



MEETING OF THE TOWN OF ISLIP  
INDUSTRIAL DEVELOPMENT AGENCY

December 19, 2018

Agenda

1. Call the meeting of the Town of Islip Industrial Development Agency to order.
2. To consider the adoption of a Resolution on behalf of the Town of Islip Industrial Development Agency to approve the **Minutes** from the meeting on **November 20, 2018**.
3. To consider the adoption of an Inducement Resolution between the Town of Islip Industrial Development Agency and **UltraFlex International Inc.** Located at 10 Colt Court, Ronkonkoma. (12500-0100-012033).
4. To consider the adoption of a Preliminary Inducement Resolution between the Town of Islip Industrial Development Agency and **Certified Interiors**. Located at 300 Rabro Drive, Hauppauge. (02400-0100-018020).
5. To consider the adoption of an Preliminary Inducement Resolution between the Town of Islip Industrial Development Agency and **MultiDyne Electronics, Inc./Silverback Realty, LLC**. Located at 35 Hoffman Avenue, Hauppauge. (03800-0200-011000).
6. To consider an adoption of an Authorizing Resolution between the Town of Islip Industrial Development Agency and **Edgewood Energy, LLC**. Located at 21 Sagtikos Parkway, Brentwood. (07100-0200-012005).
7. To consider an adoption of an Authorizing Resolution between the Town of Islip Industrial Development Agency and **NY Tent LLC**. Located at 1401 Lakeland Avenue, Bohemia. (17200-0100-034004).
8. To consider an adoption of a Resolution to amend a refinance agreement between the Town of Islip Industrial Development Agency and **US Alliance Paper, Inc./Heartland Boys III L.P.** Located at 101 & 111 Heartland Boulevard, Edgewood. (11200-0300-001018).
9. To consider an adoption of an Authorizing Resolution for the acquisition of an additional parcel of land and amendment of documents for **The Cornerstone at Hauppauge, LLC**. Located at Motor Parkway and Joshua's Path, Hauppauge. (05400-0100-007, 008, 009, 011, 01200, 006001).
10. To consider **any other business** to come before the Agency.

**TOWN OF ISLIP  
INDUSTRIAL DEVELOPMENT AGENCY  
AGENDA ITEMS FOR DECEMBER 20, 2018**

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**AGENDA ITEM # 2**

**TYPE OF RESOLUTION:** TO APPROVE THE MINUTES  
FROM THE MEETING OF THE TOWN OF ISLIP IDA FROM  
**NOVEMBER 20, 2018**

**COMPANY:** N/A

**PROJECT LOCATION:** N/A

**JOBS (RETAINED/CREATED):** RETAINED - N/A -  
CREATE - N/A -

**INVESTMENT:** \$ N/A



## MEETING OF THE TOWN OF ISLIP

### INDUSTRIAL DEVELOPMENT AGENCY

November 20, 2018

#### Meeting Minutes

1. Call the meeting of the Town of Islip Industrial Development Agency to order on a motion by Councilwoman Trish Bergin Weichbrodt and seconded by Councilwoman Mary Kate Mullen.

Chairwoman Angie M. Carpenter, Councilwoman Trish Bergin Weichbrodt, Councilman John C. Cochrane Jr., Councilwoman Mary Kate Mullen and Councilman James P. O'Connor were present and the Chairwoman acknowledged a quorum.

2. To consider the adoption of a Resolution on behalf of the Town of Islip Industrial Development Agency to approve the **Minutes** from the meeting from **October 16, 2018** on a motion by Councilman James P. O'Connor and seconded by Councilwoman Trish Bergin Weichbrodt, said motion was approved unanimously.
3. To consider the adoption of an Inducement Resolution between the Town of Islip Industrial Development Agency and **NY Tent, LLC**. Located at 1401 Lakeland Ave, Bohemia. On a motion by Councilman John C. Cochrane Jr. and seconded by Councilwoman Trish Bergin Weichbrodt, said motion was approved unanimously.
4. To consider the adoption of an Inducement Resolution between the Town of Islip Industrial Development Agency and **Edgewood Energy, LLC**. Located at 21 Sagtikos Parkway, Brentwood. On a motion by Councilwoman Trish Bergin Weichbrodt and seconded by Councilman John C. Cochrane Jr., said motion was approved unanimously.
5. To consider the adoption of an Authorizing Resolution between the Town of Islip Industrial Development Agency and **Aeroflex Plainview, Inc.** Located at 585 Johnson Ave, Bohemia. On a motion by Councilwoman Mary Kate Mullen and seconded by Councilman James P. O'Connor, said motion was approved unanimously.
6. To consider the adoption of an Amended Resolution to approve a refinancing agreement between the Industrial Development Agency and **Briad Lodging Group CI 2, LLC**. Located at 11 Courthouse Drive, Central Islip. On a motion by Councilwoman Trish Bergin Weichbrodt and seconded by Councilman John C. Cochrane Jr., said motion was approved unanimously.
7. To consider the adoption of an Authorizing Resolution between the Industrial Development Agency for the Assignment of the **Gull Haven Facility**. Located at Carleton Avenue/Sunburst Boulevard, Central Islip. On a motion by Councilwoman Trish Bergin Weichbrodt and seconded by Councilman James P. O'Connor, said motion was approved unanimously.
8. To consider **any other business** to come before the Agency. The meeting of the Town of Islip Industrial Development Agency closed on a motion by Councilman James P. O'Connor and seconded by Councilwoman Trish Bergin Weichbrodt.



**TOWN OF ISLIP  
INDUSTRIAL DEVELOPMENT AGENCY  
AGENDA ITEMS FOR DECEMBER 18, 2018**

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**AGENDA ITEM #3**

**TYPE OF RESOLUTION:** INDUCEMENT RESOLUTION

**COMPANY:** ULTRA FLEX INTERNATIONAL INC.

**PROJECT LOCATION:** 10 COLT COURT, RONKONKOMA

**JOBS (RETAINED/CREATED):** RETAINED - 14 -  
CREATE - 03 -

**INVESTMENT:** \$2,390,000.00



RESOLUTION OF THE TOWN OF ISLIP INDUSTRIAL DEVELOPMENT AGENCY TAKING OFFICIAL ACTION TOWARD APPOINTING US TECH REALTY LLC, A NEW YORK LIMITED LIABILITY COMPANY, ON BEHALF OF ITSELF AND/OR THE PRINCIPALS OF US TECH REALTY LLC AND/OR AN ENTITY FORMED OR TO BE FORMED ON BEHALF OF ANY OF THE FOREGOING AND ULTRAFLEX INTERNATIONAL INC., A NEW YORK BUSINESS CORPORATION ON BEHALF OF ITSELF AND/OR THE PRINCIPALS OF ULTRAFLEX INTERNATIONAL INC. AND/OR AN ENTITY FORMED OR TO BE FORMED ON BEHALF OF ANY OF THE FOREGOING AND ULTRAFLEX POWER TECHNOLOGIES CORP., A NEW YORK BUSINESS CORPORATION ON BEHALF OF ITSELF AND/OR THE PRINCIPALS OF ULTRAFLEX POWER TECHNOLOGIES CORP. AND/OR AN ENTITY FORMED OR TO BE FORMED ON BEHALF OF ANY OF THE FOREGOING AS AGENT(S) OF THE AGENCY FOR THE PURPOSE OF ACQUIRING, RENOVATING AND EQUIPPING THE FACILITY AND MAKING CERTAIN FINDINGS AND DETERMINATIONS WITH RESPECT TO THE FACILITY

WHEREAS, US Tech Realty LLC, a limited liability company organized and existing under the laws of the State of New York, on behalf of itself and/or the principals of US Tech Realty LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the “**Company**”), Ultraflex International Inc., a business corporation organized and existing under the laws of the State of New York, on behalf of itself and/or the principals of Ultraflex International Inc. and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the “**Ultraflex International**”), and Ultraflex Power Technologies Corp., a business corporation organized and existing under the laws of the State of New York, on behalf of itself and/or the principals of Ultraflex Power Technologies Corp. and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the “**Ultraflex Power**”; and, together with Ultraflex International are collectively, the “**Sublessee**”), have applied to the Town of Islip Industrial Development Agency (the “**Agency**”), to enter into a transaction in which the Agency will assist in (a) the acquisition of an approximately 0.81 acre parcel of land located at 10 Colt Court, Ronkonkoma, New York (the “**Land**”), the renovation of an approximately 12,400 square foot building located thereon (the “**Improvements**”), and the acquisition and installation therein of certain equipment and personal property, not part of the Equipment (as such term is defined herein) (the “**Facility Equipment**”; and, together with the Land and the Improvements, the “**Company Facility**”), which Company Facility is to be leased by the Agency to the Company and approximately all or a portion of the Company Facility will be further subleased by the Company to each Sublessee; (b) the acquisition and installation of certain equipment and personal property, including but not limited to new office equipment, furniture, manufacturing equipment and information technology equipment (collectively, the “**Ultraflex International Equipment**”; and together with all or a portion of the Company Facility, the “**Ultraflex International**

**Facility**”), which Ultraflex International Equipment is to be leased by the Agency to Ultraflex International, and which Ultraflex International Facility is to be used by Ultraflex International as manufacturing space in its business of manufacturing high-power induction heating equipment including, Smart Power machines, EasyMelt, and SB3 (the “**Ultraflex International Project**”), and (c) the acquisition and installation of certain equipment and personal property, including but not limited to new office equipment, furniture, manufacturing equipment and information technology equipment (collectively, the “**Ultraflex Power Equipment**”; and together with all or a portion of the Company Facility, the “**Ultraflex Power Facility**”; and, together with the Ultraflex International Facility, collectively, the “**Facility**”) (the Ultraflex International Equipment together with the Ultraflex Power Equipment is collectively, the “**Equipment**”), which Ultraflex Power Equipment is to be leased by the Agency to Ultraflex Power, and which Ultraflex Power Facility is to be used by Ultraflex Power as manufacturing space in its business of manufacturing high-power induction heating equipment including, Smart Power machines, EasyMelt, and SB3 (the “**Ultraflex Power Project**”; and, together with the Ultraflex International Project, collectively, the “**Project**”); and

WHEREAS, the Agency will acquire a leasehold interest in the Land and the Improvements and title to the Facility Equipment and Equipment, will sublease and lease the Company Facility to the Company for further sublease to the Sublessee and will lease the Equipment to the Sublessee, all pursuant to Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 47 of the Laws of 1974 of the State of New York, as the same may be amended from time to time (collectively, the “**Act**”); and

WHEREAS, the Agency contemplates that it will provide financial assistance to the Company and the Sublessee in connection with the Facility, consistent with the policies of the Agency, in the form of exemptions from mortgage recording taxes in connection with the financing or any subsequent refinancing of the Facility, exemptions from sales and use taxes and abatement of real property taxes, consistent with the policies of the Agency, all to be more particularly described in a Final Authorizing Resolution to be adopted by the Agency prior to the closing of the transactions described herein; and

WHEREAS, as of the date of this resolution, no determination for financial assistance has been made; and

WHEREAS, the Act authorizes and empowers the Agency to promote, develop, encourage and assist projects such as the Facility and to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York; and

WHEREAS, prior to the date of the Hearing (defined below), the Agency will have made a determination for financial assistance; and

WHEREAS, prior to the closing of the transaction described herein, a public hearing (the “**Hearing**”) will be held so that all persons with views in favor of or opposed to either the financial assistance contemplated by the Agency or the location or nature of the Facility can be heard; and

WHEREAS, notice of the Hearing will be given prior to the closing of the transaction described herein, and such notice (together with proof of publication) will be substantially in the form annexed hereto as Exhibit A; and

WHEREAS, the minutes of the Hearing are or will be annexed hereto as Exhibit B; and

WHEREAS, the Agency has given due consideration to the application of the Company and the Sublessee and to representations by the Company and the Sublessee that the proposed financial assistance is either an inducement to the Company and the Sublessee to maintain the Facility in the Town of Islip or is necessary to maintain the competitive position of the Company and the Sublessee in their respective industries; and

WHEREAS, the Company and the Sublessee have agreed to indemnify the Agency against certain losses, claims, expenses, damages and liabilities that may arise in connection with the transaction contemplated by the leasing of the Facility by the Agency to the Company and the Sublessee.

