Counties of Warren and Washington Industrial Development Agency 5 Warren St. Suite 210, Glens Falls, NY 12801 Tel: (518) 792-1312

Email: aweaver@warren-washingtonida.com

Please answer all questions. Use "None" or "Not Applicable" where necessary. Return one signed original (with all 19 pages) plus three (3) copies to our Agency with the application fee of \$1,500.00. (A credit of \$750.00 will be applied to closing costs.)

A) Applicant Information-company receiving benefit:

☐ No
∐ No
MORROCIO CONTROL DE CO

D) Identify the assistance being requested of	of the Agency (select all that apply):
 Exemption from Sales Tax Exemption from Mortgage Tax Exemption from Real Property Tax Tax Exempt Financing * (typically for not-for-profits & small E) Business Organization (check appropriation Corporation Public Corporation Public Corporation 	✓ Yes or No ✓ Yes or No ✓ Yes or No qualified manufacturers) te category): Partnership □ Joint Venture □
Sole Proprietorship Other (please specify) Year Established: 2022	Limited Liability Company
State in which Organization is establish F) List all stockholders, members, or partner Name CVE NA Devco LLC, Sole Member	rs with % of ownership greater than 20%: % of ownership 100%
and the state of t	s, customers, goods and services. Description is critical in ("CVE NA") is an Independent Power Producer ("IPP") vnership and operation of renewable energy assets,
primarily solar energy through out the United Star	tes. CVE NA is part of the larger CVE Group, which has a see 250
employees worldwide and over 400 operating ren	newable energy assets. CVF NA with offices in New York
one 2010, has successfully constructed 35	MWs in Massachusetts and is beginning construction ting sales tax, mortgage recording tax, and property tax
benefits for a 5MW community solar project locate	ed in the Town of Queensbury
	- Joseph J.

Estimated % of sales within County/City/Town/Village: 50%
Estimated % of sales outside County/City/Town/Village. but within New York State: 50%
Estimated % of sales outside New York State but within the U.S.:
Estimated % of sales outside the U.S.
(*Percentage to equal 100%)
H) What percentage of your total annual annual
H) What percentage of your total annual supplies, raw materials and vendor services are purchased from firms in County/City/Town/Village. Include list of results and vendor services are purchased from
firms in County/City/Town/Village. Include list of vendors, raw material suppliers and percentages for each.
Approximately 50%.
A) Project Location:
Street Address: 53 Quaker Ridge Boulevard
City/Town where located: Queensbury Village where located.
o. Thage where located:
4. School District where located: Queensbury Union Free
5. Fire District where located:
6. County where located (Circle One): Warren Washington
7. Tax Parcel Map # for Property where proposed Project will be located: 303.11-1-4.1
Will the completion of the Project result in the removal of an industrial or manufacturing plant of the
project occupant from one area of the state to another area of the state OR in the abandonment of one or
more plants or facilities of the project occupant located within the state?
☐ Yes ☑ No
If the Proposed Project is located in a different Municipality than the Municipality in which current
undertaken, is it expected that any of the facilities in any other Municipality will be
closed or be subject to reduced activity?
☐ Yes ☑ No
If Yes, you will need to complete Section II (Q) and Section IV of this Application

What is the current real estate/school ta	xes on the proposed Project Site? \$
If amount of current taxes is not availab	
Land: \$364,000	Buildings(s): \$
If available please include a cop	by of current tax bill.
Are Real Property Taxes current? Y	es or No. If no, please explain
D 4 4 4	
Does the Applicant or any related entity	currently hold fee title to the Project site? Yes or No
	f the Project Site: Forest Enterprises Management, Inc.
Does Applicant or related entity have an	option/contract to purchase the Project site? Yes or No
Describe the present use of the proposed	Project site: Vacant.
The state of the s	specific uses occurring within the project. Describe any and information is critical in determining project eligibility): ty solar facility for 25 - 35 years. This is a new construction project on a parcel entire project site.
	Financial Assistance is necessary, and the effect the Project is or operations. Focus on competitiveness issues, project rmination will be based in part on your answer (attach
Absent the agency's financial assistan	ice, the project construction will not take place. The upfront
and ongoing tax burdens will be too la	rge.
The Project would not be undertaken by the Project could be undertaken withou Project should be undertaken by the Anecessary:	out for the Financial Assistance provided by the Agency or, if out Financial Assistance provided by the Agency, then the gency for the following reasons (attach additional pages if

