

A RESOLUTION APPROVING AN AMENDMENT
TO THE PURCHASE AGREEMENT AND THE
COST PARTICIPATION AGREEMENT WITH
SEABREEZY ENTERPRISES, LLC

WHEREAS, the City of Virginia Beach Development Authority (the "Authority") is the owner of land located in the Corporate Landing Business Park in Virginia Beach, Virginia; and

WHEREAS, on March 15, 2022, the Authority adopted a resolution (the "2022 Resolution") authorizing the sale of approximately 3.43 acres of land at Corporate Landing, designated as GPIN: 2415-10-8582 as shown on Exhibit A attached hereto (the "Property"), to Seabreezy Enterprises, LLC, a Virginia limited liability company (the "Purchaser");

WHEREAS, as set forth in the 2022 Resolution, the Authority also authorized the Purchaser to construct an access road and stormwater facilities on behalf of the Authority (the "Offsite Infrastructure");

WHEREAS, to document the terms of the acquisition of the Property by the Purchaser, the Authority and the Purchaser entered into a purchase agreement dated as of January 5, 2023, (as amended, the "Purchase Agreement");

WHEREAS, to document the rights and responsibilities of the parties relating to the construction of the Offsite Infrastructure, as contemplated by the Purchase Agreement, the parties entered into a cost participation agreement dated as of March 7, 2023, (as amended, the "Cost Participation Agreement");

WHEREAS, the Purchase Agreement required the Purchaser to close on the Property within eighteen (18) months of execution of the Purchase Agreement, however, due to evolution of the Purchaser's plans and unfavorable financial conditions, the Purchaser has yet to close and is requesting a nine-month extension of that deadline to July 8, 2025;

WHEREAS, construction of the Offsite Infrastructure commenced in March of 2023 and was completed in August of 2024;

WHEREAS, the Authority and Purchaser have identified additional offsite infrastructure needed for the mutual benefit of the parties, namely the construction of Global Way and a stormwater facilities for the benefit of Corporate Landing and the Property, as shown on Exhibit B, the "Additional Offsite Infrastructure";

WHEREAS, the Authority is of the opinion that Purchaser, via its general contractor, is the best and only practical party to construct the Additional Offsite Infrastructure, and the Authority desires to amend the Cost Participation Agreement for that purpose; and

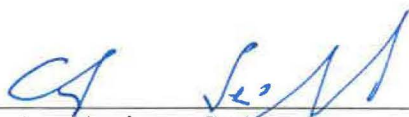
WHEREAS, the Authority is also of the opinion that amending the Purchase Agreement and Cost Participation Agreement as described above will promote the further development of Corporate Landing and the development of the Property by Purchaser all in furtherance of the mission of the Authority.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY OF VIRGINIA BEACH DEVELOPMENT AUTHORITY:

The Chair or the Vice Chair of the Authority is hereby authorized to execute and deliver an amendment to the Purchase Agreement and Cost Participation on the terms outlined on Exhibits A, B and C, and such other terms, conditions and modifications as may be satisfactory to and approved by the Chair or the Vice Chair, the Director of the City of Virginia Beach Department of Economic Development and the City Attorney.

Adopted this 8 day of October, 2024, by the City of Virginia Beach Development Authority.

CITY OF VIRGINIA BEACH
DEVELOPMENT AUTHORITY

By: 

Secretary/Assistant Secretary

APPROVED AS TO CONTENT:


Economic Development

APPROVED AS TO LEGAL
SUFFICIENCY:


City Attorney

EXHIBIT A

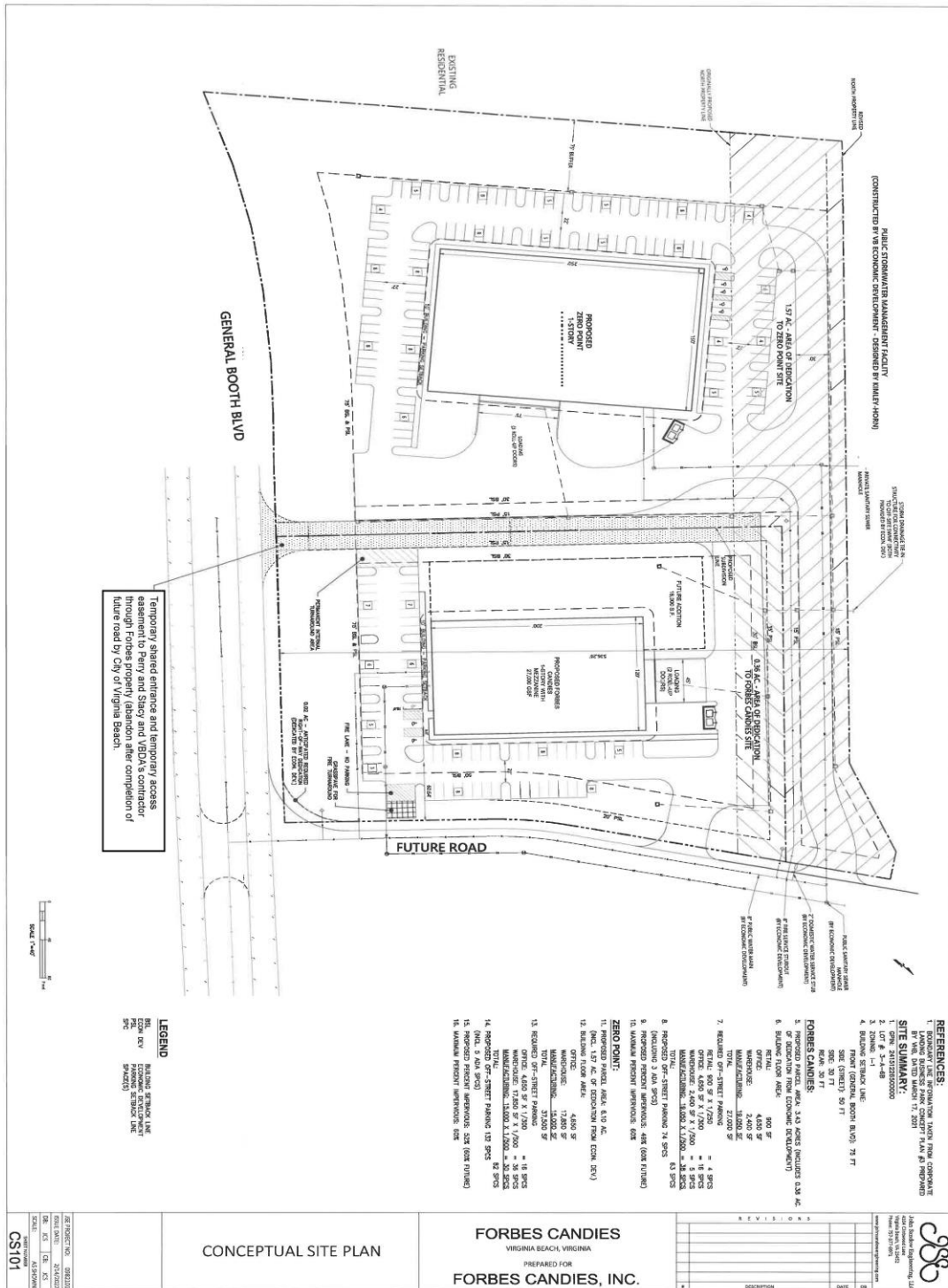
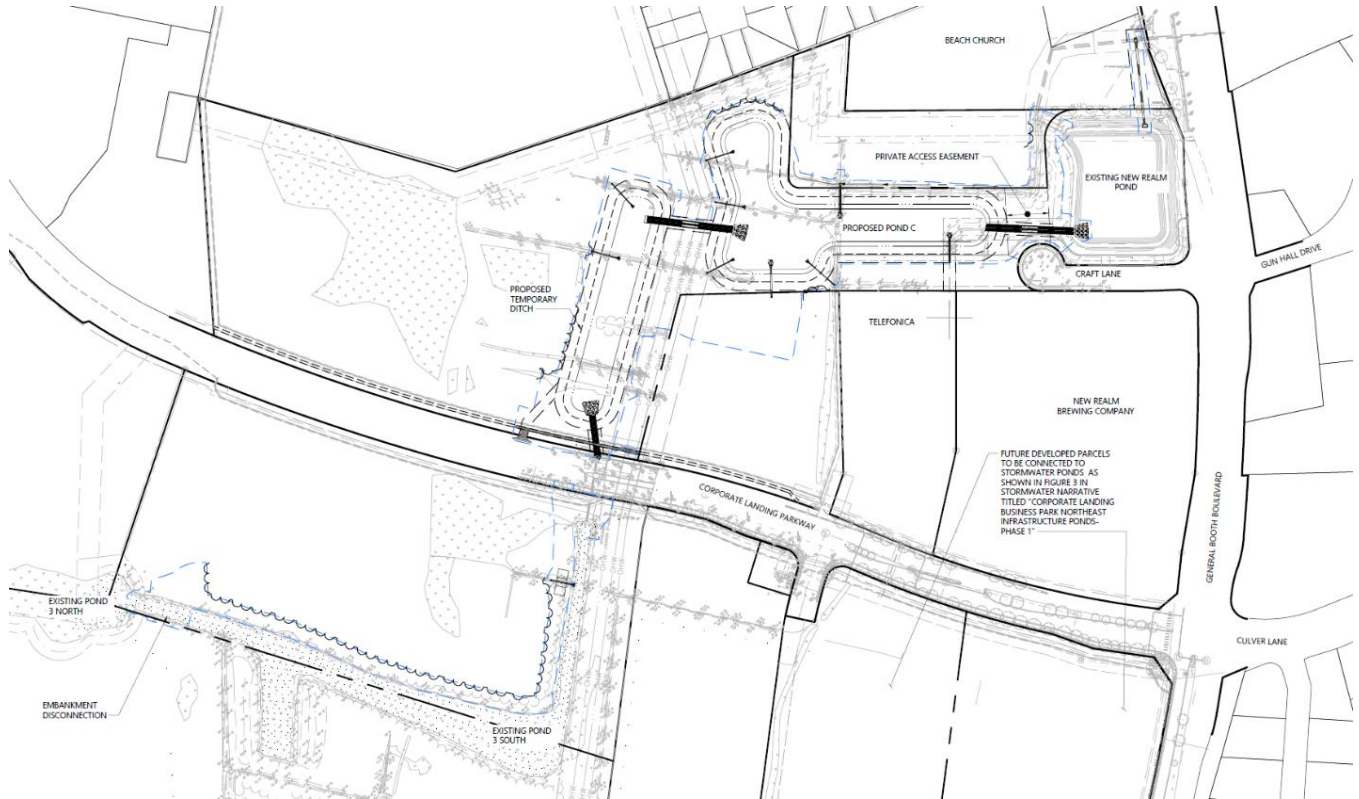