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively, the “SEQR Act” or “SEQR”), the Agency constitutes a “State Agency”; and

WHEREAS, to aid the Agency in determining whether the Facility may have a significant effect upon the environment, the Company and Sublessee have prepared and submitted to the Agency an Environmental Assessment Form and related documents (the “**Questionnaire**”) with respect to the Facility, a copy of which is on file at the office of the Agency; and

WHEREAS, the Questionnaire has been reviewed by the Agency.

NOW, THEREFORE, BE IT RESOLVED by the Town of Islip Industrial Development Agency (a majority of the members thereof affirmatively concurring) that:

Section 1. Based upon the Environmental Assessment Form completed by the Company and the Sublessee and reviewed by the Agency and other representations and information furnished by the Company and the Sublessee regarding the Facility, the Agency determines that the action relating to the acquisition, renovation, equipping, and operation of the Facility is an “unlisted” action, as that term is defined in the SEQR Act. The Agency also determines that the action will not have a “significant effect” on the environment, and, therefore, an environmental impact statement will not be prepared. This determination constitutes a negative declaration for purposes of SEQR. Notice of this determination shall be filed to the extent required by the applicable regulations under SEQR or as may be deemed advisable by the Chairman or Executive Director of the Agency or counsel to the Agency.

Section 2. The acquisition, renovation and equipping of the Facility by the Agency, the subleasing and leasing of the Company Facility to the Company for further subleasing to the Sublessee, the leasing of the Equipment to the Sublessee and the provision



of financial assistance pursuant to the Act will promote job opportunities, health, general prosperity and the economic welfare of the inhabitants of the Town of Islip and the people of the State of New York and improve their standard of living, and thereby serve the public purposes of the Act, and the same is, therefore, approved.

Section 3. Subject to the provisions of this resolution, the Agency shall (i) acquire, renovate and equip the Facility; (ii) lease and sublease the Company Facility to the Company; and (iii) lease the Equipment to the Sublessee.

Section 4. The Company and the Sublessee hereby agree to comply with Section 875 of the Act. The Company and the Sublessee further agree that the tax exemptions and abatements provided pursuant to the Act and the appointment of the Company and the Sublessee as agents of the Agency pursuant to this resolution are subject to termination and recapture of benefits pursuant to Sections 859-a and 875 of the Act and the recapture provisions of the Lease and Project Agreement, dated a date to be determined (the “**Lease Agreement**”), by and between the Company and the Agency, and the respective Agency Compliance Agreements, each dated a date to be determined (collectively, the “**Agency Compliance Agreement**”), by and between the Sublessee and the Agency.

Section 5. Counsel to the Agency is authorized and directed to work with Transaction Counsel (Nixon Peabody LLP) to prepare, for submission to the Agency, all documents necessary to affect the transfer of the real estate described in the foregoing resolution.

Section 6. The Chairman, the Executive Director, the Deputy Executive Director and all members of the Agency are hereby authorized and directed (i) to distribute copies of this resolution to the Company and the Sublessee, and (ii) to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this resolution.

Section 7. Any expenses incurred by the Agency with respect to the Facility, including the expenses of Transaction Counsel, shall be paid by the Company and the Sublessee. By acceptance hereof, the Company and the Sublessee agree to pay such expenses and further agree to indemnify the Agency, its members, directors, employees and agents and hold the Agency and such persons harmless against claims for losses, damage or injury or any expenses or damages incurred as a result of action taken by or on behalf of the Agency in good faith with respect to the Facility.

Section 8. This resolution shall take effect immediately.

STATE OF NEW YORK            )  
  : SS.:  
COUNTY OF SUFFOLK         )

I, the undersigned Assistant Secretary of the Town of Islip Industrial Development Agency, DO HEREBY CERTIFY THAT:

I have compared the foregoing copy of a resolution of the Town of Islip Industrial Development Agency (the “**Agency**”) with the original thereof on file in the office of the Agency, and the same is a true and correct copy of such resolution and of the proceedings of the Agency in connection with such matter.

Such resolution was passed at a meeting of the Agency duly convened in public session on December 18, 2018, at Islip Town Hall, 655 Main Street, Islip, New York, at which meeting the following members were:

Present:

Absent:

Also Present:

The question of the adoption of the foregoing resolution was duly put to vote on roll call, which resulted as follows:

Voting Aye

and, therefore, the resolution was declared duly adopted.

The Application is in substantially the form presented to and approved at such meeting.

I FURTHER CERTIFY that (i) all members of the Agency had due notice of said meeting, pursuant to Sections 103a and 104 of the Public Officers Law (Open Meetings Law), (ii) said meeting was open to the general public and public notice of the time and place of said meeting was duly given in accordance with such Sections 103a and 104, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout.

IN WITNESS WHEREOF, I have hereunto set my hand as of December 18, 2018.

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Assistant Secretary



## EXHIBIT A

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### NOTICE OF PUBLIC HEARING

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**NOTICE IS HEREBY GIVEN** that a public hearing pursuant to Title 1 of Article 18-A of the New York State General Municipal Law will be held by the Town of Islip Industrial Development Agency on the \_\_\_\_ day of \_\_\_\_\_, 20\_\_, at \_\_\_\_\_.m., local time, at 40 Nassau Avenue, Islip, New York 11751 in connection with the following matters:

US Tech Realty LLC, a limited liability company organized and existing under the laws of the State of New York, on behalf of itself and/or the principals of US Tech Realty LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "**Company**"), Ultraflex International Inc., a business corporation organized and existing under the laws of the State of New York, on behalf of itself and/or the principals of Ultraflex International Inc. and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "**Ultraflex International**"), and Ultraflex Power Technologies Corp., a business corporation organized and existing under the laws of the State of New York, on behalf of itself and/or the principals of Ultraflex Power Technologies Corp. and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "**Ultraflex Power**"; and, together with Ultraflex International are collectively, the "**Sublessee**"), have applied to the Town of Islip Industrial Development Agency (the "**Agency**"), to enter into a transaction in which the Agency will assist in (a) the acquisition of an approximately 0.81 acre parcel of land located at 10 Colt Court, Ronkonkoma, New York (the "**Land**"), the renovation of an approximately 12,400 square foot building located thereon (the "**Improvements**"), and the acquisition and installation therein of certain equipment and personal property, not part of the Equipment (as such term is defined herein) (the "**Facility Equipment**"; and, together with the Land and the Improvements, the "**Company Facility**"), which Company Facility is to be leased by the Agency to the Company and approximately all or a portion of the Company Facility will be further subleased by the Company to each Sublessee; (b) the acquisition and installation of certain equipment and personal property, including but not limited to new office equipment, furniture, manufacturing equipment and information technology equipment (collectively, the "**Ultraflex International Equipment**"; and together with all or a portion of the Company Facility, the "**Ultraflex International Facility**"), which Ultraflex International Equipment is to be leased by the Agency to Ultraflex International, and which Ultraflex International Facility is to be used by Ultraflex International as manufacturing space in its business of manufacturing high-power induction heating equipment including, Smart Power machines, EasyMelt, and SB3 (the "**Ultraflex International Project**"), and (c) the acquisition and installation of certain equipment and personal property, including but not limited to new office equipment, furniture, manufacturing equipment and information technology equipment (collectively, the "**Ultraflex Power Equipment**"; and together with all or a portion of the Company Facility, the "**Ultraflex Power Facility**"; and, together with the Ultraflex International Facility, collectively, the "**Facility**") (the Ultraflex International Equipment together with the Ultraflex Power Equipment is collectively, the "**Equipment**"), which Ultraflex Power Equipment is to be leased by the Agency to Ultraflex Power, and which Ultraflex Power Facility is to be used by Ultraflex Power as manufacturing space in its

business of manufacturing high-power induction heating equipment including, Smart Power machines, EasyMelt, and SB3 (the “**Ultraflex Power Project**”; and, together with the Ultraflex International Project, collectively, the “**Project**”). The Company Facility will be initially owned, operated and/or managed by the Company. The Ultraflex International Equipment will be initially owned, operated and/or managed by Ultraflex International and the Ultraflex Power Equipment will be initially owned, operated and/or managed by Ultraflex Power.

The Agency contemplates that it will provide financial assistance to the Company and the Sublessee in the form of exemptions from mortgage recording taxes in connection with the financing or any subsequent refinancing of the Facility, exemptions from sales and use taxes in connection with the renovation and equipping of the Facility and exemption of real property taxes consistent with the policies of the Agency.

A representative of the Agency will, at the above-stated time and place, hear and accept written comments from all persons with views in favor of or opposed to either the proposed financial assistance to the Company and the Sublessee or the location or nature of the Facility. At the hearing, all persons will have the opportunity to review the application for financial assistance filed by the Company and the Sublessee with the Agency and an analysis of the costs and benefits of the proposed Facility.

Dated: \_\_\_\_\_, 201\_\_

TOWN OF ISLIP INDUSTRIAL  
DEVELOPMENT AGENCY

By: William G. Mannix  
Title: Executive Director

EXHIBIT B

MINUTES OF PUBLIC HEARING HELD ON  
\_\_\_\_\_, 20\_\_

TOWN OF ISLIP INDUSTRIAL DEVELOPMENT AGENCY  
(US TECH REALTY LLC/ULTRAFLEX INTERNATIONAL INC./ULTRAFLEX POWER  
TECHNOLOGIES CORP. FACILITY)

\_\_\_\_\_  
Section 1. \_\_\_\_\_, \_\_\_\_\_ of the Town of Islip Industrial Development Agency (the “**Agency**”) called the hearing to order.

Section 2. The \_\_\_\_\_ then appointed \_\_\_\_\_, the \_\_\_\_\_ of the Agency, the hearing officer of the Agency, to record the minutes of the hearing.

