

OFFER OF IRREVOCABLE DEDICATION - PEDESTRIAN PATH

This Offer of Irrevocable Dedication (hereinafter the "Agreement") is by and between GREEN STREET, LLC, a Vermont limited liability company with a principal place of business in Hinesburg, in the County of Chittenden, and State of Vermont, (hereinafter the "Owner"), and the TOWN OF HINESBURG, a Vermont municipality located in the County of Chittenden, and State of Vermont, (hereinafter the "Town").

In consideration of Ten Dollars (\$10.00) paid by the Town to the Owner and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, it is covenanted and agreed as follows:

1. The Owner herein delivers to the Town a deed of conveyance for a pedestrian path, the descriptive portions of which are attached hereto as Exhibit A, said delivery constituting a formal Offer of Irrevocable Dedication to the Town, to be held by the Town until the acceptance or rejection of such Offer of Irrevocable Dedication by the Town (hereinafter the "improvements").

2. Owner agrees that such formal Offer of Irrevocable Dedication is irrevocable and can be accepted by the Town at any time.

3. The execution and delivery of this Offer of Irrevocable Dedication shall impose no obligation by the Town to accept such Offer of Irrevocable Dedication.

4. This Offer of Irrevocable Dedication shall run with the land and be binding upon the Owner and the Town and their respective successors and assigns.

5. By the acceptance and recording of this Offer of Irrevocable Dedication - Pedestrian Path, the Town of Hinesburg acknowledges that this Offer of Irrevocable Dedication - Pedestrian Path supersedes and replaces the Offer of Irrevocable Dedication - Pedestrian Path dated October 1, 2007, and of record in Book 194, Pages 626-630 of the Town of Hinesburg Land Records.

IN WITNESS WHEREOF, we hereunto set our hands and seals this _____ day of _____, 2015.

IN PRESENCE OF:

GREEN STREET, LLC

WITNESS

By: _____
Duly Authorized Agent

STATE OF VERMONT
CHITTENDEN COUNTY, SS.

At Hinesburg, in said County, this _____ day of _____, 2015,
personally appeared _____, Duly Authorized Agent of
GREEN STREET, LLC, who acknowledged the foregoing instrument, by _____ sealed and
subscribed, to be _____ free act and deed, and the free act and deed of GREEN STREET,
LLC.

Before me: _____
Notary Public

My commission expires: 2/10/2019

EXHIBIT A

Being a non-exclusive easement and right of way for pedestrian access in the area depicted as “Proposed Relocated 25’ Wide Walking Path/VAST Trail Easement” on a plat of survey entitled: “Lands of Green Street, LLC & Robert S. Bast & Laura Carlsmith, Trustees of the Laura Carlsmith Revocable Trust, Route 116 & Charlotte Road, Hinesburg, Vermont,” Sheet 1 of 2 and Sheet 2 of 2, prepared by Lamoureux & Dickinson Consulting Engineers, Inc., dated June 23, 2014, last revised September 26, 2014 (Sheet 1) and October 24, 2014 (Sheet 2) and recorded in Map Slides ___ of the Town of Hinesburg Land Records (the “Plat”).

Also being a non-exclusive easement and right of way for a sidewalk in the area depicted as “An Easement to the Town of Hinesburg Is Proposed Along the Sidewalk Between Charlotte Road and VT Route 116 Across Portions of Lots 1, 2 ,4 ,6 & 15” on the Plat and on a site plan entitled: “Green Street, Hinesburg, VT, Overall Site Plan,” dated June 23, 2014, last revised March 19, 2015 and recorded in Map Slide ___ of the Town of Hinesburg Land Records (the “Site Plan”).

Also being an easement in the area depicted as “Proposed Adjustment to the Walking Path Easement for Construction of the New Building” on the Plat.