dollars	ts will not receive energy savings for 25 years. The Town, School, and County will forfeit hundreds of thousands of of tax revenue.
C) W:	ll Project include leasing any equipment? ☐ Yes ☑ No If Yes, please describe:
D) Sit	e Characteristics:
Will th	e Project meet zoning/land use requirements at the proposed location? Ves or No
Describ	e the present zoning/land use: CLI (Commercial Light Industrial)
Describ	e required zoning/land use, if different:
	ange in zoning/land use is required, please provide details/status of any request for change of land use requirements: The access parcel was successfully rezoned from Commercial Intensive to Commercial Light.
Industrial.	No rezoning required on the main parcel where the solar facility is located.
omplic	oposed project located on a site where the known or potential presence of contaminants is ating the development/use of the property? If yes, please explain: No. Not applicable.
omplic	oposed project located on a site where the known or potential presence of contaminants is ating the development/use of the property? If yes, please explain: No. Not applicable.
E) Has a roposed	ating the development/use of the property? If yes, please explain: No. Not applicable. Phase I Environmental Assessment been prepared or will one be prepared with respect to the project site? Yes No If yes, please provide a copy. One to be prepared. any other studies or assessments been undertaken with respect to the proposed project site that he known or suspected presence of contamination that would complicate the site's development? Yes No If yes, please provide copies of the study

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with	ase check any ar il customers per respect to eithe ion IV of the Ap	sonally vis	it the Projec	t site for either of the	following the Ref	ng economic activities? If yes tail Questionnaire contained in
	Retail Sales:	Yes	☑ No	Services:	Yes	☑ No
		perty (as de	efined in Sec	rm "retail sales" means	(i) sale:	s by a registered vendor under ily engaged in the retail sale of iw), or (ii) sales of a service to
Hous Equip Multi	isition of Existin	g Facility		Back Office Retail Mixed Use Facility for Aging Civic Facility (not fo	r profit	
Estim	ated costs in co Land and/or B	nnection w	quisition:	square feet	<u>\$_72</u>	5,000
2.	New Building				e	
3.					\$ \$	
4.	Infrastructure V				-	00,000
5.	Reconstruction	Renovatio	n:	square feet	\$	
6.	Manufacturing			1	\$ \$	
7.				re, fixtures, etc.):		50,000
8.	Soft Costs: (pro	fessional s	ervices, etc.)	bit service reserve account,		00,000
9.	Other, Specify:	construction of performance	nsaction costs, dél lebt interest, custo bond, interconnect	ot service reserve account, mer acquisition costs, legal fees, ion upgrades.		00,000
Project	refinancing; es	timated an	gount	TOTAL Capital Costs:	<u>\$_14,4</u>	75,000
(for refi	nancing of exis	ting debt o	only)		\$	

Sources of Funds for Project Costs:

Bank Financing:	_{\$} 13,027,500
Equity (excluding equity that is attributed to grants/	(tax credits) \$ \$1,447,500
Tax Exempt Bond Issuance (if applicable)	\$
Taxable Bond Issuance (if applicable)	\$
Public Sources (Include sum total of all state and fee grants and tax credits)	
Identify each state and federal grant/credit:	
	\$
	\$
	\$
Total Sources of Funds for Project Costs:	\$
Have any of the above costs been paid or incurred as of the second secon	he date of this Application? Yes No
Mortgage Recording Tax Exemption Benefit: Amount recording tax:	of mortgage that would be subject to mortgage
Mortgage Amount (include sum total of construct	ion/permanent/bridge financing): \$ 13,027,500
Estimated Mortgage Recording Tax Exemption Be Amount as indicated above multiplied by 1.25%):	하게 되는 생활들이 하면 생각하면 하면 되는 것이 없었다. 그 아이들이 그리는 생각들이 그래면 하는 것이 되었다면 하는 것이 되었다.
Construction Cost Breakdown:	
Total Cost of Construction \$ 9,750,000 (sum of above)	2,3,4,5, and 7; if 7 is applicable, in Question I,
% sourced in County/City/Town/Village:	6,750,000 50 % (including County/City/Town/Village)
Cost for Johan	3,000,000
Estimated number of construction jobs for your pro-	ject: 40

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des and Use Tax: Gross amount of costs for goods and annihilation
des and Use Tax: Gross amount of costs for goods and services that are subject to State and local Sales
d Use tax - said amount to benefit from the Agency's Sales and Use Tax exemption benefit:
ob Tax exemption benefit.