Section 3. The hearing officer then described the proposed transfer of the real estate, the other financial assistance proposed by the Agency and the location and nature of the Facility as follows:

US Tech Realty LLC, a limited liability company organized and existing under the laws of the State of New York, on behalf of itself and/or the principals of US Tech Realty LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the “**Company**”), Ultraflex International Inc., a business corporation organized and existing under the laws of the State of New York, on behalf of itself and/or the principals of Ultraflex International Inc. and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the “**Ultraflex International**”), and Ultraflex Power Technologies Corp., a business corporation organized and existing under the laws of the State of New York, on behalf of itself and/or the principals of Ultraflex Power Technologies Corp. and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the “**Ultraflex Power**”; and, together with Ultraflex International are collectively, the “**Sublessee**”), have applied to the Town of Islip Industrial Development Agency (the “**Agency**”), to enter into a transaction in which the Agency will assist in (a) the acquisition of an approximately 0.81 acre parcel of land located at 10 Colt Court, Ronkonkoma, New York (the “**Land**”), the renovation of an approximately 12,400 square foot building located thereon (the “**Improvements**”), and the acquisition and installation therein of certain equipment and personal property, not part of the Equipment (as such term is defined herein) (the “**Facility Equipment**”; and, together with the Land and the Improvements, the “**Company Facility**”), which Company Facility is to be leased by the Agency to the Company



and approximately all or a portion of the Company Facility will be further subleased by the Company to each Sublessee; (b) the acquisition and installation of certain equipment and personal property, including but not limited to new office equipment, furniture, manufacturing equipment and information technology equipment (collectively, the “**Ultraflex International Equipment**”; and together with all or a portion of the Company Facility, the “**Ultraflex International Facility**”), which Ultraflex International Equipment is to be leased by the Agency to Ultraflex International, and which Ultraflex International Facility is to be used by Ultraflex International as manufacturing space in its business of manufacturing high-power induction heating equipment including, Smart Power machines, EasyMelt, and SB3 (the “**Ultraflex International Project**”), and (c) the acquisition and installation of certain equipment and personal property, including but not limited to new office equipment, furniture, manufacturing equipment and information technology equipment (collectively, the “**Ultraflex Power Equipment**”; and together with all or a portion of the Company Facility, the “**Ultraflex Power Facility**”; and, together with the Ultraflex International Facility, collectively, the “**Facility**”) (the Ultraflex International Equipment together with the Ultraflex Power Equipment is collectively, the “**Equipment**”), which Ultraflex Power Equipment is to be leased by the Agency to Ultraflex Power, and which Ultraflex Power Facility is to be used by Ultraflex Power as manufacturing space in its business of manufacturing high-power induction heating equipment including, Smart Power machines, EasyMelt, and SB3 (the “**Ultraflex Power Project**”; and, together with the Ultraflex International Project, collectively, the “**Project**”). The Company Facility will be initially owned, operated and/or managed by the Company. The Ultraflex International Equipment will be initially owned, operated and/or managed by Ultraflex International and the Ultraflex Power Equipment will be initially owned, operated and/or managed by Ultraflex Power.

The Agency contemplates that it will provide financial assistance to the Company and the Sublessee in the form of exemptions from mortgage recording taxes in connection with the financing or any subsequent refinancing of the Facility, exemptions from sales and use taxes in connection with the renovation and equipping of the Facility and exemption of real property taxes consistent with the policies of the Agency.

Section 4. The hearing officer then opened the hearing for comments from the floor for or against the proposed transfer of real estate, the other financial assistance proposed by the Agency and the location and nature of the Facility. The following is a listing of the persons heard and a summary of their views:

Section 5. The hearing officer then asked if there were any further comments, and, there being none, the hearing was closed at \_\_\_\_\_.

STATE OF NEW YORK     )  
                                      : SS.:  
COUNTY OF SUFFOLK    )

I, the undersigned Assistant Secretary of the Town of Islip Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the foregoing copy of the minutes of a public hearing held by the Town of Islip Industrial Development Agency (the “**Agency**”) on the \_\_\_\_ day of \_\_\_\_\_, 20\_\_, at \_\_\_\_\_ .m., local time, at 40 Nassau Avenue, Islip, New York, with the original thereof on file in the office of the Agency, and that the same is a true and correct copy of the minutes in connection with such matter.

IN WITNESS WHEREOF, I have hereunto set my hand as of \_\_\_\_\_, 20\_\_.

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Assistant Secretary

**TOWN OF ISLIP  
INDUSTRIAL DEVELOPMENT AGENCY  
AGENDA ITEMS FOR DECEMBER 18, 2018**

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**AGENDA ITEM #4**

**TYPE OF RESOLUTION:** PRELIMINARY INDUCEMENT  
RESOLUTION

**COMPANY:** CERTIFIED INTERIORS

**PROJECT LOCATION:** 300 RABRO DRIVE, HAUPPAUGE

**JOBS (RETAINED/CREATED):** RETAINED - 53 -  
CREATE - 20 -

**INVESTMENT:** \$9,200,000.00



PRELIMINARY RESOLUTION OF THE TOWN OF ISLIP  
INDUSTRIAL DEVELOPMENT AGENCY TAKING OFFICIAL  
ACTION IN CONNECTION WITH 25 ANDREA LLC, A  
LIMITED LIABILITY COMPANY, ON BEHALF OF ITSELF  
AND/OR THE PRINCIPALS OF 25 ANDREA LLC AND/OR AN  
ENTITY FORMED OR TO BE FORMED ON BEHALF OF THE  
FOREGOING.

WHEREAS, 25 Andrea LLC, a limited liability company organized and existing under the laws of the State of New York, on behalf of itself and/or the principals of 25 Andrea LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the **"Company"**), has applied to the Town of Islip Industrial Development Agency (the **"Agency"**) to enter into a transaction in which the Agency will assist in the acquisition of an approximately 4.93 acre parcel of land located at 300 Rabro Drive, Hauppauge, New York, (the **"Land"**), the renovation of an approximately 56,597 square foot building located thereon (the **"Improvements"**), and the acquisition and installation therein of certain equipment and personal property (the **"Equipment"**); and together with the Land and the Improvements, the **"Facility"**), which Facility will be leased by the Agency to the Company, to be further subleased to one more more sublessees, not yet determined (the **"Sublessee"**), to be used by the Company and/or the Sublessee as manufacturing and office space in their respective business as a manufacturer of custom wood furniture (the **"Project"**); and

WHEREAS, the Agency, subject to the provisions of this preliminary resolution, will consider the acquisition of a leasehold interest in the Facility and will lease or sublease the Facility to the Company, all pursuant to Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 47 of the Laws of 1974 of the State of New York, as the same may be amended from time to time (collectively, the **"Act"**);

WHEREAS, subject to the Company's providing the Agency with an updated application including all required attachments, project description and any additional materials requested by the Agency (collectively, the **"Requisite Materials"**) to enable the Agency to make findings and determinations that the Facility qualifies as a "project" under the Act and that the Facility satisfies all other requirements of the Act, the Agency will consider the inducement of the Project; and

WHEREAS, the Act authorizes and empowers the Agency to promote, develop, encourage and assist projects such as the Facility and to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York;

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively, the **"SEQR Act"** or **"SEQR"**), the Agency constitutes a "State Agency"; and

WHEREAS, to aid the Agency in determining whether the Facility may have a significant effect upon the environment, the Company has prepared and submitted to the Agency

an Environmental Assessment Form and related documents (the “**Questionnaire**”) with respect to the Facility, a copy of which is on file at the office of the Agency; and\

WHEREAS, the Questionnaire has been reviewed by the Agency.

NOW, THEREFORE, BE IT RESOLVED by the Town of Islip Industrial Development Agency (a majority of the members thereof affirmatively concurring) that:

- Section 1. Based upon the Environmental Assessment Form completed by the Company and reviewed by the Agency and other representations and information furnished by the Company regarding the Facility, the Agency determines that the action relating to the acquisition, renovation, equipping, furnishing and operation of the Facility is an “unlisted” action, as that term is defined in the SEQR Act. The Agency also determines that the action will not have a “significant effect” on the environment, and, therefore, an environmental impact statement will not be prepared. This determination constitutes a negative declaration for purposes of SEQR. Notice of this determination shall be filed to the extent required by the applicable regulations under SEQR or as may be deemed advisable by the Chairman or Executive Director of the Agency or counsel to the Agency.
- Section 2. Nothing herein shall be construed as committing the Agency to approve the acquisition, renovation, equipping and financing of the Facility until such time as the Agency has received all Requisite Materials. No final action may be taken before the Agency has received all Requisite Materials.
- Section 3. Upon receipt of the Requisite Materials, the Agency may give notice of and hold a public hearing, so that all persons with views in favor of or opposed to either the financial assistance contemplated by the Agency or the location of the Facility can be heard.
- Section 4. The Chairman, Executive Director, counsel to the Agency and Transaction Counsel (Nixon Peabody LLP), and all members of the Agency, are hereby authorized and directed (i) to distribute copies of this preliminary resolution to the Company, and (ii) to do such further things or perform such acts as may be necessary or convenient to implement the provisions in the foregoing preliminary resolution.
- Section 5. This preliminary resolution shall take effect immediately.

STATE OF NEW YORK)

) ss:

COUNTY OF SUFFOLK)

I, the undersigned Assistant Secretary of the Town of Islip Industrial Development Agency, DO HEREBY CERTIFY THAT:

I have compared the foregoing copy of the preliminary resolution of the Town of Islip Industrial Development Agency (the “**Agency**”) with the original thereof on file in the office of the Agency, and the same is a true and correct copy of such resolution and of the proceedings of the Agency in connection with such matter.

Such resolution was passed at a meeting of the Agency duly convened in public session on December 18, 2018, at Islip Town Hall, 655 Main Street, Islip, New York, at which meeting the following members were:

Present:

Absent:

Also Present:

The question of the adoption of the foregoing resolution was duly put to vote on roll call, which resulted as follows:

Voting Aye

Voting Nay

and, therefore, the resolution was declared duly adopted.

I FURTHER CERTIFY that (i) all members of the Agency had due notice of said meeting, pursuant to Sections 103a and 104 of the Public Officers Law (Open Meetings Law), (ii) said meeting was open to the general public and public notice of the time and place of said meeting was duly given in accordance with such Sections 103a and 104, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout.

IN WITNESS WHEREOF, I have hereunto set my hand as of December 18, 2018.

---

Assistant Secretary



EXHIBIT 1							
Company	Address	Company Description	Tax Id	Owner(s)	Ownership Percentage	Annual Sales	Approx Sq
Carob Industries, Inc.	25 Andrea Road Holbrook, NY 11741	Millwork Manufacturer	11-2656442	Robert A. Levey	100%	1,727,000	25,000 sq ft
Certified Interiors, Inc.	25 Andrea Road Holbrook, NY 11741	Carpentry Subcontractor	11-2454653	Robert A. Levey	100%	29,900,000	10,532 SQ FT
Telcar Certified, Ltd	25 Andrea Road Holbrook, NY 11741	Furniture Sales	20-1319657	Anthony L Levey	100%	8,600,000	10,532 SQ FT
VRD Contracting, Inc.	25 Andrea Road Holbrook, NY 11741	General Contractor	11-3241167	Denise Sapienza-Levey Mark Foster	85% 15%	37,000,000	10,532 SQ FT

**TOWN OF ISLIP  
INDUSTRIAL DEVELOPMENT AGENCY  
AGENDA ITEMS FOR DECEMBER 18, 2018**

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**AGENDA ITEM #5**

**TYPE OF RESOLUTION:** PRELIMINARY INDUCEMENT  
RESOLUTION

**COMPANY:** MULTIDYNE 2018

**PROJECT LOCATION:** 35 HOFFMAN AVENUE,  
HAUPPAUGE

**JOBS (RETAINED/CREATED):** RETAINED - 22 -  
CREATE - 11 -

**INVESTMENT:** \$2,700,000.00

PRELIMINARY RESOLUTION OF THE TOWN OF ISLIP  
INDUSTRIAL DEVELOPMENT AGENCY TAKING OFFICIAL  
ACTION IN CONNECTION WITH MULTIDYNE  
ELECTRONICS, INC., A LIMITED LIABILITY COMPANY, ON  
BEHALF OF ITSELF AND/OR THE PRINCIPALS OF  
MULTIDYNE ELECTRONICS, INC. AND/OR AN ENTITY  
FORMED OR TO BE FORMED ON BEHALF OF THE  
FOREGOING.