PEDESTRIAN PATH AND SIDEWALK EASEMENT DEED

KNOW ALL PERSONS BY THESE PRESENTS, that **GREEN STREET, LLC**, a Vermont limited liability company with a place of business in Hinesburg, County of Chittenden and State of Vermont (“Grantor”), in consideration of Ten and More Dollars, and other valuable consideration, the receipt and satisfaction of which are hereby acknowledged, to it paid by the **TOWN OF HINESBURG**, a municipality located in Chittenden County, Vermont, (“Grantee”), hereby **GIVES, GRANTS, SELLS, CONVEYS and CONFIRMS** unto the said Grantee, **TOWN OF HINESBURG**, and its successors and assigns forever, perpetual easements and rights-of-way for the purpose of using and maintaining a pedestrian path and sidewalk for public use over, on and through property in the Town of Hinesburg, County of Chittenden and State of Vermont (the “Easements”), described as follows, viz:

Being a non-exclusive easement and right of way for pedestrian access in the area depicted as “Proposed Relocated 25’ Wide Walking Path/VAST Trail Easement” on a plat of survey entitled: “Lands of Green Street, LLC & Robert S. Bast & Laura Carlsmith, Trustees of the Laura Carlsmith Revocable Trust, Route 116 & Charlotte Road, Hinesburg, Vermont,” Sheet 1 of 2 and Sheet 2 of 2, prepared by Lamoureux & Dickinson Consulting Engineers, Inc., dated June 23, 2014, last revised September 26, 2014 (Sheet 1) and October 24, 2014 (Sheet 2) and recorded in Map Slides ___ of the Town of Hinesburg Land Records (the “Plat”).

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Also being an easement in the area depicted as “Proposed Adjustment to the Walking Path Easement for Construction of the New Building” on the Plat.

By its recording of this Deed, Grantee agrees, for itself and its successors and assigns, that any premises of Grantor lying outside the scope of this easement and right of way disturbed or affected by Grantee’s exercise of the rights granted it hereunder, shall be restored to their condition prior to such entry at Grantee’s own cost and within a reasonable time, and acknowledges that it will indemnify and hold Grantor and its successors and assigns harmless, to the full limits of liability insurance that Grantee customarily maintains, for any injury or damage resulting from the public use of said right of way not attributable to acts of the Grantor. Grantee, by the recording of this Deed, acknowledges that this easement has been donated to the Town of Hinesburg, at no cost to the Town, with the intent that Grantor and its successors and assigns shall receive the full benefit and protection of 19 V.S.A. Section 2309.

Grantor, its successors and assigns, shall have the right to make use of the surface of so much of its property as is encumbered hereby, such as shall not be inconsistent with the use of said easement and right of way, but specifically shall place no structures, landscaping or other improvements within said easement areas which shall prevent or interfere with the Grantee’s ability to use said easement and right of way.

The Easement is located within a portion of the same lands and premises conveyed to Green Street, LLC by Warranty Deed of Andrew E. Devost dated January 18, 2005 and recorded in Volume 176 at Page 609 of the Town of Hinesburg Land Records.

The Easement is also subject to: (a) Town of Hinesburg Development Review Board Findings of Fact, Conclusions of Law and Order dated October 21, 2014; (b) Wastewater System and Potable Water Supply Permit #WW-4-2670 dated January 31, 2007 recorded in Volume 190 at Pages 448 of the Town of Hinesburg Land Records, as amended; (c) Land Use Permit #4C0854-1 dated June 1, 2007 and recorded in Volume 192 at Page 176 of the Town of Hinesburg Land Records, as amended; and (d) all easements and rights of way of record, not meaning to reinstate any claims barred by operation of the Vermont Marketable Record Title Act, 27 V.S.A. § 601-611, both inclusive.

Reference is hereby made to the above-mentioned plan and deeds and the records thereof, and the references therein made all in further aid of this description.

