


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October 1, 2014

**VIA FIRST-CLASS MAIL**

Jerry Nugent, Executive Director  
Redevelopment Authority of Montgomery County  
104 West Main Street, Suite 2  
Norristown, PA 19401

**Re: RACP Ardmore Station Project**

Dear Mr. Nugent:

I am writing this opinion letter in the capacity of solicitor to the Redevelopment Authority of Montgomery County and with the understanding that this letter will be attached as part of the Application for a grant under the Redevelopment Assistance Capital Program for the Project identified as the Ardmore Station (the "Project"). Currently, there is no litigation pending involving the Redevelopment Authority nor to my knowledge is any threatened, relating to the RACP Grant and/or the Project. The Redevelopment Authority has the statutory power and authority to contract with the Commonwealth of Pennsylvania for financial assistance under the RACP Program. The Redevelopment Authority meets all of the requirements of the Redevelopment Assistance Capital Assistance Program in the submission of this Application. I am aware of no other state or federal requirements imposed upon the Redevelopment Authority in connection with this Application.

Very truly yours,

  
Alyson J. McDonald