\$_9,750,000	
Estimated State and local Sales and Use Tax Benefit (product of 4	% multiplied by the figure, above):
<u>\$ 390,000</u>	

** Note that the estimate provided above will be provided to the New York State Department of Taxation and Finance. The Applicant acknowledges that the transaction documents may include a covenant by the Applicant to undertake the total amount of investment as proposed within this Application, and that the estimate, above, represents the maximum amount of sales and use tax benefit that the Agency may authorize with respect to this Application. The Agency may utilize the estimate, above, as well as the proposed total Project Costs as contained within this Application, to determine the Financial Assistance that will be offered.

Real Property Tax Benefit:

Identify and describe if the Project will utilize a real property tax exemption benefit OTHER THAN the Agency's PILOT benefit: None.

IDA PILOT Benefit: Agency staff will indicate the amount of PILOT Benefit based on estimated Project Costs as contained herein and anticipated tax rates and assessed valuation, including the annual PILOT Benefit abatement amount for each year of the PILOT benefit year and the sum total of PILOT Benefit abatement amount for the term of the PILOT as depicted in Section V of the Application.

Percentage of Project Costs financed from Public Sector sources: Agency staff will calculate the percentage of Project Costs financed from Public Sector sources based upon Sources of Funds for Project Costs as depicted above in Section II(I) of the Application.

J) For the proposed facility, please indicate the square footage for each of the uses outlined below: If company is paying for FFE (furniture, fixtures, equipment) for tenants, please include in cost breakdown

	Square Footage	Cost	% of Total Cost of Project
Manufacturing/Processing			
Warehouse			
Research & Development			
Commercial		-	
Retail (see page 12)			
Office			
Specify Other			
		The state of the s	

K) What is your project timetable (Provide dates):	
1. Start date: acquisition of equipment or constructi	on of facilities: December 2022
2. Estimated completion date of project: July 2023	
3. Project occupancy - estimated starting date of op	erations: July 2023
4. Have construction contracts been signed? Ye	
5. Has Financing been finalized? Yes Vo	
If construction contracts have been signed, pleat contracts and a complete project budget. The complete construction costs totaling the amount of the new building and/or renovation.	te project budget should include all related
L) Have site plans been submitted to the appropriate planning. Yes No	ng department?
If yes, please provide the Agency with a copy of the	e related State Environmental Quality Review
Act ("SEQR") Environmental Assessment Form that may h	ave been required to be submitted along with
the site plan application to the appropriate planning department	ent. Please provide the Agency with the status
with respect to any required planning department approval:	The project has received Site Plan Approva
a SEQR Negative Declaration, and a Special Use Permit.	The state of the s
Has the Project received site plan approval from the planning	department? Yes No.
If Yes, please provide the Agency with a copy of the related SEQR determination.	planning department approval along with the
M) Is the project necessary to expand project employment:	☑ Yes ☐ No
Is project necessary to retain existing employment:	☐ Yes ☑ No

O) Employment Plan (Specific to the proposed project location):

	Current # of jobs at proposed project location or to be relocated at project location	IF FINANCIAL ASSISTANCE IS GRANTED – project the number of FTE and PTE jobs to be RETAINED	the number of FTE and PTE jobs to be CREATED upon	Estimate number of residents of the Labor Market Area in which the Project is located that will fill the FTE and PTE jobs to be created upon TWO Years after Project Completion **
Full time (FTE)	0	0	0	0
Part Time (PTE)	0	3	3	3
Total ***	0	1.5	1.5	1.5

^{**} For purposes of this question, please estimate the number of FTE and PTE jobs that will be filled, as indicated in the third column, by residents of the Labor Market Area, in the fourth column. The Labor Market Area includes the Counties of Warren and Washington as well as the following Areas: Counties of Saratoga, Essex and Hamilton.

*** By statute, Agency staff must project the number of FTE jobs that would be retained and created if the request for Financial Assistance is granted. Agency staff will project such jobs over the TWO-Year time period following Project completion. Agency staff converts PTE jobs into FTE jobs by dividing the number of PTE jobs by two (2).