TO HAVE AND TO HOLD the said granted Easements, with all the privileges and appurtenances thereto, to the Grantee, **TOWN OF HINESBURG**, and its successors and assigns, to their own use and behoof forever; and Grantor, **GREEN STREET, LLC**, for itself and its successors and assigns, covenants with Grantee, and its successors and assigns, that until the ensembling of these presents, Grantor is the sole owner of the Easements, and has good right and title to convey the same in the manner aforesaid, that the said Easements are **FREE FROM EVERY ENCUMBRANCE**, except as aforementioned; and it hereby engages to **WARRANT and DEFEND** the same against all lawful claims whatever, except as aforementioned.

IN WITNESS WHEREOF, **GREEN STREET, LLC** has executed this Easement Deed by its Duly Authorized Agent this ____ day of _____, 2015.

GREEN STREET, LLC

By: _____
Duly Authorized Agent

STATE OF VERMONT
CHITTENDEN COUNTY, SS.

At _____, Vermont this ____ day of _____, 2015, personally appeared _____, Duly Authorized Agent of **GREEN STREET, LLC**, to me known, and he/she acknowledged this instrument by him/her signed and sealed, to be his/her free act and deed and the free act and deed of **GREEN STREET, LLC**.

Before me, _____
Notary Public

Notary Commission issued in Chittenden County
My commission expires: 2/10/19

VERMONT
Property Transfer Tax Return

Form
PT-172



* 1 3 1 7 2 1 1 0 1 *

A. SELLER'S (TRANSFEROR'S) INFORMATION

TOTAL number of SELLERS **1** If more than 2, attach Form 172-S.

BLACK OUT ON TOWN COPY ONLY Entity SELLER #1 Federal ID number Individual SELLER #1 Social Security Number Individual SELLER #2 Social Security Number

Entity SELLER #1 Name
GREEN STREET, LLC

Individual SELLER #1 Last Name First Name Initial

Entity SELLER #1 or Individual SELLER #1 Mailing Address Following Transfer (Number and Street or Road Name)

187 WINDROW LANE
City or Town State Zip Code
HINESBURG VT 05461

Individual SELLER #2 Last Name First Name Initial

Individual SELLER #2 Mailing Address Following Transfer (Number and Street or Road Name)

City or Town State Zip Code

B. BUYER'S (TRANSFeree'S) INFORMATION

TOTAL number of BUYERS **1** If more than 2, attach Form 172-B.

INTERNATIONAL address checkbox

BLACK OUT ON TOWN COPY ONLY Entity BUYER #1 Federal ID number Individual BUYER #1 Social Security Number Individual BUYER #2 Social Security Number

Entity BUYER #1 Name
TOWN OF HINESBURG

Individual BUYER #1 Last Name First Name Initial

Entity BUYER #1 or Individual BUYER #1 Mailing Address Following Transfer (Number and Street or Road Name)

10632 VT ROUTE 116
City or Town State Zip Code
HINESBURG VT 05461

Individual BUYER #2 Last Name First Name Initial

Individual BUYER #2 Mailing Address Following Transfer (Number and Street or Road Name)

City or Town State Zip Code

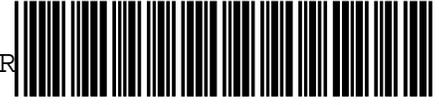
For Town Use Only

Buyer #1 or Entity TOWN OF HINESBURG

SSN or FID _____

Property Location PEDESTRIAN PATHS/SIDEWALK, GREEN ST, HINESBURG

Date of Closing _____



* 1 3 1 7 2 1 2 0 1 *

C. PROPERTY LOCATION
 Number and Street or Road Name
PEDESTRIAN PATHS AND SIDEWALK, GREEN STREET COMMUNITY
 City or Town
HINESBURG VT

D. DATE OF CLOSING	E. INTEREST IN PROPERTY - Write the number from the list	If "4", enter % Interest here	%
M M D D Y Y Y Y	1	.	0
	1. Fee Simple 3. Undivided 1/2 Interest 5. Time-Share 7. Easement/Row 2. Life Estate 4. Undivided ___% Interest 6. Lease 8. Other _____		