WHEREAS, MultiDyne Electronics, Inc., a business corporation organized and existing under the laws of the State of New York, on behalf of itself and/or the principals of MultiDyne Electronics, Inc. and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the “**Company**”), has applied to the Town of Islip Industrial Development Agency (the “**Agency**”) to enter into a transaction in which the Agency will assist in the acquisition of an approximately 1.4 acre parcel of land located at 190 Blydenburg Road, Islandia, New York, (the “**Land**”), the renovation of approximately 18,871 square foot portion of an existing approximately 37,000 square foot building located thereon (the “**Improvements**”), and the acquisition and installation therein of certain equipment and personal property (the “**Equipment**”; and together with the Land and the Improvements, the “**Facility**”), which Facility will be leased by the Agency to the Company, used, in part, by the Company as manufacturing space is the Company’s business of the design and manufacturing of high-tech equipment for the broadcast and cinema industry and, in part, to be further subleased to one or more existing or future tenants, not yet determined (the “**Tenants**”), for use by the Tenants as office, industrial and warehouse space in their respective industries (the “**Project**”); and

WHEREAS, the Agency, subject to the provisions of this preliminary resolution, will consider the acquisition of a leasehold interest in the Facility and will lease and sublease the Facility to the Company, all pursuant to Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 47 of the Laws of 1974 of the State of New York, as the same may be amended from time to time (collectively, the “**Act**”);

WHEREAS, subject to the Company’s providing the Agency with an updated application including all required attachments, project description and any additional materials requested by the Agency (collectively, the “**Requisite Materials**”), to enable the Agency to make findings and determinations that the Facility qualifies as a “project” under the Act and that the Facility satisfies all other requirements of the Act, the Agency will consider the inducement of the Project; and

WHEREAS, the Act authorizes and empowers the Agency to promote, develop, encourage and assist projects such as the Facility and to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York;

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively, the “**SEQR Act**” or “**SEQR**”), the Agency constitutes a “State Agency”; and

WHEREAS, to aid the Agency in determining whether the Facility may have a significant effect upon the environment, the Company has prepared and submitted to the Agency an Environmental Assessment Form and related documents (the “**Questionnaire**”) with respect to the Facility, a copy of which is on file at the office of the Agency; and

WHEREAS, the Questionnaire has been reviewed by the Agency.

NOW, THEREFORE, BE IT RESOLVED by the Town of Islip Industrial Development Agency (a majority of the members thereof affirmatively concurring) that:

- Section 1. Based upon the Environmental Assessment Form completed by the Company and reviewed by the Agency and other representations and information furnished by the Company regarding the Facility, the Agency determines that the action relating to the acquisition, renovation, equipping, furnishing and operation of the Facility is an “unlisted” action, as that term is defined in the SEQR Act. The Agency also determines that the action will not have a “significant effect” on the environment, and, therefore, an environmental impact statement will not be prepared. This determination constitutes a negative declaration for purposes of SEQR. Notice of this determination shall be filed to the extent required by the applicable regulations under SEQR or as may be deemed advisable by the Chairman or Executive Director of the Agency or counsel to the Agency.
- Section 2. Nothing herein shall be construed as committing the Agency to approve the acquisition, renovation, equipping and financing of the Facility until such time as the Agency has received all Requisite Materials. No final action may be taken before the Agency has received all Requisite Materials.
- Section 3. The Chairman, Executive Director, counsel to the Agency and Transaction Counsel (Nixon Peabody LLP), and all members of the Agency, are hereby authorized and directed (i) to distribute copies of this preliminary resolution to the Company, and (ii) to do such further things or perform such acts as may be necessary or convenient to implement the provisions in the foregoing preliminary resolution.
- Section 4. Upon receipt by the Agency of the Requisite Materials, the Agency may give Notice of and hold a Public Hearing so that all persons with views in favor of or opposed to either the financial assistance contemplated by the Agency or the location or nature of the Facility can be heard.
- Section 5. This preliminary resolution shall take effect immediately.



STATE OF NEW YORK)

) ss:

COUNTY OF SUFFOLK)

I, the undersigned Assistant Secretary of the Town of Islip Industrial Development Agency, DO HEREBY CERTIFY THAT:

I have compared the foregoing copy of the preliminary resolution of the Town of Islip Industrial Development Agency (the “**Agency**”) with the original thereof on file in the office of the Agency, and the same is a true and correct copy of such resolution and of the proceedings of the Agency in connection with such matter.

Such resolution was passed at a meeting of the Agency duly convened in public session on December 18, 2018, at Islip Town Hall, 655 Main Street, Islip, New York, at which meeting the following members were:

Present:

Absent:

Also Present:

The question of the adoption of the foregoing resolution was duly put to vote on roll call, which resulted as follows:

Voting Aye

Voting Nay

and, therefore, the resolution was declared duly adopted.

I FURTHER CERTIFY that (i) all members of the Agency had due notice of said meeting, pursuant to Sections 103a and 104 of the Public Officers Law (Open Meetings Law), (ii) said meeting was open to the general public and public notice of the time and place of said meeting was duly given in accordance with such Sections 103a and 104, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout.

IN WITNESS WHEREOF, I have hereunto set my hand as of December 18, 2018.

---

Assistant Secretary

**TOWN OF ISLIP  
INDUSTRIAL DEVELOPMENT AGENCY  
AGENDA ITEMS FOR DECEMBER 18, 2018**

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**AGENDA ITEM #6**

**TYPE OF RESOLUTION: AUTHORIZING RESOLUTION**

**COMPANY: EDGEWOOD ENERGY, LLC.**

**PROJECT LOCATION: 21 SAGTIKOS PARKWAY,  
BRENTWOOD**

**JOBS (RETAINED/CREATED): RETAINED - 06 -  
CREATE - 00 -**

**INVESTMENT: \$26,000,000.00**

Date: December 18, 2018

At a meeting of the Town of Islip Industrial Development Agency (the “**Agency**”), held at Islip Town Hall, 655 Main Street, Islip, New York on the 18th day of December, 2018 the following members of the Agency were:

Present:

Absent:

Also Present:

After the meeting had been duly called to order, the Chairman announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to acquisition of a leasehold interest in a certain industrial development facility more particularly described below (Edgewood Energy, LLC 2018 Facility) and the leasing of the facility to Edgewood Energy, LLC.

The following resolution was duly moved, seconded, discussed and adopted with the following members voting:

Voting Aye

Voting Nay



RESOLUTION OF THE TOWN OF ISLIP INDUSTRIAL DEVELOPMENT AGENCY APPROVING THE ACQUISITION OF A CERTAIN INDUSTRIAL DEVELOPMENT FACILITY AND THE APPOINTMENT OF EDGEWOOD ENERGY, LLC, A DELAWARE LIMITED LIABILITY COMPANY ON BEHALF OF ITSELF AND/OR THE PRINCIPALS OF EDGEWOOD ENERGY, LLC AND/OR AN ENTITY FORMED OR TO BE FORMED ON BEHALF OF ANY OF THE FOREGOING, AS AGENT(S) OF THE AGENCY FOR THE PURPOSE OF ACQUIRING THE FACILITY AND APPROVING THE FORM, SUBSTANCE AND EXECUTION OF RELATED DOCUMENTS.

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 47 of the Laws of 1974 of the State of New York, as amended from time to time (collectively, the “**Act**”), the Town of Islip Industrial Development Agency (the “**Agency**”) was created with the authority and power among other things, to assist with the acquisition of certain industrial development projects as authorized by the Act; and

WHEREAS, the Act authorizes and empowers the Agency to promote, develop, encourage and assist projects such as the Facility and to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York; and

WHEREAS, Edgewood Energy, LLC, a limited liability company organized and existing under the laws of the State of Delaware, on behalf of itself and/or the principals of Edgewood Energy, LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the “**Company**”), has applied to the Town of Islip Industrial Development Agency (the “**Agency**”), to enter into a transaction in which the Agency will assist in the acquisition of an approximately 4.8 acre parcel of land located at 21 Sagtikos Parkway, Brentwood, New York (the “**Land**”), and the operation of two (2) gas-fired electric generation units with a total capacity of approximately 79.9 megawatts located thereon (the “**Improvements**”; and, together with the Land, the “**Facility**”), which Facility is to be subleased by the Agency to the Company to be used by the Company in the operation as a natural gas powered generation facility (the “**Project**”); and

WHEREAS, the Agency, by resolution duly adopted on November 20, 2018 (the “**Inducement Resolution**”), decided to proceed under the provisions of the Act; and

WHEREAS, the Agency will acquire a leasehold interest in the Land and the Improvements pursuant to a certain Company Lease Agreement, dated as of December 1, 2018 or such other date as the Chairman, Executive Director or Deputy Executive Director of the Agency and counsel to the Agency shall agree (the “**Company Lease**”), by and between the Company and the Agency; and

WHEREAS, the Agency will sublease the Facility to the Company pursuant to a certain Lease and Project Agreement, dated as of December 1, 2018 or such other date as the

Chairman, Executive Director or Deputy Executive Director of the Agency and counsel to the Agency shall agree (the "**Lease Agreement**"), by and between the Agency and the Company; and

WHEREAS, the Agency contemplates that it will provide financial assistance to the Company consistent with the policies of the Agency, in the form of abatement of real property taxes (as set forth in the PILOT Schedule attached as Exhibit A hereof), which abatement shall be for a term of five (5) years, consistent with the policies of the Agency, including provisions of the policies providing for deviation therefrom; and

WHEREAS, the requested financial assistance with respect to the abatement of real property taxes deviates from the Agency's Uniform Tax Exemption Policy (the "**Policy**") originally adopted in or around December, 1993, as previously amended, because the abatement of real property taxes granted pursuant to the proposed Lease Agreement will be for a term of up to five (5) years and the Project is considered extremely significant and vital to the economic health and well-being of the Town of Islip (the "**Town**"), therefore deviation from the Policy is appropriate; and

WHEREAS, the Agency has given due consideration to the application of the Company to the Agency for financial assistance (the "**Application**"), and to representations of the Company therein; and

WHEREAS, the Company has agreed to indemnify the Agency against certain losses, claims, expenses, damages and liabilities that may arise in connection with the transaction contemplated by the leasing of the Facility by the Agency to the Company.