Salary and Fringe Benefits for Jobs to be Retained and Created:

Category of Jobs to be Retained and Created	Average Salary or Range of Salary	Average Fringe Benefits or Range of Fringe Benefits
Management	\$100-\$150k	Annual bonus, 401k, medical
Professional		7 minder bonds, 40 fK, medical
Administrative	60-80k	Annual bonus, 401k, medical
Production		7 mildar politids, 40 fK, medical
Independent Contractor	60-80k	Appual hopus 404k modical
Other		Annual bonus, 401k, medical

Employment at other locations in County/City/Town/Village: (provide address and number of employees at each location):

** If any of the facilities described above are located within the State to the question above, you must complete Section IV of this Applicate the question above, you must complete section IV of this Applicate the foregoing employments.	ate of New York, and you answered Yes tion.
P) Will any of the facilities described above be closed or subject to ** If any of the facilities described above are located within the State of the question above, you must complete Section IV of this Applicant the Please note that the Agency may utilize the foregoing employment.	ate of New York, and you answered Yestion.
P) Will any of the facilities described above be closed or subject to ** If any of the facilities described above are located within the State to the question above, you must complete Section IV of this Applicant ** Please note that the Agency may utilize the foregoing employm	ate of New York, and you answered Ye. tion.
P) Will any of the facilities described above be closed or subject to ** If any of the facilities described above are located within the Sta to the question above, you must complete Section IV of this Applicant ** Please note that the Agency may utilize the foregoing employm	ate of New York, and you answered Ye. tion.
determine the Financial Assistance that will be offered by the Agricknowledges that the transaction documents may include a consumber of jobs and create the number of jobs with respect to the Property of Jobs and create the number of jobs with respect to the Property of	gency to the Applicant. The Applicant venant by the Applicant to retain the oject as set forth in this Application. Supant from moving out of New York

To ensure compliance with Section 862 of the New York General Municipal Law, the Agency requires additional information if the proposed Project is one where customers personally visit the Project site to undertake either a retail sale transaction or to purchase services.
Please answer the following:
A. Will any portion of the project (including that portion of the cost to be financed from equity or other sources) consist of facilities or property that are or will be primarily used in making sales of goods or services to customers who personally visit the project site?
Yes No. If the answer is yes, please continue. If no, proceed to section V
For purposes of Question A, the term "retail sales" means (i) sales by a registered vendor under Article 28 of the Tax Law of the State of New York (the "Tax Law") primarily engaged in the retail sale of tangible personal property (as defined in Section 1101(b)(4)(i) of the Tax Law), or (ii) sales of a service to customers who personally visit the Project.
B. What percentage of the cost of the Project will be expended on such facilities or property primarily used in making sales of goods or services to customers who personally visit the project?
If the answer to A is Yes AND the answer to Question B is greater than 33.33%, indicate which of the following questions below apply to the project:
1. Will the project be operated by a not-for-profit corporation Yes No.
2. Is the Project location or facility likely to attract a significant number of visitors from outside the economic development region (list specific County or ED region) in which the project will be located?
☐ Yes ☐ No
If yes, please provide a third-party market analysis or other documentation supporting your response.
3. Is the predominant purpose of the project to make available goods or services which would not, but for the project, be reasonably accessible to the residents of the municipality within which the proposed project would be located because of a lack of reasonably accessible retail trade facilities offering such goods or services?
☐ Yes ☐ No
If yes, please provide a third-party market analysis or other documentation supporting your response.

4. Will the project preserve permanent, prermanent, private sector jobs in the State of	rivate sector jobs or increase the overall number of New York?
☐ Yes ☐ No.	
If yes, explain	
5. Is the project located in a Highly Distress	sed Area? Yes No
project occupant from one area of the state to another more plants or facilities of the project occupant local required to prevent the project occupant from relocal preserve the project occupant's competitive position in Will the Project result in the removal of an inforcupant from one area of the state to another area. Will the Project result in the abandonment of one of the state to another area.	er area of the state or in the abandonment of one or ated within the state, Agency Financial Assistance is ating out of the state, or is reasonably necessary to its respective industry. Idustrial or manufacturing plant of the Project of the state? Yes No
If Yes to either question, explain how, notwithstanding the Agency's Financial Assistance is required to prevereasonably necessary to preserve the Project occupant's	ng the aforementioned closing or activity reduction,
Does the Project involve relocation or consolic municipality?	dation of a project occupant from another
Within New York State	☐ Yes ☑ No
Within County/City/Town/Village	☐ Yes ☑ No
If Yes to either question, please, explain:	