Exhibit B

Initial Authority's Cost Cap as set forth in the Cost Participation Agreement: \$4,496,107

Additional Offsite Infrastructure as shown below:



Supplemental Authority's Cost Cap

\$2,416,714	Global Way
\$48,400	Global Way Plantings
\$3,514,994	Pond C
\$55,294	Wetland Plantings
\$462,660	Electrical
\$102,187	Bonding
\$6,600,249	Subtotal
\$495,019	7.5% Contingency
\$7,095,268	TOTAL

NEW TOTAL AUTHORITY'S
COST CAP = \$11,591,375

EXHIBIT C

AMENDED SUMMARY OF TERMS

Purchase Agreement:

- Purchaser: Seabreezy Enterprises, LLC, a Virginia limited liability company, or related entity (“Purchaser”)
- Landowner: The City of Virginia Beach Development Authority, a political subdivision of the Commonwealth of Virginia (“Authority”)
- Property: An approximately 3.43-acre ~~portion of~~ designated as GPIN: ~~2415-12-2650~~ 2415-10-8582 (Corporate Landing Business Park) as shown on Exhibit A.
- Purchase Price: \$200,000 per usable acre. Subject to adjustment based on final subdivision plat, purchase price expected to be \$610,000.
- Deposit: \$50,000. Payable by Purchaser to Authority within ten days of execution of purchase agreement.
- Project: Purchaser to construct an approximately 27,000 square foot candy manufacturing and distribution facility. Construction to begin within ~~18 months of execution of purchase agreement~~ thirty (30) days of Closing and conclude, as evidenced by a certificate of occupancy, within 18 months thereafter.
- Due Diligence: ~~Purchaser to have one hundred eighty (180) days from execution of purchase agreement to inspect the Property to confirm its suitability for Purchaser’s purposes. Authority to provide relevant materials in its possession to Purchaser. Purchaser to have access to Property during due diligence to conduct studies/examinations as Purchaser deems appropriate. Due Diligence is complete.~~
- Closing: ~~Thirty (30) days from expiration of Due Diligence period.~~ On or before July 8, 2025.
- Subdivision Plat: Authority shall be responsible for all costs associated with subdividing the existing parcel.
- Closing Costs: Each party to bear own costs as typical in transactions of this nature in Virginia Beach.
- Stormwater: During Due Diligence, Purchaser to confirm Property will have access to offsite stormwater facilities owned by the Authority sufficient to permit sixty percent (60%)

impervious coverage on the Property. Authority in process of designing and constructing the offsite stormwater facility at Authority's sole cost. Authority to be responsible for the costs installing a stormwater drainage pipe sufficient to drain the Property. As with other utilities, pipe to be installed to property line at Authority's expense with Purchaser responsible for all extensions within the boundaries of the Property.

Utilities: Water, sewer, gas, and electric utility lines sufficient to serve the Project to be installed to the boundary line of the Property at Authority's cost. All extensions in the interior of the Property to be at Purchaser's cost. If required by the City of Virginia Beach, Authority to pay costs of fire hydrant(s) to serve property located offsite.

Access: Temporary access to be provided by Authority from General Booth Boulevard. Permanent access points to be constructed off new public roadway to be constructed by Authority to City of Virginia Beach standards and specifications. All access as shown on Exhibit A to this Resolution. Accesses (temporary and permanent) to be shared with parcel to the south, also as shown on Exhibit A attached hereto. Once the permanent access is completed and open, the Authority will remove the temporary access and install sidewalk and landscaping in its place.

