

Exhibit B

COPY

RESOLUTION OF THE TOMS RIVER TOWNSHIP PLANNING BOARD
RESCINDING THE APPROVAL FOR PRELIMINARY AND FINAL MAJOR SITE
PLAN FOR JAYLIN HOLDINGS, LLC C/O GRUNIN PROPERTIES, ROUTE 37 &
NORTH HAMPTON BOULEVARD, BLOCK 505, LOTS 14 & 15, TOMS RIVER

WHEREAS, the Toms River Township Planning Board had previously approved an application for a preliminary and final major site plan for Block 505, Lots 14 and 15 on August 8, 2005 which approval was memorialized in a Resolution dated August 17, 2005; and

WHEREAS, the applicant, Jaylin Holdings, LLC, through its counsel, has requested that the previous approval granted by the Board be vacated and all terms and conditions of approval be deemed null and void; and

WHEREAS, it was determined that a new application for the site has been filed with significant amendments to the previous application; and

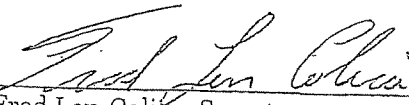
WHEREAS, the Board having no objection to the rescission and vacation of said prior approval.

IT IS on this 2nd day of December, 2009 held by the Planning Board of the Township of Toms River as follows:

1. The approval for preliminary and final major site plan to Jaylin Holdings, LLC for property located at Block 505, Lots 14 and 15 dated August 17, 2005, is hereby rescinded.
2. All rights granted thereunder are hereby vacated and are null and void.
3. This Resolution is subject to payment of any outstanding fees that were accrued during the pendency of the application.

CERTIFICATION

I, Fred Len Colica, Secretary of the Planning Board of the Township of Toms River, County of Ocean, State of New Jersey, do hereby certify that the foregoing resolution was duly adopted by the Board Members of said Planning Board at its meeting held on December 2, 2009.



Fred Len Colica, Secretary

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December 11, 2009

VIA facsimile 732-212-9980 and first class mail

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DEC 14 2009

Re: Perlmutter v. Township Council of Manchester Township, et al.
Docket No: OCN-L-2597-05PW
Our File No: 05124

Dear Mr. Gasiorowski:

In response to your letter dated December 8, 2009, I would suggest we "start" with this.....

Enclosed please find two Resolutions of the Township of Toms River and Manchester Township Planning Board, dated December 2nd and December 7th, 2009 respectively, which grant the voluntary withdrawal of Jaylin's approvals regarding the above captioned property.

As a result of the vacation of all approvals from both Planning Boards, it is clear that there is no basis for your Prerogative Writs cases regarding the approvals, known as Perlmutter v. Manchester Township Planning Board and Perlmutter v. Township of Toms River Planning Board. Therefore, we demand your client's immediate voluntary dismissal of those complaints without prejudice. If the same are not filed within 48 hours, we will have no option but to file a Motion and request fees, costs and damages.

As to finalizing all remaining issues, further, this office is still awaiting your decision from the November 4th management conference with the Court with regard to the litigation challenging the Ordinance adoption known as Perlmutter v. Manchester Council. As you recall, we have forwarded numerous correspondence to your office requesting the same, as