

**RESOLUTION AUTHORIZING AGREEMENT BETWEEN
TOWNSHIP OF FRANKLIN AND DATAPIPE, INC.**

WHEREAS, Datapipe intends to install fiber optic cable lines for private use to connect two of their buildings that are located in the Township and separated by a Somerset County road and a Township street; and

WHEREAS, such installation will require Datapipe to run cable in, over or under the street and rights-of-way within the Township; and

WHEREAS, Datapipe has requested permission from the Township to install such cable and as needed provide such maintenance and make such repairs and adjustments, as may be required in the future; and

WHEREAS, the Township is empowered to provide such permission and consent pursuant to N.J.S.A. 48:17-10; and

WHEREAS, the Parties desire to enter into this Agreement to authorize the use of the Township rights-of-way by Datapipe for this purpose.

NOW, THEREFORE, BE IT RESOLVED, by the Township Council of the Township of Franklin, County of Somerset as follows:

1. The Township hereby grants its permission and consent to Datapipe to locate and install its fiber optic cable in the Township street and right-of-ways shown in Attachment A for their private use to connect two of their buildings, subject to the provisions of this Agreement. The Township's grant also includes permission and consent to repair, replace, inspect and maintain its fiber optic cable in the Township street and rights-of-way. This Agreement does not authorize Datapipe to provide telecommunications or cable service to potential customers.
2. The Mayor and the Township Clerk are hereby authorized to execute said agreement.

CERTIFICATION

I, Ann Marie McCarthy, Clerk of the Township of Franklin, in the County of Somerset, do hereby certify that the foregoing is a true and correct copy of a resolution duly adopted by the Township Council at a regular meeting held on the day of December 2009.

IN WITNESS WHEREOF I have hereunto set my hand and affixed the seal of said Township this day of December 2009.

Ann Marie McCarthy
Township Clerk