CVE Solar,	, Queensbury NY	October 20, 2	022			1				D DILOT		-	
						1		Tax/\$1,000	Proportion	S/MW			
	cture + Equip. Cost			\$9,750,000		Warren Count	h	\$3.895	18.9926%				
Amount S	Subject to Sales Ta	IX.		\$9,750,000		Town of Que	•	\$0.522	2.5453%	\$1,234.52			
Amount S	Subject to Mortgag	ge Recording Ta	ax	\$13,027,500		Queensbury S		\$16.091		\$165.45			
Land Valu	Je			\$725,000		Total Tax	CHOOL	\$20.508	78.4621% 100.0000%	\$5,100.03			
Land Valu	e + Improvement	s (Infra + Equip)	\$10,475,000		l roidi (da		\$20.308	100.000%	\$6,500.00			
Solar Syst	tem Size MW			5.00		Escalation		0.00%					
	PILOT												Т
Year	Amount/MW		PILOT:		1020		Total Tax	Land Value +	Estimated Fu	ili Taxes:			Total T
1	\$6,500	MW	TOTAL	Town	County	School	Per \$1,000	Improvements	TOTAL	Town	County	School	On La
2	\$6,630	5.00	\$32,500	20 TO 10 TO	\$6,173	\$25,500	\$20.508	\$10,475,000	\$214,821	\$5,468	\$40,800	\$168,553	\$14,
3		5.00	\$33,150	93 <u>1.5</u> 3(178.3)	\$6,296	\$26,010	\$20.508	\$10,475,000	\$214,821	\$5,468	\$40,800	\$168,553	\$14,
	\$6,763	5.00	\$33,813	(S)	\$6,422	\$26,530	\$20.508	\$10,475,000	\$214,821	\$5,468	\$40,800	\$168,553	\$14,
5	\$6,898	5.00	\$34,489		\$6,550	\$27,061	\$20,508	\$10,475,000	\$214,821	\$5,468	\$40,800	\$168,553	\$14,
6	\$7,036 \$7,177	5.00	\$35,179		\$6,681	\$27,602	\$20.508	\$10,475,000	\$214,821	\$5,468	\$40,800	\$168,553	\$14,
7	\$7,320	5.00	\$35,883		\$6,815	\$28,154	\$20.508	\$10,475,000	\$214,821	\$5,468	\$40,800	\$168,553	\$14,
8	\$7,466	5.00 5.00	\$36,600		\$6,951	\$28,717	\$20.508	\$10,475,000	\$214,821	\$5,468	\$40,800	\$168,553	\$14,
9	\$7,616		\$37,332		\$7,090	\$29,292	\$20.508	\$10,475,000	\$214,821	\$5,468	\$40,800	\$168,553	\$14,8
10	\$7,768	5.00	\$38,079		\$7,232	\$29,878	\$20.508	\$10,475,000	\$214,821	\$5,468	\$40,800	\$168,553	\$14,8
11	\$7,923	5.00	\$38,841		\$7,377	\$30,475	\$20.508	\$10,475,000	\$214,821	\$5,468	\$40,800	\$168,553	\$14,8
12	\$8,082	5.00 5.00	\$39,617		\$7,524	\$31,085	\$20.508	\$10,475,000	\$214,821	\$5,468	\$40,800	\$168,553	\$14,8
13	\$8,244		\$40,410		\$7,675	\$31,706	\$20.508	\$10,475,000	\$214,821	\$5,468	\$40,800	\$168,553	\$14,8
14	\$8,408	5.00 5.00	\$41,218		\$7,828	\$32,340	\$20.508	\$10,475,000	\$214,821	\$5,468	\$40,800	\$168,553	\$14,8
15	\$8,577	5.00	\$42,042		\$7,985	\$32,987	\$20.508	\$10,475,000	\$214,821	\$5,468	\$40,800	\$168,553	\$14,8
15	55,577	3.00	\$42,883 \$562,036	\$1,092 \$14,306	\$8,145 \$106,745	\$33,647 \$440,985	\$20.508	\$10,475,000	\$214,821	\$5,468	\$40,800	\$168,553	\$14,8
				424,500	7100,743	\$440,985			\$3,222,320	\$82,019	\$612,002	\$2,528,298	\$223,0
16							£20 F00	*** *** ***	*****				
17							\$20.508	\$10,475,000	\$214,821				
18							\$20,508	\$10,475,000	\$214,821				
19							\$20.508	\$10,475,000	\$214,821				
20							\$20.508	\$10,475,000	\$214,821				
21							\$20.508	\$10,475,000	\$214,821				
22							\$20.508	\$10,475,000	\$214,821				
23							\$20.508	\$10,475,000	\$214,821				
24							\$20.508 \$20.508	\$10,475,000	\$214,821				
25							\$20.508	\$10,475,000 \$10,475,000	\$214,821 \$214,821				
							V.0.500	\$10,475,000	\$2,148,213				
	r Payments		\$562,036	From above									
	nunity Benefit		\$0	To Be Determined									
otal Paym	l Contribution nents		\$562,036	To Be Determined									
axes w/o F	Project 15 Yrs		\$223.025	From above									
	No PILOT 15 Yrs			From above									
stimated R	Real Estate Tax Sav	vings	\$2,660,283	Full Taxes - Total Pa	yments								
	Mortgage Tax Savi	ngs	\$162,844										
stimated S	Sales Tax Savings		\$292,500	Use 3% for County	only (not 4%	in Application	Ignore State	4% since evernt					
	otal Financial Assi	stance	\$3,115,627		, , ,,,		-Brief State	The same exempt.					
WIDA Adi	min Fee (0.75%)		\$73,125										
	s Provided	:	\$3,042,502										
bs Created	d		N/A										
	rease in Taxes Gen		\$562,036							proved for G	/E WILLIAM -		
	t PILOT Property T		2,148,213						14	proved for C	E WWIDA A	prication	
Year Net	Property Tax Incr		2,710,249						Sig	nature: _C	Carson C	Veinand	
enefit			2,710,249	= 75 Yr Net Property	u Increses : 1	doct Com- C-	office of the second						
ment			3.042 502	= 25 Yr Net Propert Net Benefits	y increase + h	nost Comm. Ber	nefit + Educ. A	ssistance	Pri	int Name: _C	arson We	inand	
ost									1				
	t Ratio		0.89							te: 10	127/22		