Covenants and

Restrictions: Declaration of Protective Provisions and Covenants for Corporate Landing; Corporate Landing Design Criteria for the Business Park; Declaration of Easements; any other covenants, restrictions, and agreements of record.

Real Estate

Commission: N/A

A RESOLUTION AUTHORIZING THE CITY OF
VIRGINIA BEACH DEVELOPMENT AUTHORITY
TO SUBLEASE APPROXIMATELY 200 SQ. FT. OF
OFFICE SPACE TO CASC USA, INC.

WHEREAS, the City of Virginia Beach Development Authority (the "Authority") entered into a lease with Town Center Associates 11, LLC, for approximately 23,000 sq. ft. of office space (the "Premises") located at 4525 Main Street, Suites 700 & 710, in Virginia Beach;

WHEREAS, CASC USA, Inc., a Virginia corporation ("CASC"), desires to sublease approximately 200 sq. ft. of the Premises from the Authority; and

WHEREAS, the terms and conditions of the sublease are set forth in the Summary of Terms, attached hereto as Exhibit A, and made a part hereof.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY OF VIRGINIA BEACH DEVELOPMENT AUTHORITY:

That the Chair or Vice-Chair is hereby authorized to execute a sublease between the Authority and Chorus, so long as the terms and conditions are in accordance with the Summary of Terms attached hereto as Exhibit A, and made a part hereof, and such other terms, conditions and modifications as may be acceptable to the Chair or Vice-Chair and in a form deemed satisfactory by the City Attorney.

Adopted this 8 day of October, 2024, by the City of Virginia Beach Development Authority.

CITY OF VIRGINIA BEACH
DEVELOPMENT AUTHORITY

By: 
Secretary/Assistant Secretary

APPROVED AS TO CONTENT:


Economic Development

APPROVED AS TO LEGAL
SUFFICIENCY:


City Attorney

EXHIBIT A

Summary of Terms

LANDLORD:	TCA Block 11 Office, LLC, a Virginia limited liability company (c/o Divaris Property Management Corp.)
TENANT / SUBLESSOR:	City of Virginia Beach Development Authority (the “Authority”)
SUBLESSEE	CASC USA, Inc.
PREMISES:	Approx. 200 sq. ft. of office space located at 4525 Main Street, Suite 710, Virginia Beach, VA 23462 (within the City of Virginia Beach’s Office of Economic Development)
TERM:	Two (2) years
RENT:	Months 1-6: N/A (no rent) Months 7-12: \$7.25 / sq. ft. = \$1,450 / yr. (\$120.83 / mo.) Months 13-18: \$14.50 /sq. ft. = \$2,900 / yr. (\$241.66 / mo.) Months 19-24: \$20.25 / sq. ft. = \$4,050 / yr. (\$337.60 / mo.)
SECURITY DEPOSIT:	\$0.00
CONDITIONS:	The Sublease is subject to all the terms and conditions of the Master Lease between the Landlord and the Authority.
SPECIAL FEATURES:	Sublessee shall have the right to terminate the Sublease on thirty (30) days’ written notice to the Sublessor, without penalty.

RESOLUTION TO APPROVAL REMOVAL
OF THE SIGN RESTRICTIONS FOR
OCEANA WEST INDUSTRIAL PARK

WHEREAS, the City of Virginia Beach Development Authority (the "Authority") was created pursuant to Chapter 643 of the Acts of Assembly of 1964, as amended;

WHEREAS, in 1989, the Authority approved Restrictive Covenants for property within the Oceana West Industrial Park ("Oceana West"), which set forth, among other things, the specifications for building design, construction, landscaping, signs and fences within Oceana West;

WHEREAS, in conjunction with the Restrictive Covenants, the Authority approved certain Sign Restrictions for Oceana West (the "Sign Restrictions") as guidelines to aid staff in the review process for sign permit applications;

WHEREAS, the Sign Restrictions were updated in 2014, a copy of which is attached hereto as Exhibit A;

WHEREAS, after review of the City of Virginia Beach's current zoning sign ordinance, staff determined that removal of the Sign Restrictions to allow businesses to follow the City's zoning sign ordinance would improve the permitting process for applicants, with no adverse effect on the businesses within Oceana West; and

WHEREAS, the Authority is of the opinion that elimination of the Sign Restrictions would be in the best interest of the Authority and the City.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY OF VIRGINIA BEACH DEVELOPMENT AUTHORITY:

The Authority hereby approves the removal of the Sign Restrictions for Oceana West Industrial Park so that signs within Oceana West that comply with the City's standard sign permit application process, may be approved by staff without additional review and approval by the Authority.

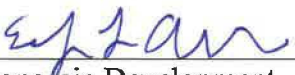
[SIGNATURES ON FOLLOWING PAGE]

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