NOW, THEREFORE, BE IT RESOLVED by the Agency (a majority of the members thereof affirmatively concurring) as follows:

Section 1. The Agency hereby finds and determines:

(a) By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act; and

(b) The Facility constitutes a "project", as such term is defined in the Act; and

(c) The acquisition of the Facility and the leasing and subleasing of the Facility to the Company will promote and maintain the job opportunities, health, general prosperity and economic welfare of the citizens of Town of Islip, and the State of New York and improve their standard of living and thereby serve the public purposes of the Act; and

(d) The acquisition of the Facility is reasonably necessary to induce the Company to maintain and expand its business operations in the State of New York; and

(e) Based upon representations of the Company and counsel to the Company, the Facility conforms with the local zoning laws and planning regulations of the Town of Islip,

Suffolk County, and all regional and local land use plans for the area in which the Facility is located; and

(f) The Facility and the operations conducted therein do not have a significant effect on the environment, as determined in accordance with Article 8 of the Environmental Conservation Law of the State of New York and the regulations promulgated thereunder; and

(g) It is desirable and in the public interest for the Agency to sublease the Land and the Improvements to the Company; and

(h) The Company Lease will be an effective instrument whereby the Agency leases the Land and the Improvements from the Company; and

(i) The Lease Agreement will be an effective instrument whereby the Agency leases and subleases the Facility to the Company, the Agency and the Company set forth the terms and conditions of their agreement regarding payments-in-lieu of taxes, the Company agrees to comply with all Environmental Laws (as defined therein) applicable to the Facility and will describe the circumstances in which the Agreement may recapture some or all of the benefits granted to the Company.

Section 2. The Agency has assessed all material information included in connection with the Company's application for financial assistance, including but not limited to, the cost-benefit analysis prepared by the Agency and such information has provided the Agency a reasonable basis for its decision to provide the financial assistance described herein to the Company.

Section 3. In consequence of the foregoing, the Agency hereby determines to: (i) lease the Land and the Improvements from the Company pursuant to the Company Lease, (ii) execute, deliver and perform the Company Lease, (iii) sublease and lease the Facility to the Company pursuant to the Lease Agreement, and (iv) execute, deliver and perform the Lease Agreement.

Section 4. The Agency is hereby authorized to acquire the real property and personal property described in Exhibit A, and Exhibit B respectively, to the Lease Agreement, and to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisition are hereby approved, ratified and confirmed.

Section 5. The Agency hereby authorizes and approves the following economic benefits to be granted to the Company in connection with the acquisition, of the Facility in the form of abatement of real property taxes (as set forth in the PILOT Schedule attached as Exhibit A hereof), consistent with the policies of the Agency.

Section 6. The Company is hereby notified that it will be required to comply with Section 875 of the Act. The Company shall be required to agree to the terms of Section 875 pursuant to the Lease Agreement. The Company is further notified that abatements provided pursuant to the Act pursuant to this Authorizing Resolution are subject to termination and

recapture of benefits pursuant to Sections 859-a and 875 of the Act and the recapture provisions of the Lease Agreement.

Section 7. The form and substance of the Company Lease and the Lease Agreement to which the Agency is a party (each in substantially the forms presented to or approved by the Agency and which, prior to the execution and delivery thereof, may be redated and renamed) are hereby approved.

Section 8.

(a) The Chairman, Vice Chairman, Executive Director, Deputy Executive Director or any member of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver the Company Lease and the Lease Agreement to which the Agency is a party, all in substantially the forms thereof presented to this meeting with such changes, variations, omissions and insertions as the Chairman, Vice Chairman, Executive Director, Deputy Executive Director or any member of the Agency shall approve, and such other related documents as may be, in the judgment of the Chairman and counsel to the Agency, necessary or appropriate to effect the transactions contemplated by this resolution (hereinafter collectively called the “**Agency Documents**”). The execution thereof by the Chairman, Vice Chairman, Executive Director, Deputy Executive Director or any member of the Agency shall constitute conclusive evidence of such approval.

(b) The Chairman, Executive Director, Deputy Executive Director or any member of the Agency are further hereby authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency (as defined in and pursuant to the Lease Agreement).

Section 9. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Agency Documents, and to execute and deliver all such additional certificates, instruments and documents, pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Agency Documents binding upon the Agency.

Section 10. This resolution shall take effect immediately.

STATE OF NEW YORK     )  
                                      : SS.:  
COUNTY OF SUFFOLK    )

I, the undersigned Secretary of the Town of Islip Industrial Development Agency, DO  
HEREBY CERTIFY:

That I have compared the annexed extract of the minutes of the meeting of the Town of Islip Industrial Development Agency (the “**Agency**”), including the resolutions contained therein, held on the 18th day of December, 2018, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolutions set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

That the Agency Documents contained in this transcript of proceedings are each in substantially the form presented to the Agency and/or approved by said meeting.

I FURTHER CERTIFY that public notice of the time and place of said meeting was duly given to the public and the news media in accordance with the New York Open Meetings Law, constituting Chapter 511 of the Laws of 1976 of the State of New York, that all members of said Agency had due notice of said meeting and that the meeting was all respects duly held.

IN WITNESS WHEREOF, I have hereunto set my hand as of the 18th day of December, 2018.

By: \_\_\_\_\_  
Assistant Secretary



## EXHIBIT A

### Proposed PILOT Benefits

Schedule for Payments-In-Lieu-of-Taxes: Town of Islip, (including any existing incorporated village and any village which may be incorporated after the date hereof, within which the Facility is wholly or partially located), Brentwood Union Free School District, Suffolk County and Appropriate Special Districts

Address – 21 Sagtikos Parkway, Brentwood, New York

Tax Map No. 0500-001.00-01.00-010.011

<u>Tax Year</u>	<u>Payment</u>
2019-2020	\$1,435,250.50
2020-2021	\$1,463,955.50
2021-2022	\$1,493,234.60
2022-2023	\$1,523,099.20
2023-2024	\$1,553,561.10

**TOWN OF ISLIP  
INDUSTRIAL DEVELOPMENT AGENCY  
AGENDA ITEMS FOR DECEMBER 18, 2018**

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**AGENDA ITEM #7**

**TYPE OF RESOLUTION: AUTHORIZING RESOLUTION**

**COMPANY: NY TENT, LLC**

**PROJECT LOCATION: 1401 LAKELAND AVENUE,  
BOHEMIA**

**JOBS (RETAINED/CREATED): RETAINED - 54 -  
CREATE - 11 -**

**INVESTMENT: \$5,000,000.00**

Date: December 18, 2018

At a meeting of the Town of Islip Industrial Development Agency (the “**Agency**”), held at Islip Town Hall, 655 Main Street, Islip, New York on the 18th day of December, 2018 the following members of the Agency were:

Present:

Absent:

Also Present:

After the meeting had been duly called to order, the Chairman announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to acquisition of a leasehold interest in a certain industrial development facility more particularly described below (AM 33 Apartments LLC/NY Tent, LLC 2018 Facility) and the leasing of the facility to AM 33 Apartments LLC for further subleasing to NY Tent, LLC.

The following resolution was duly moved, seconded, discussed and adopted with the following members voting:

Voting Aye

Voting Nay

RESOLUTION OF THE TOWN OF ISLIP INDUSTRIAL DEVELOPMENT AGENCY APPROVING THE ACQUISITION OF A CERTAIN INDUSTRIAL DEVELOPMENT FACILITY AND THE APPOINTMENT OF AM 33 APARTMENTS LLC, A NEW YORK LIMITED LIABILITY COMPANY, ON BEHALF OF ITSELF AND/OR THE PRINCIPALS OF AM 33 APARTMENTS LLC AND/OR AN ENTITY FORMED OR TO BE FORMED ON BEHALF OF ANY OF THE FOREGOING AND NY TENT, LLC, A DELAWARE LIMITED LIABILITY COMPANY ON BEHALF OF ITSELF AND/OR THE PRINCIPALS OF NY TENT, LLC AND/OR AN ENTITY FORMED OR TO BE FORMED ON BEHALF OF ANY OF THE FOREGOING, AS AGENT(S) OF THE AGENCY FOR THE PURPOSE OF ACQUIRING THE FACILITY AND APPROVING THE FORM, SUBSTANCE AND EXECUTION OF RELATED DOCUMENTS.

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 47 of the Laws of 1974 of the State of New York, as amended from time to time (collectively, the “**Act**”), the Town of Islip Industrial Development Agency (the “**Agency**”) was created with the authority and power among other things, to assist with the acquisition of certain industrial development projects as authorized by the Act; and

WHEREAS, the Act authorizes and empowers the Agency to promote, develop, encourage and assist projects such as the Facility and to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York; and

WHEREAS, AM 33 Apartments LLC, a limited liability company organized and existing under the laws of the State of New York, on behalf of itself and/or the principals of AM 33 Apartments LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the “**Company**”) and NY Tent, LLC, a limited liability company organized and existing under the laws of the State of Delaware, on behalf of itself and/or the principals of NY Tent, LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the “**Sublessee**”), have applied to the Town of Islip Industrial Development Agency (the “**Agency**”), to enter into a transaction in which the Agency will assist in the acquisition of an approximately 3.68 acre parcel of land located at 1401 Lakeland Avenue, Bohemia, New York 11716 (the “**Land**”), including an approximately 55,658 square foot building located thereon (the “**Improvements**”; and, together with the Land, the “**Facility**”), which Facility is to be leased by the Agency to the Company and further subleased by the Company to the Sublessee to be used by the Sublessee for warehousing, distribution and light manufacturing in its business as a distributor of tents and other event rentals (the “**Project**”); and

WHEREAS, the Agency, by resolution duly adopted on November 20, 2018 (the “**Inducement Resolution**”), decided to proceed under the provisions of the Act; and

WHEREAS, the Agency will acquire a leasehold interest in the Land and the Improvements pursuant to a certain Company Lease Agreement, dated as of December 1, 2018 or such other date as the Chairman, Executive Director or Deputy Executive Director of the Agency and counsel to the Agency shall agree (the “**Company Lease**”), by and between the Company and the Agency; and

WHEREAS, the Agency will sublease and lease the Facility to the Company pursuant to a certain Lease and Project Agreement, dated as of December 1, 2018 or such other date as the Chairman, Executive Director or Deputy Executive Director of the Agency and counsel to the Agency shall agree (the “**Lease Agreement**”), by and between the Agency and the Company; and

WHEREAS, the Company will sublease the Facility to the Sublessee pursuant to a certain Sublease Agreement, dated a date to be determined (the “**Sublease Agreement**”), by and between the Company and the Sublessee; and

WHEREAS, in connection with the subleasing of the Facility to the Sublessee, the Sublessee and the Agency will enter into a certain Agency Compliance Agreement, dated as of December 1, 2018 or such other date as the Chairman, the Executive Director, or the Deputy Executive Director of the Agency and counsel to the Agency shall agree (the “**Agency Compliance Agreement**”), whereby the Sublessee will provide certain assurances to the Agency with respect to the Facility; and

WHEREAS, the Agency contemplates that it will provide financial assistance to the Company and the Sublessee consistent with the policies of the Agency, in the form of abatement of real property taxes (as set forth in the PILOT Schedule attached as Exhibit A hereof); and

WHEREAS, the Agency has given due consideration to the application of the Company and the Sublessee to the Agency for financial assistance (the “**Application**”), and to representations of the Company and the Sublessee therein; and

WHEREAS, the Company and the Sublessee have agreed to indemnify the Agency against certain losses, claims, expenses, damages and liabilities that may arise in connection with the transaction contemplated by the leasing of the Facility by the Agency to the Company.