Town	Country	School	T-1-1
	County	School	Total
/\$1,000	/\$1,000	/\$1,000	/\$1,000
\$0.522	\$3.895	\$16.091	\$20.508
\$0.522	\$3.895	\$16.091	\$20.508
\$0.522	\$3.895	\$16.091	\$20.508
\$0.522	\$3.895	\$16.091	\$20.508
\$0.522	\$3.895	\$16.091	\$20.508
\$0.522	\$3.895	\$16.091	\$20.508
\$0.522	\$3.895	\$16.091	\$20.508
\$0.522	\$3.895	\$16.091	\$20.508
\$0.522	\$3.895	\$16.091	\$20.508
\$0.522	\$3.895	\$16.091	\$20.508
\$0.522	\$3.895	\$16.091	\$20.508
\$0.522	\$3.895	\$16.091	\$20.508
\$0.522	\$3.895	\$16.091	\$20.508
\$0.522	\$3.895	\$16.091	\$20.508
\$0.522	\$3.895	\$16.091	\$20,508

N Counties of Warren and Washington Industrial Development Agency 01230.24 R24, & Warren St. Suite 210, Glens Falls, NY 12801 Tel: (518) 792-1312 **S4** Email: aweaver@warren-washingtonida.com D15 (Est. PILOT + Ext. Sales Tax + Est. Mortgage Tax + Other) Total Project Costs: % 022 ** This Section of the Application can only be completed upon the Applicant receiving, and must be completed after the Applicant receives, IDA Staff confirmation that Section I through Section V of the Application are complete. (name of CEO or other authorized representative of Applicant) confirms and says that he/she the (title) (name of corporation or other entity) named in the attached Application (the "Applicant"), that he/she has read the foregoing Application and knows the contents thereof, and hereby represents, understands, and otherwise agrees with the Agency and as follows: Job Listings: In accordance with Section 858-b(2) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, new employment opportunities created as a result of the Project will be listed with the New York State Department of Labor Community Services Division (the "DOL") and with the administrative entity (collectively with the DOL, the "JTPA Entities") of the service delivery area created by the federal job training partnership act (Public Law 97-300) ("JTPA") in which the Project is located.

1

- B. First Consideration for Employment: In accordance with Section 858-b(2) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, where practicable, the Applicant will first consider persons eligible to participate in JTPA programs who shall be referred by the JTPA Entities for new employment opportunities created as a result of the Project.
- C. Annual Sales Tax Filings: In accordance with Section 874(8) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any sales tax exemptions as part of the Financial Assistance from the Agency, in accordance with Section 874(8) of the General Municipal Law, the Applicant agrees to file, or cause to be filed, with the New York State Department of Taxation and Finance, the annual form prescribed by the Department of Taxation and Finance, describing the value of all sales tax exemptions claimed by the Applicant and all consultants or subcontractors retained by the Applicant. Copies of all filings shall be provided to the Agency.
- D. Employment Reports: The Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, the Applicant agrees to file, or cause to be filed, with the Agency, at least annually or as otherwise required by the Agency, reports regarding the number of people employed at the project site, salary levels, contractor utilization and such other information (collectively, "Employment Reports") that may be required from time to time on such appropriate forms as designated by the Agency. Failure to provide Employment Reports within 30 days of an Agency request shall be an Event of Default under the PILOT Agreement between the Agency and Applicant and, if applicable, an Event of Default under the Agent Agreement between the Agency and Applicant. In addition, a Notice of Failure to provide the

Agency with an Employment Report may be reported to Agency board members, said report being an agenda item subject to the Open Meetings Law.

