

May 1, 2017

**BY HAND**

Thomas W. DiPlacido, Jr., Manager  
Abbyville Development, LLC  
c/o DiPlacido Development Corp.  
850 Franklin Street, Suite 8  
Wrentham, Massachusetts

Re: Comprehensive Permit Application  
Applicant: Abbyville Development, LLC  
Project: The Preserve at Abbyville, Norfolk, MA  
Site: Approximately 190.67 acres, off Lawrence Road, Norfolk, MA  
Evidence of Site Control

Dear Mr. DiPlacido:

As you know, this firm represents the Applicant, Abbyville Development, LLC, with respect to the proposed ownership Project on the Site. In connection with your Application to the Town of Norfolk Zoning Board of Appeals for a Comprehensive Permit, you have requested that we assemble the documents that exhibit that the Applicant controls the Site based on evidence that the Applicant or a related entity owns or holds an option or contract to acquire such interest in the Site, or has such other interest in the Site as is deemed by the Subsidizing Agency to be sufficient to control the Site. For purposes of this letter, the term "control of the site" relates to the fulfillment of certain requirements set forth at 760 CMR 56.04(1)(c).

Thomas DiPlacido entered into two separate purchase and sale agreements for the purchase of certain real property which comprises the Site on which the Project is proposed. Under the first purchase and sale agreement, Thomas W. DiPlacido, Jr. entered into a Real Estate Purchase and Sale Agreement with Buckley & Mann, Inc., dated November 13, 2012 (the "BM Agreement"), concerning a portion of the Site on which the Project is proposed. Attached is a copy of the first page and the signature page of the BM Agreement. Under the terms of the BM Agreement, Thomas W. DiPlacido, Jr. assigned certain rights, title and interest in said land to Abbyville Development, LLC by virtue of an assignment dated as of April 27, 2017 (the "BM Assignment"). By virtue of that BM Assignment document, the Applicant is the prospective purchaser of a portion of the real property owned by Buckley & Mann, Inc., located off Lawrence Street in Norfolk, Massachusetts which permits Abbyville Development, LLC to purchase a portion of the Site, and apply for permits. Said BM Agreement is currently pending.

**SMOLAK & VAUGHAN LLP**

Thomas W. DiPlacido, Jr., Manager  
Abbyville Residential, LLC

May 1, 2017

Under the second purchase and sale agreement, Thomas W. DiPlacido, Jr. entered into a Purchase and Sale Agreement with S.M. Lorusso & Sons, Inc., dated April 26, 2016 (the "SM Agreement"), concerning a portion of the Site on which the Project is proposed. Attached is a copy of the first page and the signature page of the SM Agreement. Under the terms of the SM Agreement, S.M. Lorusso & Sons, Inc. executed a certain Consent To Assignment And Assumption Of Purchase And Sale Agreement, dated as of April 26, 2017, whereby S.M. Lorusso & Sons, Inc. authorized Thomas M. DiPlacido, Jr. to assign certain rights, title and interest in said land to Abbyville Development, LLC by virtue of an assignment dated as of April 27, 2017 (the "SM Assignment"). By virtue of that SM Assignment document, the Applicant is the prospective purchaser of a portion of the real property owned by S.M. Lorusso & Sons, Inc., located off Lawrence Street in Norfolk, Massachusetts which permits Abbyville Development, LLC to purchase a portion of the Site, and apply for permits. Said SM Agreement is currently pending. Both a portion of the real property described in the BM Agreement and SM Agreement collectively comprise the Site.

Based on the foregoing, Abbyville Development, LLC has site control over the Site on which the Project is proposed. Control of the site is also reaffirmed by the Letter of Eligibility/Site Approval, dated March 8, 2017, issued by Timothy C. Sullivan, Executive Director, MassHousing. Should you or any other party require any further information regarding the issue of Project site control, please feel free to contact me.

Please contact me should you have any questions.

Sincerely,

  
John T. Smolak, Esq.