NOW, THEREFORE, BE IT RESOLVED by the Agency (a majority of the members thereof affirmatively concurring) as follows:

Section 1. The Agency hereby finds and determines:

(a) By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act; and

(b) The Facility constitutes a “project”, as such term is defined in the Act; and

(c) The acquisition of the Facility and the leasing and subleasing of the Facility to the Company for further subleasing to the Sublessee will promote and maintain the job opportunities, health, general prosperity and economic welfare of the citizens of Town of Islip, and the State of New York and improve their standard of living and thereby serve the public purposes of the Act; and

(d) The acquisition of the Facility is reasonably necessary to induce the Company and the Sublessee to maintain and expand their respective business operations in the State of New York; and

(e) Based upon representations of the Company, the Sublessee and counsel to the Company and the Sublessee, the Facility conforms with the local zoning laws and planning regulations of the Town of Islip, Suffolk County, and all regional and local land use plans for the area in which the Facility is located; and

(f) The Facility and the operations conducted therein do not have a significant effect on the environment, as determined in accordance with Article 8 of the Environmental Conservation Law of the State of New York and the regulations promulgated thereunder; and

(g) It is desirable and in the public interest for the Agency to sublease the Land and the Improvements to the Company; and

(h) The Company Lease will be an effective instrument whereby the Agency leases the Land and the Improvements from the Company; and

(i) The Lease Agreement will be an effective instrument whereby the Agency leases and subleases the Facility to the Company, the Agency and the Company set forth the terms and conditions of their agreement regarding payments-in-lieu of taxes, the Company agrees to comply with all Environmental Laws (as defined therein) applicable to the Facility and will describe the circumstances in which the Agreement may recapture some or all of the benefits granted to the Company; and

(j) The Agency Compliance Agreement will be an effective instrument whereby the Sublessee will provide certain assurances to the Agency with respect to the Facility.

Section 2. The Agency has assessed all material information included in connection with the Company's and the Sublessee's application for financial assistance, including but not limited to, the cost-benefit analysis prepared by the Agency and such information has provided the Agency a reasonable basis for its decision to provide the financial assistance described herein to the Company and the Sublessee.

Section 3. In consequence of the foregoing, the Agency hereby determines to: (i) lease the Land and the Improvements from the Company pursuant to the Company Lease, (ii) execute, deliver and perform the Company Lease, (iii) sublease and lease the Facility to the Company pursuant to the Lease Agreement, (iv) execute, deliver and perform the Lease Agreement, (v) execute and deliver the Agency Compliance Agreement.



Section 4. The Agency is hereby authorized to acquire the real property and personal property described in Exhibit A, and Exhibit B respectively, to the Lease Agreement, and to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisition are hereby approved, ratified and confirmed.

Section 5. The Agency hereby authorizes and approves the following economic benefits to be granted to the Company and the Sublessee in connection with the acquisition, of the Facility in the form of abatement of real property taxes (as set forth in the PILOT Schedule attached as Exhibit A hereof), consistent with the policies of the Agency.

Section 6. The Company and the Sublessee are hereby notified that they will be required to comply with Section 875 of the Act. The Company and the Sublessee shall be required to agree to the terms of Section 875 pursuant to the Lease Agreement and the Agency Compliance Agreement. The Company and the Sublessee are further notified that abatements provided pursuant to the Act pursuant to this Authorizing Resolution are subject to termination and recapture of benefits pursuant to Sections 859-a and 875 of the Act and the recapture provisions of the Lease Agreement and the Agency Compliance Agreement.

Section 7. The form and substance of the Company Lease, the Lease Agreement and the Agency Compliance Agreement to which the Agency is a party (each in substantially the forms presented to or approved by the Agency and which, prior to the execution and delivery thereof, may be redated and renamed) are hereby approved.

Section 8.

(a) The Chairman, Vice Chairman, Executive Director, Deputy Executive Director or any member of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver the Company Lease, the Lease Agreement and the Agency Compliance Agreement to which the Agency is a party, all in substantially the forms thereof presented to this meeting with such changes, variations, omissions and insertions as the Chairman, Vice Chairman, Executive Director, Deputy Executive Director or any member of the Agency shall approve, and such other related documents as may be, in the judgment of the Chairman and counsel to the Agency, necessary or appropriate to effect the transactions contemplated by this resolution (hereinafter collectively called the "**Agency Documents**"). The execution thereof by the Chairman, Vice Chairman, Executive Director, Deputy Executive Director or any member of the Agency shall constitute conclusive evidence of such approval.

(b) The Chairman, Executive Director, Deputy Executive Director or any member of the Agency are further hereby authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency (as defined in and pursuant to the Lease Agreement).

Section 9. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Agency Documents, and to execute and deliver all such additional certificates, instruments and documents, pay all such fees,

charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Agency Documents binding upon the Agency.

Section 10. This resolution shall take effect immediately.

STATE OF NEW YORK     )  
                                      : SS.:  
COUNTY OF SUFFOLK     )

I, the undersigned Secretary of the Town of Islip Industrial Development Agency, DO  
HEREBY CERTIFY:

That I have compared the annexed extract of the minutes of the meeting of the Town of Islip Industrial Development Agency (the “**Agency**”), including the resolutions contained therein, held on the 18th day of December, 2018, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolutions set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

That the Agency Documents contained in this transcript of proceedings are each in substantially the form presented to the Agency and/or approved by said meeting.

I FURTHER CERTIFY that public notice of the time and place of said meeting was duly given to the public and the news media in accordance with the New York Open Meetings Law, constituting Chapter 511 of the Laws of 1976 of the State of New York, that all members of said Agency had due notice of said meeting and that the meeting was all respects duly held.

IN WITNESS WHEREOF, I have hereunto set my hand as of the 18th day of December, 2018.

By: \_\_\_\_\_  
Assistant Secretary

## EXHIBIT A

### Proposed PILOT Benefits

Schedule for Payments-In-Lieu-of-Taxes: Town of Islip, (including any existing incorporated village and any village which may be incorporated after the date hereof, within which the Facility is wholly or partially located), Connetquot School District, Suffolk County and Appropriate Special Districts

Address – 1401 Lakeland Avenue, Bohemia, New York

Tax Map No. 0500-172.00-01.00-034.400

#### Definitions

Normal Tax Due = Those payments for taxes and assessments, other than special ad valorem levies, special assessments and service charges against real property located in the Town of Islip, Connetquot School District, Suffolk County and Appropriate Special Districts (including any existing incorporated village or any village which may be incorporated after the date hereof, within which the Facility is wholly or partially located) which are or may be imposed for special improvements or special district improvements, that the Company and/or the Sublessee would pay without exemption.

#### Payment

Formula: 10-year abatement starting at 50% of pro-rated assessed value decreasing 5% annually

#### Year

- 1 100% normal tax on 50% of the taxable assessed value
- 2 100% normal tax on 55% of the taxable assessed value
- 3 100% normal tax on 60% of the taxable assessed value
- 4 100% normal tax on 65% of the taxable assessed value
- 5 100% normal tax on 70% of the taxable assessed value
- 6 100% normal tax on 75% of the taxable assessed value
- 7 100% normal tax on 80% of the taxable assessed value
- 8 100% normal tax on 85% of the taxable assessed value
- 9 100% normal tax on 90% of the taxable assessed value
- 10 100% normal tax on 95% of the taxable assessed value
- 11 and beyond 100% normal tax on the full assessed value

**TOWN OF ISLIP  
INDUSTRIAL DEVELOPMENT AGENCY  
AGENDA ITEMS FOR DECEMBER 18, 2018**

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**AGENDA ITEM #8**

**TYPE OF RESOLUTION:** AMENDED RESOLUTION

**COMPANY:** US ALLIANCE PAPER, INC./HEARTLAND  
BOYS III, L.P.

**PROJECT LOCATION:** 101 & 111 HEARTLAND  
BOULEVARD, EDGEWOOD

**JOBS (RETAINED/CREATED):** RETAINED - 160 -  
CREATE - 001 -

**INVESTMENT:** \$ N/A

Date: December 18, 2018

At a meeting of the Town of Islip Industrial Development Agency (the “**Agency**”), held at Islip Town Hall, 655 Main Street, Islip, New York on the 18th day of December, 2018, the following members of the Agency were:

Present:

Absent:

Also Present:

After the meeting had been duly called to order, the Chairman announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to an amendment to an authorizing resolution related to a certain industrial development facility more particularly described below (U.S. Alliance Paper, Inc. 2018 Facility) and the leasing of the facility to U.S. Alliance Paper, Inc.

The following resolution was duly moved, seconded, discussed and adopted with the following members voting:

Voting Aye

Voting Nay



AMENDED RESOLUTION OF THE TOWN OF ISLIP INDUSTRIAL DEVELOPMENT AGENCY APPROVING THE ACQUISITION OF A CERTAIN INDUSTRIAL DEVELOPMENT FACILITY AND APPROVING THE APPOINTMENT OF U.S. ALLIANCE PAPER, INC., A NEW YORK BUSINESS CORPORATION, ON BEHALF OF ITSELF AND/OR THE PRINCIPALS OF U.S. ALLIANCE PAPER, INC. AND/OR AN ENTITY FORMED OR TO BE FORMED ON BEHALF OF ANY OF THE FOREGOING AS AGENT(S) OF THE AGENCY FOR THE PURPOSE OF ACQUIRING AN INDUSTRIAL DEVELOPMENT FACILITY AND APPROVING THE FORM, SUBSTANCE AND EXECUTION OF RELATED DOCUMENTS AND MAKING CERTAIN FINDINGS AND DETERMINATIONS

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 47 of the Laws of 1974 of the State of New York, as may be amended from time to time (collectively, the “**Act**”), the Town of Islip Industrial Development Agency (the “**Agency**”), was created with the authority and power among other things, to assist with the acquisition of certain industrial development projects as authorized by the Act; and

WHEREAS, the Act authorizes and empowers the Agency to promote, develop, encourage and assist projects such as the Facility and to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York; and

WHEREAS, by Inducement/Authorizing Resolution, dated August 21, 2018 (the “**Original Authorizing Resolution**”), the Agency authorized U.S. Alliance Paper, Inc., a New York business corporation on behalf of itself and/or the principals of U.S. Alliance Paper, Inc. and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the “**Company**”), to enter into a transaction in which the Agency will assist in: acquisition of an approximately 10.55 acre parcel of land located at 101 and 111 Heartland Boulevard, Edgewood, New York 11717 (the “**Land**”), and two approximately 80,000 square foot buildings located thereon (the “**Improvements**”, and together with the Land, the “**Facility**”), and which Facility is to be used by the Company for its business as a manufacturer of paper napkins, towels, and facial and bath tissues (the “**Project**”); (all capitalized terms are defined in the Original Authorizing Resolution); and

WHEREAS, subsequent to the Original Authorizing Resolution, the Agency and the Company agreed to amend and extend the proposed abatement of real property taxes on the Facility; and

WHEREAS, the Agency contemplates that it will provide financial assistance to the Company, in the form of abatement of real property taxes on the Facility (as set forth in the PILOT Schedule attached as Exhibit C hereof), all consistent with the policies of the Agency; and

WHEREAS, a public hearing (the “**Hearing**”) was held and notice of the Hearing was given and such notice (together with proof of publication) together with the minutes of the Hearing are in substantially in the form annexed hereto as Exhibits A and B respectively; and

WHEREAS, the Act authorizes and empowers the Agency to promote, develop, encourage and assist projects such as the Facility and to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York; and

WHEREAS, the Agency ratifies and confirms all terms contemplated under the Original Authorizing Resolution, as amended by this Amended Authorizing Resolution, including the Agency Documents (as defined therein); and

WHEREAS, the Company has agreed to indemnify the Agency against certain losses, claims, expenses, damages and liabilities that may arise in connection with the transactions contemplated by the financing or refinancing of the Facility and the continued leasing and subleasing of the Facility.