F. LAND SIZE (Acres or fraction thereof)	G. SPECIAL FACTORS	<input type="checkbox"/> Check if development rights have been conveyed
. ±	If sale was between family members, enter number from list below 1. Husband/Wife 2. Parent/Child 3. Grandparent/Grandchild 4. Other _____	
	FINANCING:	<input type="checkbox"/> Conventional/Bank <input type="checkbox"/> Owner Financing <input type="checkbox"/> Other _____

H. TYPE OF BUILDING CONSTRUCTION AT THE TIME OF TRANSFER (Check all that apply)

1. <input type="checkbox"/> None	5. <input type="checkbox"/> Farm Buildings	9. <input type="checkbox"/> Store
2. <input type="checkbox"/> Factory	6. <input type="checkbox"/> Multi-Family with Dwelling Units Transferred	10. <input type="checkbox"/> Residential New Construction
3. <input type="checkbox"/> Single Family Dwelling	7. <input type="checkbox"/> Mobile Home	11. <input checked="" type="checkbox"/> Other <u>PEDESTRIAN PATHS AND SIDEWALK</u>
4. <input type="checkbox"/> Seasonal Dwelling	8. <input type="checkbox"/> Condominium with Units Transferred	

I. SELLER'S USE OF PROPERTY BEFORE TRANSFER	1. Primary Residence	4. Timberland	7. Commercial _____
9	2. Open Land	5. Operating Farm	8. Industrial _____
<input type="checkbox"/> Check if property was rented BEFORE transfer	3. Secondary Residence	6. Government Use	9. Other <u>PEDESTRIAN PATHS AND SIDEWALK</u>

J. BUYER'S USE OF PROPERTY AFTER TRANSFER	1. Primary Residence	4. Timberland	7. Commercial _____
9	2. Open Land	5. Operating Farm	8. Industrial _____
<input type="checkbox"/> Check if property will be rented AFTER transfer	3. Secondary Residence	6. Government Use	9. Other <u>PEDESTRIAN PATHS AND SIDEWALK</u>
<input type="checkbox"/> Check if property was purchased by tenant	<input type="checkbox"/> Check if buyer holds title to any adjoining property		

K. AGRICULTURAL/MANAGED FOREST LAND USE VALUE PROGRAM, 32 V.S.A. Chapter 124	L. If transfer is exempt from Property Transfer Tax, cite exemption number from instructions and complete Sections M, N, and O below.
<input type="checkbox"/> 1. Check if property being conveyed is subject to a land use change tax lien <input type="checkbox"/> 2. Check if new owner elects to continue enrollment of eligible property	02 <u>TRANSFER TO MUNICIPALITY</u>

M. TOTAL Price Paid	N. Price paid for Personal Property	O. Price paid for Real Property
0.00	.	0.00
State type of Personal Property _____		
If price paid for Real Property is less than fair market value, please explain _____		

P. Value of purchaser's principal residence included in Line O for special tax rate (See instructions)	Q. For transfers prior to July 1, 2011, fair market value of property enrolled in current use program included in Line O for special tax rate	R. For transfers prior to July 1, 2011, fair market value of qualified working farm included in Line O for special tax rate
.	.	.

S. PROPERTY TRANSFER TAX DUE from rate schedule on page 3 of this form.

COMPLETE RATE SCHEDULE FOR ALL TRANSFERS.
 Make checks payable to **VERMONT DEPARTMENT OF TAXES**

0.00

T. DATE SELLER ACQUIRED	U. IF A VERMONT LAND GAINS TAX RETURN IS NOT BEING FILED, cite exemption(s) from instructions on page 5 of this booklet
01 18 2005	01 02
M M D D Y Y Y Y	