JTS/  
Enclosures

**REAL ESTATE  
PURCHASE AND SALE AGREEMENT**

by and between

**BUCKLEY & MANN, INC.  
as SELLER**

and

**THOMAS W. DIPLACIDO, JR.  
as BUYER**

**17 Lawrence Street  
Norfolk, MA**

dated: NOVEMBER 13, 2012

From the Office of:

**THOMAS E. NANNICELLI, ESQUIRE  
470 Washington Street, Suite 30  
Norwood, Massachusetts 02062  
(781) 551-0450**

43. **NO OTHER AGREEMENTS.** SELLER hereby represents, warrants and covenants that the Premises are not and will not be the subject of any outstanding agreements with any party pursuant to which any such party may acquire any interest herein, and that there are no contracts or agreements to which SELLER is a party, including any tenancy or occupancy agreements, which affect the Premises and which will survive the closing.

44. **FACSIMILE SIGNATURES.** Facsimile signatures shall be deemed originals for all purposes of this Agreement.

In Witness Whereof, BUYER has executed this Agreement, consisting of 43 pages and 44 numbered Articles, and SELLER has caused it to be executed, sealed with the corporate seal, and delivered in its name and on its behalf by its undersigned officer, hereunto duly authorized, on the day and date first above-written.

Witness:

  
\_\_\_\_\_

 11.19.2012  
\_\_\_\_\_  
THOMAS W. DIPLACIDO, JR.,  
BUYER

Attest:

BUCKLEY & MANN, INC., SELLER

Lois H. Mann

By: Richard D. Mann  
Richard D. Mann, its  
(Print Name)  
President  
(Title)

hereunto duly authorized

## PURCHASE and SALE AGREEMENT

This Agreement is made this 26<sup>th</sup> day of April, 2016, by and between S. M. LORUSSO & SONS, INC., a Massachusetts corporation with a principal place of business in Walpole, Norfolk County, Massachusetts (hereinafter sometimes referred to interchangeably as "Lorusso", "Owner", or "Seller"), and THOMAS W. DIPLACIDO, JR. of Wrentham, Norfolk County, Massachusetts (hereinafter sometimes referred to interchangeably as "DiPlacido", "Developer", or "Buyer").

### RECITALS

A. Lorusso is the owner of the following described parcels of land situated in Norfolk, Norfolk County, Massachusetts (hereinafter sometimes referred to collectively as the "Lorusso Properties"):

- i. 29.623 acres of land, more or less, being that portion of Lot 2 situated in the westerly part of said Norfolk as shown on a plan entitled "Plan of Land in Franklin and Norfolk, Mass.", dated February 8, 1966, drawn by Norwood Engineering Company, Inc., and filed with the Norfolk County Registry of Deeds as Plan No. 882 of 1973 in Plan Book 238, Page 882. For Lorusso's title, reference is made to a deed of Plainville Quarry, Inc., to S. M. Lorusso & Sons, Inc. (Parcel Two) dated December 16, 1993, and recorded with said Norfolk Deeds in Book 10393, Page 11;
- ii. 31.930 acres of land, more or less, situated off the northerly sideline of Lawrence Street in said Norfolk, being that portion of

In Witness Whereof, the parties hereto have caused this Agreement to be executed to take effect as a sealed instrument on the day and date first above mentioned.

Witness:

Thomas E. Nannicelli

Thomas W. DiPlacido, Jr.  
THOMAS W. DIPLACIDO, JR.

Attest:

S. M. LORUSSO & SONS, INC.

Thomas E. Nannicelli

by Antonio J. Lorusso, Jr., President

COMMONWEALTH OF MASSACHUSETTS

Norfolk, ss.

On this 13<sup>th</sup> day of May, 2016, before me, the undersigned notary public, personally appeared **Thomas W. DiPlacido, Jr.**, proved to me through satisfactory evidence of identification, which was a Massachusetts driver's license, to be the person whose name is signed on the preceding or attached document, and acknowledged to me that he signed it voluntarily for its stated purpose.

Thomas E. Nannicelli  
Thomas E. Nannicelli, Notary Public  
My Commission Expires: February 4, 2022

COMMONWEALTH OF MASSACHUSETTS

Norfolk, ss.

On this 26<sup>th</sup> day of April, 2016, before me, the undersigned notary public, personally appeared Antonio J. Lorusso, Jr., President of S. M. Lorusso & Sons, Inc., proved to me through satisfactory evidence of identification, which was a Massachusetts driver's license, to be the person whose name is signed on the preceding or attached document, and acknowledged to me that he signed it voluntarily for its stated purpose on behalf of S. M. Lorusso & Sons, Inc., a Massachusetts corporation.



Thomas E. Nannicelli, Notary Public

My Commission Expires: February 4, 2022