NOW, THEREFORE, BE IT RESOLVED by the Agency (a majority of the members thereof affirmatively concurring) as follows:

Section 1. In consequence of the foregoing, the Agency hereby determines to amend and extend the proposed abatement of real property taxes on the Facility.

Section 2. Any expenses incurred by the Agency with respect to the additional public hearing regarding the amendment of the proposed abatement of real property taxes on the Facility shall be paid by the Company. The Company shall agree to pay such expenses and further agrees to indemnify the Agency, its members, directors, employees and agents and hold the Agency and such persons harmless against claims for losses, damage or injury or any expenses or damages incurred as a result of action taken by or on behalf of the Agency in good faith with respect to the amendment and extension of the proposed abatement of real property taxes on the Facility.

Section 3. The Agency hereby amends the Original Authorizing Resolution, and as amended by this Amended Authorizing Resolution to consent to the amendment and extension of proposed abatement of real property taxes on the Facility.

Section 4. The Agency hereby ratifies and confirms all terms contemplated by the Original Authorizing Resolution, as amended by this Amended Authorizing Resolution, including the Agency Documents.

Section 5. This resolution shall take effect immediately.

STATE OF NEW YORK     )  
                                      : SS.:  
COUNTY OF SUFFOLK    )

I, the undersigned Assistant Secretary of the Town of Islip Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the annexed extract of the minutes of the meeting of the Town of Islip Industrial Development Agency (the “**Agency**”), including the resolutions contained therein, held on the 18th day of December, 2018, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolutions set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

That the Agency Documents contained in this transcript of proceedings are each in substantially the form presented to the Agency and/or approved by said meeting.

I FURTHER CERTIFY that public notice of the time and place of said meeting was duly given to the public and the news media in accordance with the New York Open Meetings Law, constituting Chapter 511 of the Laws of 1976 of the State of New York, that all members of said Agency had due notice of said meeting and that the meeting was in all respects duly held.

IN WITNESS WHEREOF, I have hereunto set my hand as of the 18th day of December, 2018.

By: \_\_\_\_\_  
Assistant Secretary

Exhibit A

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**NOTICE OF PUBLIC HEARING**

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NOTICE IS HEREBY GIVEN that a public hearing pursuant to Title 1 of Article 18-A of the New York State General Municipal Law will be held by the Town of Islip Industrial Development Agency on the \_\_\_\_ day of November, 2018, at \_\_\_\_ a.m., local time, at the Town of Islip, Offices of Economic Development, 40 Nassau Avenue, Islip, New York 11751 in connection with the following matters:

Heartland Boys III L.P., a New York limited partnership, on behalf of itself and/or the principals of Heartland Boys III L.P. and/or an entity formed or to be formed on behalf of the foregoing (collectively, the “**Company**”) and U.S. Alliance Paper, Inc., a New York business corporation, on behalf of itself and/or the principals of U.S. Alliance Paper, Inc. and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the “**Sublessee**” and “**Applicant**”), submitted their application for financial assistance (the “**Application**”) to the Town of Islip Industrial Development Agency (the “**Agency**”), to enter into a transaction in which the Agency will assist in the acquisition of an approximately 10.55 acre parcel of land located at 101 and 111 Heartland Boulevard, Edgewood, New York 11717 (the “**Land**”), and two approximately 80,000 square foot buildings located thereon (the “**Improvements**”, and together with the Land, the “**Facility**”), and which Facility is to be used by the Applicant for its business as a manufacturer of paper napkins, towels, and facial and bath tissues. The Facility will be initially operated and/or managed by the Applicant.

The Agency contemplates that it will provide financial assistance to the Company and the Sublessee in the form of exemptions from mortgage recording taxes in connection with the financing or any subsequent refinancing of the Facility, exemptions from sales and use taxes in connection with the renovation and equipping of the Facility and exemption of real property taxes consistent with the policies of the Agency.

A representative of the Agency will, at the above-stated time and place, hear and accept written comments from all persons with views in favor of or opposed to either the proposed financial assistance to the Company and the Sublessee or the location or nature of the Facility. At the hearing, all persons will have the opportunity to review the application for financial assistance filed by the Company and the Sublessee with the Agency and an analysis of the costs and benefits of the proposed Facility.

Dated: October \_\_, 2018

TOWN OF ISLIP INDUSTRIAL  
DEVELOPMENT AGENCY

By: William G. Mannix  
Title: Executive Director

Exhibit B

MINUTES OF PUBLIC HEARING HELD ON  
NOVEMBER \_\_, 2018

TOWN OF ISLIP INDUSTRIAL DEVELOPMENT AGENCY  
(HEARTLAND BOYS III L.P./U.S. ALLIANCE PAPER, INC. 2018 FACILITY)

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1. \_\_\_\_\_ of the Town of Islip Industrial Development Agency (the “**Agency**”) called the hearing to order.

2. The \_\_\_\_\_ then appointed \_\_\_\_\_, the \_\_\_\_\_ of the Agency, the hearing officer of the Agency, to record the minutes of the hearing.

3. The hearing officer then described the proposed transfer of the real estate, the other financial assistance proposed by the Agency and the location and nature of the Facility as follows:

Heartland Boys III L.P., a New York limited partnership, on behalf of itself and/or the principals of Heartland Boys III L.P. and/or an entity formed or to be formed on behalf of the foregoing (collectively, the “**Company**”) and U.S. Alliance Paper, Inc., a New York business corporation, on behalf of itself and/or the principals of U.S. Alliance Paper, Inc. and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the “**Sublessee**” and “**Applicant**”), submitted their application for financial assistance (the “**Application**”) to the Town of Islip Industrial Development Agency (the “**Agency**”), to enter into a transaction in which the Agency will assist in the acquisition of an approximately 10.55 acre parcel of land located at 101 and 111 Heartland Boulevard, Edgewood, New York 11717 (the “**Land**”), and two approximately 80,000 square foot buildings located thereon (the “**Improvements**”, and together with the Land, the “**Facility**”), and which Facility is to be used by the Sublessee for its business as a manufacturer of paper napkins, towels, and facial and bath tissues. The Facility will be initially operated and/or managed by the Applicant.

The Agency contemplates that it will provide financial assistance to the Company and the Sublessee in the form of exemptions from mortgage recording taxes in connection with the financing or any subsequent refinancing of the Facility, exemptions from sales and use taxes in connection with the renovation and equipping of the Facility and exemption of real property taxes consistent with the policies of the Agency.

4. The hearing officer then opened the hearing for comments from the floor for or against the proposed transfer of real estate, the other financial assistance proposed by the Agency and the location and nature of the Facility. The following is a listing of the persons heard and a summary of their views:

5. The hearing officer then asked if there were any further comments, and, there being none, the hearing was closed at \_\_\_\_\_.



STATE OF NEW YORK     )  
                                      : SS.:  
COUNTY OF SUFFOLK    )

I, the undersigned Assistant Secretary of the Town of Islip Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the foregoing copy of the minutes of a public hearing held by the Town of Islip Industrial Development Agency (the “**Agency**”) on the \_\_\_\_ day of November, 2018, at \_\_\_\_\_ .m., local time, at 40 Nassau Avenue, Islip, New York, with the original thereof on file in the office of the Agency, and that the same is a true and correct copy of the minutes in connection with such matter.

IN WITNESS WHEREOF, I have hereunto set my hand as of November \_\_\_, 2018.

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Assistant Secretary

## EXHIBIT C

### Proposed PILOT Benefits

Normal Tax Due Those payments for taxes and assessments, other than special ad valorem levies, special assessments and service charges against real property located in the Town of Islip (including any existing incorporated village or any village which may be incorporated after the date hereof, within which the Facility is wholly or partially located), Brentwood Union Free School District, Suffolk County which are or may be imposed for special improvements or special district improvements, that the Company would pay without exemption

Formula: 12-year abatement starting at 40% of assessed value increasing 5% annually

Property Address: 101 and 111 Heartland Blvd, Edgewood, New York

Tax Map No.: 0500-134.00-05.00-003.001

#### Year

2019/2020	100% Normal Tax Due on 40% of the taxable assessed value
2020/2021	100% Normal Tax Due on 45% of the taxable assessed value
2021/2022	100% Normal Tax Due on 50% of the taxable assessed value
2022/2023	100% Normal Tax Due on 55% of the taxable assessed value
2023/2024	100% Normal Tax Due on 60% of the taxable assessed value
2024/2025	100% Normal Tax Due on 65% of the taxable assessed value
2025/2026	100% Normal Tax Due on 70% of the taxable assessed value
2026/2027	100% Normal Tax Due on 75% of the taxable assessed value
2027/2028	100% Normal Tax Due on 80% of the taxable assessed value
2028/2029	100% Normal Tax Due on 85% of the taxable assessed value
2029/2030	100% Normal Tax Due on 90% of the taxable assessed value
2030/2031	100% Normal Tax Due on 95% of the taxable assessed value
2031/2032	and beyond 100% Normal Tax on the full assessed value

**TOWN OF ISLIP  
INDUSTRIAL DEVELOPMENT AGENCY  
AGENDA ITEMS FOR DECEMBER 18, 2018**

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**AGENDA ITEM #9**

**TYPE OF RESOLUTION:** AUTHORIZING RESOLUTION TO  
APPROVE AN ACQUISITION

**COMPANY:** THE CORNERSTONE AT HAUPPAUGE

**PROJECT LOCATION:** N/E/C MOTOR  
PARKWAY/JOSHUA'S PATH, HAUPPAUGE

**JOBS (RETAINED/CREATED):** RETAINED - 00 -  
CREATE - 04 -

**INVESTMENT:** \$22,500,000.00

Date: December 18, 2018

At a meeting of the Town of Islip Industrial Development Agency (the “**Agency**”), held at Islip Town Hall, 655 Main Street, Islip, New York on the 18th day of December, 2018 the following members of the Agency were:

Present:

Absent:

Also Present:

After the meeting had been duly called to order, the Chairman announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to the amendment and modification of a certain industrial development facility more particularly described below (The Cornerstone Hauppauge, LLC 2018 Facility) and the continued leasing of the facility to The Cornerstone Hauppauge, LLC.

