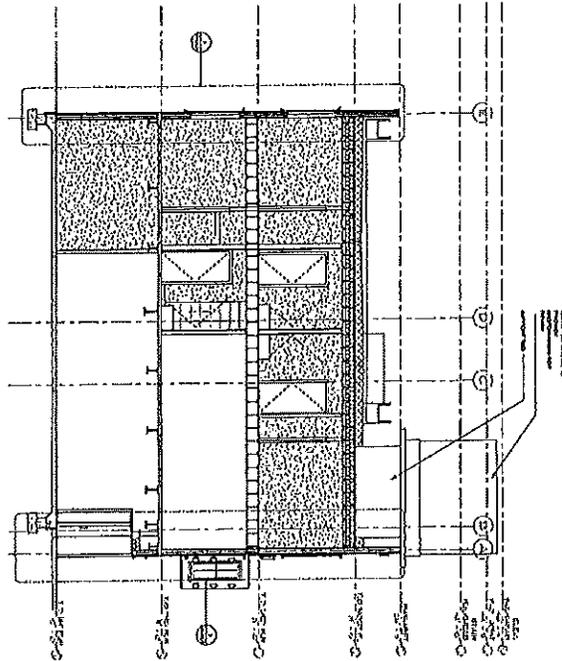
2 FRONT ELEVATION 2 - ENLARGED
SCALE 3/8" = 1'-0"



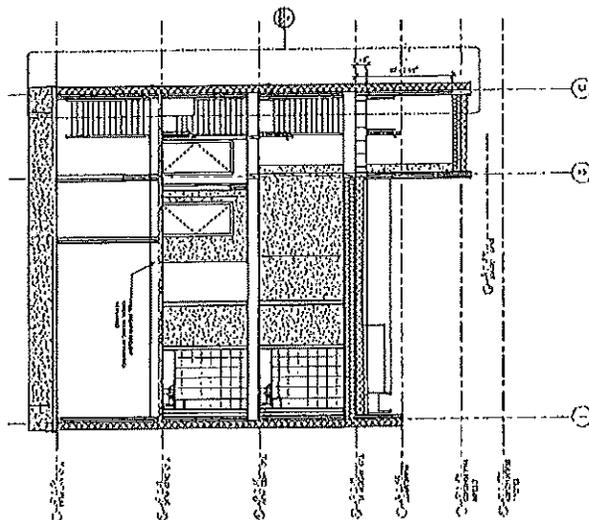
1 METAL ELEVATION ENTRANCE
SCALE 3/8" = 1'-0"

<p>DATE: 10/15/10</p> <p>PROJECT: CALLAZZO BLDG</p> <p>LOCATION: 25 S TENNESSEE AVE, ATLANTIC CITY, NJ 08401</p> <p>SCALE: 3/8" = 1'-0"</p> <p>BY: [Signature]</p>	<p>SCOPE TO:</p> <p>CALLAZZO BDG</p> <p>25 S TENNESSEE AVE</p> <p>ATLANTIC CITY,</p> <p>NJ 08401</p>	<p>Parallel</p> <p>architectural group</p>
	<p>A-202</p>	

1 BUILDING SECTION 1



2 BUILDING SECTION 2



<p>DATE: 10/10/11</p> <p>PROJECT: CALLAZZO BLDG</p> <p>NO. 1: 10/10/11</p> <p>NO. 2: 10/10/11</p> <p>NO. 3: 10/10/11</p> <p>NO. 4: 10/10/11</p> <p>NO. 5: 10/10/11</p> <p>NO. 6: 10/10/11</p> <p>NO. 7: 10/10/11</p> <p>NO. 8: 10/10/11</p> <p>NO. 9: 10/10/11</p> <p>NO. 10: 10/10/11</p>	<p>SCALE TO:</p> <p>CALLAZZO BLDG</p> <p>25 S TENNESSEE AVE</p> <p>ATLANTA CITY,</p> <p>GA 30301</p>	<p>Parallel</p> <p>architectural group</p>
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