- E. The Applicant acknowledges that certain environmental representations will be required at closing. The Applicant shall provide with this Representation, Certification and Indemnification Form copies of any known environmental reports, including any existing Phase I Environmental Site Assessment Report(s) and/or Phase II Environmental Investigations. The Agency may require the Company and/or owner of the premises to prepare and submit an environmental assessment and audit report, including but not necessarily limited to, a Phase I Environmental Site Assessment Report and a Phase II Environmental Investigation, with respect to the Premises at the sole cost and expense of the owner and/or the Applicant. All environmental assessment and audit reports shall be completed in accordance with ASTM Standard Practice E1527-05, and shall be conformed over to the Agency so that the Agency is authorized to use and rely on the reports. The Agency, however, does not adopt, ratify, confirm or assume any representation made within reports required herein.
- F. The Applicant and/or the owner, and their successors and assigns, hereby release, defend and indemnify the Agency from any and all suits, causes of action, litigations, damages, losses, liabilities, obligations, penalties, claims, demands, judgments, costs, disbursements, fees or expenses of any kind or nature whatsoever (including, without limitation, attorneys', consultants' and experts' fees) which may at any time be imposed upon, incurred by or asserted or awarded against the Agency, resulting from or arising out of any inquiries and/or environmental assessments, investigations and audits performed on behalf of the Applicant and/or the owner pursuant hereto, including the scope, level of detail, contents or accuracy of any environmental assessment, audit, inspection or investigation report completed hereunder and/or the selection of the environmental consultant, engineer or other qualified person to perform such assessments, investigations, and audits.
- Hold Harmless Provision: The Applicant acknowledges and agrees that the Applicant shall be and G. is responsible for all costs of the Agency incurred in connection with any actions required to be taken by the Agency in furtherance of the Application including the Agency's costs of general counsel and/or the Agency's bond/transaction counsel whether or not the Application, the proposed Project it describes, the attendant negotiations, or the issue of bonds or other transaction or agreement are ultimately ever carried to successful conclusion and agrees that the Agency shall not be liable for and agrees to indemnify, defend, and hold the Agency harmless from and against any and all liability arising from or expense incurred by: (i) the Agency's examination and processing of, and action pursuant to or upon, the Application, regardless of whether or not the Application or the proposed Project described herein or the tax exemptions and other assistance requested herein are favorably acted upon by the Agency; (ii) the Agency's acquisition, construction and/or installation of the proposed Project described herein; and (iii) any further action taken by the Agency with respect to the proposed Project including, without limiting the generality of the foregoing, all causes of action and attorney's fees and any other expenses incurred in defending any suits or actions which may arise as a result of any of the foregoing. Applicant hereby understands and agrees, in accordance with Section 875(3) of the New York General Municipal Law and the policies of the Agency that any New York State and local sales and use tax exemption claimed by the Applicant and approved by the Agency, any mortgage recording tax exemption claimed by the Applicant and approved by the Agency, and/or any real property tax abatement claimed by the Applicant and approved by the Agency, in connection with the Project, may be subject to recapture and/or termination by the Agency under such terms and conditions as will be established by the Agency and set forth in transaction documents to be

entered into by and between the Agency and the Applicant. The Applicant further represents and warrants that the information contained in this Application, including without limitation information regarding the amount of the New York State and local sales and use tax exemption benefit, the amount of the mortgage recording tax exemption benefit, and the amount of the real property tax abatement, if and as applicable, to the best of the Applicant's knowledge, is true, accurate and complete.

- H. This obligation includes an obligation to submit an Agency Fee Payment to the Agency in accordance with the Agency Fee policy effective as of the date of this Application
- I. By executing and submitting this Application, the Applicant covenants and agrees to pay the following fees to the Agency and for the Agency's general counsel and/or for the Agency's bond/transaction counsel, the same to be paid at the times indicated:
 - (i) An application fee of \$1,500.00 with \$750.00 credited towards future administrative fees;
 - (ii) Security Deposit: To ensure that the Agency's costs are reimbursed if the project does not proceed, applicant shall pay to the Agency a security deposit equal to one-half of one percent (0.5%) of the cost of the Project or \$10,000.00, whichever is greater. The maximum initial deposit is set at \$25,000.00. Payment shall be made when the Preliminary Agreement is signed.
 - (iii) Unless otherwise agreed to by the Agency, an Agency fee as follows:

Applicable Percentage:			
0.75%			
0.50%			
0.25%			
0.125%			

- (iv) All fees, costs and expenses incurred by the Agency for (1) legal services, including but not limited to those provided by the Agency's general counsel and/or the Agency's bond/transaction counsel, thus note that the Applicant is entitled to receive a written estimate of fees and costs of the Agency's general counsel and the Agency's bond/transaction counsel; and (2) other consultants retained by the Agency in connection with the proposed project, with all such charges to be paid by the Applicant at the closing.
- J. If the Applicant fails to conclude or consummate the necessary negotiations, or fails, within a reasonable or specified period of time, to take reasonable proper or requested action, or withdraws, abandons, cancels, or neglects the Application, or if the Applicant is unable to find buyers willing to purchase the bond issue requested, or if the Applicant is unable to facilitate the sale/leaseback or lease/leaseback transaction, then, upon the presentation of an invoice, Applicant shall pay to the Agency, its agents, or assigns all actual costs incurred by the Agency in furtherance of the Application, up to that date and time, including but not necessarily limited to, fees of the Agency's general counsel and/or the Agency's bond/transaction counsel.

- K. The Applicant acknowledges and agrees that all payment liabilities to the Agency and the Agency's general counsel and/or the Agency's bond and/or transaction counsel as expressed in Sections H and I are obligations that are not dependent on final documentation of the transaction contemplated by this Application.
- L. The cost incurred by the Agency and paid by the Applicant, the Agency's general counsel and/or bond/transaction counsel fees and the processing fees, may be considered as a cost of the Project and included in the financing of costs of the proposed Project, except as limited by the applicable provisions of the Internal Revenue Code with respect to tax-exempt bond financing.
- M. The Applicant acknowledges that the Agency is subject to New York State's Freedom of Information Law (FOIL). Applicant understands that all Project information and records related to this application are potentially subject to disclosure under FOIL subject to limited statutory exclusions.
- N. The Applicant acknowledges that it has been provided with a copy of the Agency's Policy for Termination of Agency Benefits and Recapture of Agency Benefits Previously Granted (the "Termination and Recapture Policy"). The Applicant covenants and agrees that it fully understands that the Termination and Recapture Policy is applicable to the Project that is the subject of this Application, and that the Agency will implement the Termination and Recapture Policy if and when it is so required to do so. The Applicant further covenants and agrees that its Project is potentially subject to termination of Agency financial assistance and/or recapture of Agency financial assistance so provided and/or previously granted.
- O. The Applicant understands and agrees that the provisions of Section 862(1) of the New York General Municipal Law, as provided below, will not be violated if Financial Assistance is provided for the proposed Project:
 - § 862. Restrictions on funds of the agency. (1) No funds of the agency shall be used in respect of any project if the completion thereof would result in the removal of an industrial or manufacturing plant of the project occupant from one area of the state to another area of the state or in the abandonment of one or more plants or facilities of the project occupant located within the state, provided, however, that neither restriction shall apply if the agency shall determine on the basis of the application before it that the project is reasonably necessary to discourage the project occupant from removing such other plant or facility to a location outside the state or is reasonably necessary to preserve the competitive position of the project occupant in its respective industry.
- P. The Applicant confirms and acknowledges that the owner, occupant, or operator receiving Financial Assistance for the proposed Project is in substantial compliance with applicable local, state and federal tax, worker protection and environmental laws, rules and regulations.
- Q. The Applicant confirms and acknowledges that the submission of any knowingly false or knowingly misleading information may lead to the immediate termination of any Financial Assistance and the reimbursement of an amount equal to all or part of any tax exemption claimed by reason of the Agency's involvement the Project.
- R. The Applicant confirms and hereby acknowledges that as of the date of this Application, the Applicant is in substantial compliance with all provisions of Article 18-A of the New York

General Municipal Law, including, but not limited to, the provision of Section 859-a and Section 862(1) of the New York General Municipal Law.

S. The Applicant and the individual executing this Application on behalf of Applicant acknowledge that the Agency and its counsel will rely on the representations and covenants made in this Application when acting hereon and hereby represents that the statements made herein do not contain any untrue statement of a material fact and do not omit to state a material fact necessary to make the statements contained herein not misleading.

GUY L. LOREMIL

Notary Public, State of New York

No. 01LO6083318

Qualified in Nassau County

Commission Expires 11-12-2022