The following resolution was duly moved, seconded, discussed and adopted with the following members voting:

Voting Aye

Voting Nay

RESOLUTION OF THE TOWN OF ISLIP INDUSTRIAL  
DEVELOPMENT AGENCY APPROVING THE AMENDMENT  
AND MODIFICATION OF THE CORNERSTONE  
HAUPPAUGE, LLC 2018 FACILITY AND APPROVING THE  
FORM, SUBSTANCE AND EXECUTION OF RELATED  
DOCUMENTS.

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 47 of the Laws of 1974 of the State of New York, as amended from time to time (collectively, the “**Act**”), the Town of Islip Industrial Development Agency (the “**Agency**”) was created with the authority and power among other things, to assist with the acquisition of certain industrial development projects as authorized by the Act; and

WHEREAS, the Act authorizes and empowers the Agency to promote, develop, encourage and assist projects such as the Facility and to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York; and

WHEREAS, the Agency previously assisted The Cornerstone Hauppauge, LLC, a Delaware limited liability company (the “**Company**”), in the acquisition of an approximately 9.0 acre parcel of land (Tax Map #0500-054.00-01.00-006.001, 007.000, 008.000, 009.000 011.000 & 012.000) located at the northeast corner of Motor Parkway and Joshua’s Path, Hauppauge, New York (the “**Land**”), the demolition of an existing approximately 5,000 square foot building located thereon and the construction of an approximately 108,800 square foot building thereon (the “**Improvements**”), and the acquisition and installation therein of certain equipment and personal property (the “**Equipment**”; and, together with the Land and the Improvements, the “**Original Facility**”), which Original Facility is leased by the Agency to the Company and is to be used by the Company as a senior living residential community (the “**Project**”); and

WHEREAS, the Agency acquired a leasehold interest in the Land and the Improvements pursuant to a certain Company Lease Agreement, dated as of August 1, 2018 (the “**Company Lease**”), by and between the Company and the Agency, a memorandum of which was to be recorded in the Suffolk County Clerk’s office; and

WHEREAS, the Agency acquired title to the Equipment pursuant to a certain Bill of Sale, dated the Closing Date (as defined in the hereinafter defined Lease Agreement) (the “**Bill of Sale**”), from the Company to the Agency; and

WHEREAS, the Agency subleases and leases the Original Facility to the Company pursuant to a certain Lease and Project Agreement, dated as of August 1, 2018 (the “**Lease Agreement**”), by and between the Agency and the Company, a memorandum of which was to be recorded in the Suffolk County Clerk’s office; and

WHEREAS, the Company has now requested the Agency’s assistance in the acquisition of an additional approximately 0.631-acre parcel of land on Bridge Road located adjacent to the Land (Suffolk County Tax Map #0500-054.00-01.00-079.000) (the

“**Additional Land**”; and together with the Original Facility, the “**Facility**”), which Additional Land is to be incorporated into the Land and used for the completion of the Project; and

WHEREAS, to reflect the acquisition of the Additional Land and the modification of the Facility, the Company Lease and the Lease Agreement shall be amended and modified pursuant to a certain Amendment and Modification Agreement, dated as of December 1, 2018 or such other date as the Chairman or Executive Director of the Agency and counsel to the Agency shall agree (the “**Amendment and Modification Agreement**”), by and between the Company and the Agency; and

WHEREAS, the Agency and the Company will enter into such other documents upon advice of counsel, in both form and substance, as may be reasonably required to effectuate the acquisition of the Additional Land and the amendment and modification of the Facility (collectively, the “**Amendment Documents**”); and

WHEREAS, the schedule of payment-in-lieu-of-taxes attached as Exhibit C to the Lease Agreement (the “**PILOT Schedule**”), will be amended pursuant to the Amendment and Modification Agreement in substantially the form attached hereto as Exhibit A; and

WHEREAS, the Agency contemplates that it will continue to provide financial assistance to the Company consistent with the policies of the Agency, in the form of continued abatement of real property taxes (as set forth in the PILOT Schedule attached as Exhibit A hereof); and

WHEREAS, the Agency has given due consideration to the application of the Company and to representations by the Company that the proposed transaction is necessary to maintain the competitive position of the Company in its industry; and

WHEREAS, the Company has agreed to indemnify the Agency against certain losses, claims, expenses, damages and liabilities that may arise in connection with the transaction contemplated by the acquisition of the Additional Land and the continued leasing of the Facility by the Agency to the Company.

NOW, THEREFORE, BE IT RESOLVED by the Agency (a majority of the members thereof affirmatively concurring) as follows:

Section 1. The Agency hereby finds and determines:

(a) By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act; and

(b) The Facility constitutes a “project”, as such term is defined in the Act; and

(c) The acquisition of the Additional Land and the continued leasing and subleasing of the Facility to the Company will promote and maintain the job opportunities, health, general prosperity and economic welfare of the citizens of Town of Islip, and the



State of New York and improve their standard of living and thereby serve the public purposes of the Act; and

(d) The acquisition of the Additional Land is reasonably necessary to induce the Company to maintain and expand its business operations in the State of New York; and

(e) Based upon representations of the Company and counsel to the Company, the Facility conforms with the local zoning laws and planning regulations of the Town of Islip, Suffolk County, and all regional and local land use plans for the area in which the Facility is located; and

(f) The Facility and the operations conducted therein do not have a significant effect on the environment, as determined in accordance with Article 8 of the Environmental Conservation Law of the State of New York and the regulations promulgated thereunder; and

(g) It is desirable and in the public interest for the Agency to acquire the Additional Land pursuant to the Company Lease, as amended by the Amendment and Modification Agreement and to lease and sublease the Facility to the Company; and

(h) The Amendment and Modification Agreement will be an effective instrument whereby the Agency and the Company amend and modify the Company Lease and the Lease Agreement; and

(i) The Amendment Documents will be effective instruments whereby the Agency and the Company effectuate the acquisition of the Additional Land and the amendment and modification of the Facility.

Section 2. The Agency has assessed all material information included in connection with the Company's application for financial assistance, including but not limited to, the cost-benefit analysis prepared by the Agency and such information has provided the Agency a reasonable basis for its decision to provide the financial assistance described herein to the Company.

Section 3. In consequence of the foregoing, the Agency hereby determines to: (i) lease the Additional Land from the Company pursuant to the Company Lease, as amended by the Amendment and Modification Agreement, (ii) sublease and lease the Facility to the Company pursuant to the Lease Agreement, as amended pursuant to the Amendment and Modification Agreement, (iii) execute, deliver and perform the Amendment and Modification Agreement, and (iv) execute and deliver the Amendment Documents.

Section 4. The Agency is hereby authorized to acquire the real property constituting the Additional Land, more particularly described in Exhibit A to the Amendment and Modification Agreement, and to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisition are hereby approved, ratified and confirmed.

Section 5. The Agency hereby authorizes and approves the following economic benefits to be granted to the Company in connection with the acquisition, demolition,

construction and equipping of the Facility in the form of continued abatement of real property taxes (as set forth in the PILOT Schedule attached as Exhibit A hereof), consistent with the policies of the Agency.

Section 6. The form and substance of the Amendment and Modification Agreement and the Amendment Documents (each in substantially the forms presented to or approved by the Agency and which, prior to the execution and delivery thereof, may be redated and renamed) are hereby approved.

Section 7.

(a) The Chairman, Vice Chairman, Executive Director, Deputy Executive Director or any member of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver the Amendment and Modification Agreement and the Amendment Documents, all in substantially the forms thereof presented to this meeting with such changes, variations, omissions and insertions as the Chairman, Vice Chairman, Executive Director, Deputy Executive Director or any member of the Agency shall approve, and such other related documents as may be, in the judgment of the Chairman and counsel to the Agency, necessary or appropriate to effect the transactions contemplated by this resolution (hereinafter collectively called the “**Agency Documents**”). The execution thereof by the Chairman, Vice Chairman, Executive Director, Deputy Executive Director or any member of the Agency shall constitute conclusive evidence of such approval.

(b) The Chairman, Executive Director, Deputy Executive Director or any member of the Agency are further hereby authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency (as defined in and pursuant to the Lease Agreement).

Section 8. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Agency Documents, and to execute and deliver all such additional certificates, instruments and documents, pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Agency Documents binding upon the Agency.

Section 9. This resolution shall take effect immediately.

STATE OF NEW YORK     )  
                                      : SS.:  
COUNTY OF SUFFOLK     )

I, the undersigned Secretary of the Town of Islip Industrial Development Agency, DO  
HEREBY CERTIFY:

That I have compared the annexed extract of the minutes of the meeting of the Town of Islip Industrial Development Agency (the "**Agency**"), including the resolutions contained therein, held on the 18th day of December, 2018, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolutions set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

That the Agency Documents contained in this transcript of proceedings are each in substantially the form presented to the Agency and/or approved by said meeting.

I FURTHER CERTIFY that public notice of the time and place of said meeting was duly given to the public and the news media in accordance with the New York Open Meetings Law, constituting Chapter 511 of the Laws of 1976 of the State of New York, that all members of said Agency had due notice of said meeting and that the meeting was all respects duly held.

IN WITNESS WHEREOF, I have hereunto set my hand as of the 18th day of December, 2018.

By: \_\_\_\_\_  
Assistant Secretary

## EXHIBIT A

### Proposed PILOT Benefits

Formula for In-Lieu-of-Taxes Payment: Town of Islip, Hauppauge School District, Suffolk County and appropriate Special Districts.

The Cornerstone Hauppauge, LLC 2018 Facility

Motor Parkway and Joshua's Path

0500-054.00-01.00-006.001, 007.000, 008.000, 009.000, 011.000, 012.000 and 079.000

### Definitions

X = \$135,600

Y = increase in assessment above X resulting from the improvement of the Facility

Normal Tax Due = Those payments for taxes and assessments, and other special ad valorem levies, special assessments and service charges against real property located in the Town of Islip (including any existing incorporated village or any village which may be incorporated after the date hereof, within which the Facility is wholly or partially located) which are or may be imposed for special improvements or special district improvements, that the Company would pay without exemption.

### Formula

#### Year

1	100% Normal Tax Due on X and 0% Normal Tax Due on Y
2	100% Normal Tax Due on X and 10% Normal Tax Due on Y
3	100% Normal Tax Due on X and 20% Normal Tax Due on Y
4	100% Normal Tax Due on X and 30% Normal Tax Due on Y
5	100% Normal Tax Due on X and 40% Normal Tax Due on Y
6	100% Normal Tax Due on X and 50% Normal Tax Due on Y
7	100% Normal Tax Due on X and 60% Normal Tax Due on Y
8	100% Normal Tax Due on X and 70% Normal Tax Due on Y
9	100% Normal Tax Due on X and 80% Normal Tax Due on Y
10	100% Normal Tax Due on X and 90% Normal Tax Due on Y

And thereafter: 100% Normal Tax Due on X and 100% Normal Tax Due on Y

Company to pay 100% Normal Tax Due on X during the Construction Period (as such term is defined in the Lease Agreement). The PILOT schedule above shall commence in the tax year following the Company's receipt of a Certificate of Occupancy.