For Town Use Only

Buyer #1 or Entity TOWN OF HINESBURG

SSN or FID _____

Property Location PEDESTRIAN PATHS/SIDEWALK, GREEN ST, HINESBURG

Date of Closing _____



RATE SCHEDULE

Tax on Special Rate Property

- 1. Value of purchaser's principal residence. **Also enter on Line P.** (See instructions) 1. _____
- 2. For transfers prior to July 1, 2011, value of property enrolled in current use program. **Also enter on Line Q.** ... 2. _____
- 3. For transfers prior to July 1, 2011, value of qualified working farm. **Also enter on Line R.** 3. _____
- 4. Add Lines 1, 2, and 3 4. _____
- 5. Tax rate 5. **0.005**
- 6. Tax due on Special Rate Property (Multiply Line 4 by Line 5) 6. _____

Tax on General Rate Property

- 7. Enter amount from Line O on page 2 of this form. 7. 0.00
- 8. Enter amount from Line 4 above. 8. _____
- 9. Subtract Line 8 from Line 7. 9. 0.00
- 10. Tax rate 10. **0.0125**
- 11. Tax due on General Rate Property (Multiply Line 9 by Line 10) 11. 0.00

TOTAL TAX DUE

- 12. Add Line 6 and Line 11. Enter here and on Line S on page 2 of this form. 12. 0.00

LOCAL AND STATE PERMITS AND ACT 250 NOTICE

The parties are hereby given notice that:

- The property being transferred may be subject to regulations governing **potable water supplies** and **wastewater systems** under 10 V.S.A. chapter 64 and **building, zoning and subdivision** regulations;
- The property being transferred may be subject to Act 250 regulations regarding land use and development under 10 V.S.A. chapter 151;
- The parties have an obligation to investigate and disclose knowledge regarding **flood regulations** affecting the property.

To determine if the property is in compliance with or exempt from these rules, contact the relevant agency. Contact information is provided in the instructions on page 7.

WITHHOLDING CERTIFICATION

Buyer(s) certifies that Vermont income tax has been withheld from the purchase price and will be remitted to the Commissioner of Taxes with Form RW-171 within 30 days from the transfer,

OR that the transfer is exempt from income tax withholding for the following reason (check one):

- 1. Under penalties of perjury, seller(s) certifies that at the time of transfer, each seller was a resident of Vermont or an estate.
- 2. Buyer(s) certifies that the parties obtained withholding certificate number _____ from the Commissioner of Taxes in advance of this sale.
- 3. Buyer(s) certifies that this is a transfer without consideration. (See instructions for Form RW-171.)
- 4. Seller(s) is a mortgagor conveying the mortgaged property to a mortgagee in a foreclosure or transfer in lieu of foreclosure, with no additional consideration.

For Town Use Only

Buyer #1 or Entity TOWN OF HINESBURG

SSN or FID _____

Property Location PEDESTRIAN PATHS/SIDEWALK, GREEN ST, HINESBURG

Date of Closing _____



Transferor and Transferee state that the information submitted on this return is true, correct and complete to the best of their knowledge.

Prepared by (print or type) GRAVEL & SHEA PC

Preparer's Address PO BOX 369

BURLINGTON, VT 05402-0369

Buyer's Representative _____

Buyer's Representative Telephone _____

Town or City: Please forward original to the VT Department of Taxes within 30 days of receipt.

THIS SECTION TO BE COMPLETED BY TOWN OR CITY CLERK

Book Number _____ Page Number _____ Grand List year of _____

City or Town

Date of Record

M M D D Y Y Y Y

Grand List Value

Parcel ID Number

Grand List Category*

SPAN

ACKNOWLEDGMENT

Return received.

SIGNED _____, Clerk DATE _____

* Please use the following numeric two-digit grand list category codes

Residential <6 Acres01	Seasonal >6 Acres06	Utilities Other11
Residential >6 Acres02	Commercial07	Farm12
Mobile Home/Un03	Commercial Apt08	Other13
Mobile Home/La04	Industrial09	Woodland14
Seasonal <6 Acres05	Utilities Elec10	Miscellaneous15

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