



ECONOMIC DEVELOPMENT  
**GROWTH ENGINE**  
FOR MEMPHIS & SHELBY COUNTY

**RESOLUTION AWARDING A RESIDENTIAL PAYMENT-IN-LIEU-OF-TAX  
INCENTIVE TO “BLUFF CITY LAW” NBCUNIVERSAL TV SERIES**

A. NBCUNIVERSAL, a Delaware limited liability company (the “Applicant”), a wholly-owned subsidiary of COMCAST CORPORATION, a Pennsylvania corporation (the “Sponsor”), has submitted to the Economic Development Growth Engine Industrial Development Board of the City of Memphis and County of Shelby, Tennessee (the “Board”), an application for award of a Jobs payment-in-lieu-of-taxes (the “PILOT”) incentive for certain tangible personal property of the Sponsor who will pass the savings created by the PILOT incentive to the Applicant (the “Application”).

B. The Board has reviewed the Application and in accordance with the powers vested in the Board pursuant to Title 7 Chapter 53, Industrial Development Corporations, of the Tennessee Code Annotated, the Board has determined that it advisable and in the best interest of the City of Memphis (“Memphis”) and County of Shelby, Tennessee (“Shelby County”) to approve this PILOT incentive for the promotion, support and encouragement of commerce in Memphis and Shelby County.

WITH RESPECT THERETO, the Board hereby resolves as follows:

1. Based on the above recitals, the representations set forth in the Application and the recommendations of the staff of the Board, as summarized in the attached PILOT term sheet (the “Term Sheet”), which are incorporated herein by reference, the Applicant and the Sponsor are hereby awarded the PILOT, subject to the conditions set forth in the Term Sheet.

2. The Board Chairman and/or any other officer of the Board are authorized to execute any and all documents related to the transaction of the aforementioned PILOT on behalf of the Board.