

Pat Finnigan, Town Manager
Town of Camden
29 Elm Street
Camden, Maine 04843

Re: 116 Washington Street, Camden, Maine

Dear Pat:

Subject to the execution of a formal, mutually agreeable Purchase and Sale Agreement within fifteen (15) business days following the execution of this letter, the Undersigned hereby offers to purchase the subject property under the following terms and conditions:

1. **Purchaser:** The Purchaser shall be North East Mobile Health Services, Inc., a Maine corporation with offices located at 24 Washington Avenue, Scarborough, Maine.
2. **Seller:** The Seller is the Town of Camden.
3. **Subject property:** The premises located at 116 Washington Street, Camden, Maine exclusive of the public pathway known as the Riverwalk. The parcel is approximately 2.8 acres. The Purchaser understands that in addition to the Riverwalk, there are additional covenants and restrictions on the parcel including preservation of the street trees along Washington Street.
4. **Proposed purchase price:** Purchaser offers to purchase the subject property for the sum of seventy-five thousand (\$75,000.00) dollars. The Purchaser will pay a deposit in earnest money of one thousand (\$1,000.00). Payment terms and schedule will be negotiated during the due diligence period. In the event the sale of the property isn't executed by either party the earnest money will be refundable.
5. **Due diligence:** The Purchaser shall have a period of ninety (90) days from the execution of a Purchase and Sale Agreement to perform all necessary and customary due diligence related to the subject premises including but not limited to the following:
 - a. Title search
 - b. Zoning and variance reviews
 - c. Property survey
 - d. Building permit application and approval
 - e. Tax status and determination
 - f. MDOT driveway and entrance permit review
 - g. Utility access
 - h. Environmental contamination reports
 - i. The applicability of any governmental job creation programs and incentives

6. Property Use: The intended use of the subject property by the Purchaser is to construct a professional office building to be used as a business office of North East Mobile Health Services Inc. to be used for:

- a) NEMHS administrative staff;
- b) Operation of NEMHS' regional emergency medical services (EMS) and non-emergency transport services;
- c) Living quarters for emergency medical personnel;
- d) Training and educational programs for emergency medical technicians and community paramedicine professionals;
- e) Community wellness clinics; and
- f) Community space to hold training and educational programs for organizations with a similar focus; and

NEMHS reserves the right to construct additional building(s) which are compatible with the neighborhood and meet the requirements of the Camden Zoning Ordinance.

NEMHS is committed to promoting wellness and a healthy lifestyle and will encourage residents to visit and use the Riverwalk.

7. Possession: This offer is conditioned on the ability of the Seller to convey title to the Purchaser on or before December 2014.

8. Construction. The Purchaser intends to begin construction as soon as it is practical. Provided all permits and other regulatory requirements have been met, the Purchaser intends to begin construction of the facility by August 1, 2015. If construction has not begun within 24 months of the execution of the Purchase and Sale Agreement, the purchase will be considered void.

9. Non-Binding: Both parties acknowledge that the terms set forth herein constitute an expression of intent on behalf of the prospective Purchaser and do not bind either party to Buy or Sell the subject premises.

If the foregoing terms and conditions are acceptable to the Seller, please so indicate by signing below and returning to Dennis Brockway, the authorized represent of the Purchaser on or before August 27, 2014.

Very truly yours,
Dennis Brockway, President

The above terms are acceptable to the Seller and shall serve as a basis for the negotiation of a formal Purchase and Sale agreement.

Town of Camden By: _____