



TOWN OF PRESTON
TOWN OFFICES
389 ROUTE 2
PRESTON, CONNECTICUT 06365-8830

**VIA FACSIMILE AND
OVERNIGHT COURIER**

January 16, 2009

Raeanne V. Curtis, Commissioner
State of Connecticut
Department of Public Works
165 Capitol Avenue
Hartford, CT 06106-1606

**Re: Purchase and Sale Agreement (the "PSA")
between the Town of Preston (the "Town") and
the State of Connecticut, acting by its
Department of Public Works (the "State")**

Dear Commissioner Curtis:

I am in receipt of your letter of January 9, 2009. We are in the process of reviewing the draft closing documents forwarded with your letter.

As it relates to the proposed schedule for Town legislative action by Town Meeting and Referendum, we continue to feel that action by the Town before the end of April would be timely and reasonable in the circumstances. The Town has expended significant sums and Town officials have dedicated countless hours to this project over a period well in excess of three years. In order to bring that process to an appropriate and informed conclusion, the Town will need to hold informational meetings for Town residents in advance of the Town Meeting, and for that purpose will need to present a range of financial and other information. It is critical that all of this information be reviewed before the informational meetings are held so that the voters have all the information they need to make an informed decision on the purchase of the property.

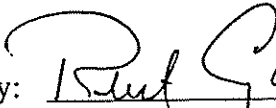
For example, the Town will need to obtain or confirm information regarding the reduction in its PILOT and Pequot grants, and the costs that the Town would incur, in its current and future fiscal years, to insure and provide maintenance and security for the property. The Town also needs adequate time for legal, engineering, title and consulting review and comment on the survey and other closing documents. Our initial review of the survey included in the draft closing documents that we received from your office on January 9, 2009 indicates that there have been revisions dated January 2, 2009. We have reviewed the

revisions and have questions and comments regarding some of the parcels that the Town would be acquiring. Our understanding is that the PSA allows the Town 60 days from January 9 to notify the State of any title objections and the State then has 60 days to cure or not cure each objection. Our attorney will be contacting Attorney Hays at Updike, Kelly & Spellacy to discuss the revisions to survey.

We do not intend to delay Town action unnecessarily, and we will of course work cooperatively with the State's representatives on pre-closing matters. As with the survey issue noted above, our attorneys will be in contact with your counsel to provide comments on the closing and other documents and proceed as quickly as possible. However, for the reasons stated above, we do not agree that either the circumstances or the terms of the PSA necessitate a closing by February 27, 2009 as you propose. To the contrary, the PSA expressly contemplated the possibility that the closing might occur after a period of up to 120 days (or even longer) following the delivery of the Purchase Notice, so we see nothing unexpected, and no hardship, arising from the Town's proposed schedule. In fact, the Town's schedule provides the best opportunity for the voters to get the information they need to make this important decision.

We will, of course, keep you informed as we make our preparations for Town approval and closing, and will expedite that process to the extent we reasonably can.

TOWN OF PRESTON

By: 
Robert Congdon
First Selectman

cc: Honorable M. Jodi Rell, Governor
Honorable Richard Blumenthal, Attorney General
Robert L. Genuario, Secretary of the Office of Policy and Management
Gareth D. Bye, Esq., Director of Legal Affairs, Office of Policy and Management
Stanley T. Babiarz, Executive Director, State Properties Review Board
Susan A. Hays, Esq., Updike, Kelly & Spellacy
Bruce A. Chudwick, Esq., Shipman & Goodwin LLP

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JAN 20 2009

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