

**Diamond State Port Corporation
Board of Directors**

Resolution 25-09

**Authorizing USACE Leases (No. DACW-31-1-24-182 and No. DACW-31-1-24-183)
and Enstructure Subleases**

WHEREAS, pursuant to the concession agreement (the "Concession Agreement") between Diamond State Port Corporation ("DSPC") and Enstructure Wilmington Holdings LLC ("Enstructure"), Enstructure leases certain real property from DSPC.

WHEREAS, DSPC desires to enter into two lease agreements with the Department of the Army. Pursuant to the Department of the Army Lease No. DACW-31-1-24-182 (the "182 Lease"), the Department of the Army would lease to DSPC a portion of Tract No. 100, known as Parcel L containing 12.5 usable acres at the Wilmington Harbor South Disposal Area, for marine operation, movement of cargo, storage and staging for automobiles. Pursuant to the Department of the Army Lease No. DACW-31-1-24-183 (the "183 Lease" and together with the 182 Lease, the "Leases" and each, individually, a "Lease"), the Department of the Army would lease to DSPC a portion of Tract No. 102, containing 17.11 acres at the Wilmington Harbor South Disposal Area, for marine operation, movement of cargo, storage and staging for automobiles and the construction, maintenance and use of two (2) mooring dolphins (26 ft X 26 ft X 5 ft) and 431 linear feet (3 feet wide) of open metal grating for access to the mooring dolphins for the purpose of mooring boats up to 1,000 feet in length.

WHEREAS, in connection with the Concession Agreement, DSPC desires to sublease the premises described in each Lease to Enstructure pursuant to separate sublease agreements (each, a "Sublease" and, collectively, the "Subleases" and together with the Leases, the "USACE Lease Documents" and each, individually, a "USACE Lease Document").

WHEREAS, the Board of DSPC (the "Board") has been provided with the final forms of each USACE Lease Documents.

WHEREAS, DSPC desires for the Board to approve each USACE Lease Document and authorize the execution, delivery and performance of each USACE Lease Document, all other agreements related thereto and the expenditure of funds related thereto.

NOW, THEREFORE, BE IT RESOLVED: The Board hereby approves each USACE Lease Document;

FURTHER RESOLVED, that the Board hereby authorizes each of the Chair and the Vice-Chair of the Board and any authorized officer of DSPC (each, an "Authorized Signatory"), acting individually, to execute, deliver and perform each USACE Lease Document in substantially the form presented to the Board and all documents related thereto.

FURTHER RESOLVED, that each Authorized Signatory be, and each acting individually hereby is, authorized and directed to take such further actions and to execute and deliver, and to cause DSPC to perform its obligations under, the agreements referenced in the foregoing resolution and such further agreements, instruments, certificates and any other documents as may be contemplated by or related to the agreements referenced in the foregoing resolution or as such Authorized Signatory determines to be necessary, appropriate or advisable to carry out the intent and effectuate the purpose of the foregoing resolution and the transactions contemplated thereby, the taking of such further action or the execution of such further agreement, instrument, certificate or other document by such Authorized Signatory to be conclusive evidence of such determination and the authority therefor; and

FURTHER RESOLVED, that any and all actions heretofore taken by any Authorized Signatory in connection with or related to any of the matters set forth herein or contemplated hereby, including, without limitation, any and all actions taken in connection with the negotiation, preparation and execution of the agreements referenced in the foregoing resolutions, be, and hereby are, ratified, confirmed and approved in all respects as fully as if such actions had been presented to the Board for its approval and approved prior to the taking of such action.

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☒	Approved by DSPC Board of Directors
☐	Denied by DSPC Board of Directors
☐	Decision Deferred by DSPC Board of Directors
Date:	June 23, 2025 Meeting