

Date: April 5, 2022

At a meeting of the Town of Islip Industrial Development Agency (the “Agency”), held at 40 Nassau Avenue, Islip, New York 11751 on the 5th day of April, 2022 the following members of the Agency were:

Present:                      Chairwoman Angie M. Carpenter  
   Councilman John C. Cochrane Jr.  
   Councilwoman Mary Kate Mullen  
   Councilman James P. O’Connor  
   Councilman Jorge C. Guadron

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 title to a certain industrial development facility more particularly described below (1600 LRE LLC/Emergency Ambulance Service Inc. 2017 Facility) and the leasing of the facility to 1600 LRE LLC for further subleasing to Emergency Ambulance Service Inc.

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

Voting Aye

Voting Nay

Chairwoman Angie M. Carpenter  
Councilman John C. Cochrane Jr.  
Councilwoman Mary Kate Mullen  
Councilman James P. O’Connor  
Councilman Jorge C. Guadron

RESOLUTION OF THE TOWN OF ISLIP INDUSTRIAL DEVELOPMENT AGENCY AUTHORIZING THE EXECUTION AND DELIVERY OF A DECLARATION OF COVENANTS AND RESTRICTIONS IN CONNECTION WITH THE AGENCY'S 1600 LRE LLC/EMERGENCY AMBULANCE SERVICE INC. 2019 FACILITY

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 provided its assistance to 1600 LRE LLC, a limited liability company organized and existing under the laws of the State of New York (the "**Company**") and Emergency Ambulance Service Inc., a business corporation organized and existing under the laws of the State of New York (the "**Sublessee**") in (a) the acquisition of an approximately 2.50 acre parcel of land located at 1600 Locust Avenue, Bohemia, New York 11788 (the "**Land**"), the renovation of an existing approximately 22,000 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 leased by the Agency to the Company and further subleased by the Company to the Sublessee; and (b) the acquisition and installation of certain equipment and personal property, including but not limited to lifts, compressors and machinery necessary to operate a transportation company (the "**Equipment**"; and together with the Company Facility, the "**Facility**"), which Equipment is leased by the Agency to the Sublessee and which Facility is used by the Sublessee as a transportation dispatch, employee base and for the repair, maintenance and cleaning of vehicles in its business as an ambulance transportation company (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 January 1, 2019 (the "**Company Lease**"), by and between the Company as lessor, and the Agency, as lessee, and a memorandum of Company Lease was to be recorded in the Suffolk County Clerk's office; and

WHEREAS, the Agency currently leases the Facility to the Company pursuant to a certain Lease Agreement, dated as of January 1, 2019 (the "**Lease Agreement**"), by and between the Agency and the Company, a memorandum of which Lease Agreement was to have been recorded in the Suffolk County Clerk's office; and

WHEREAS, the Agency currently leases the Equipment to the Sublessee pursuant to a certain Equipment Lease Agreement, dated as of July 1, 2019 (the “**Equipment Lease Agreement**”), by and between the Agency and the Sublessee; and

WHEREAS, the Company has now requested the Agency’s consent to the sale of oil tanks and transfer of fuel storage rights (the “**Sale**”), to Tino Trees Realty LLC, a New York limited liability company (“**Tino Trees Realty**”); and

WHEREAS, in connection with the Sale, the Suffolk County Department of Health Services (the “**Health Department**”) requires the execution and delivery of a Declaration of Covenants and Restrictions, or in the alternative that the Agency provide its written consent to enter into the Declaration of Covenants and Restrictions related to such Sale in connection with the Facility or such other document containing certain covenants, restrictions and conditions of ownership, use and occupancy of the Facility (collectively, the “**Declaration of Covenants and Restrictions**”); and

WHEREAS, the Company has requested that the Agency join with it in executing the Declaration of Covenants and Restrictions for delivery to the Health Department; 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.

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 together with the Company, to enter into the Declaration of Covenants and Restrictions or, in the alternative, to provide its written consent to enter into the Declaration of Covenants and Restrictions related to such Subdivision Transactions in connection with the Facility.

Section 2. The form and substance of the Declaration of Covenants and Restrictions (in substantially the form presented to the Agency and which, prior to the execution and delivery thereof, may be redated) is hereby approved.

Section 3. The Chairman or the Executive Director, or any member of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver the Declaration of Covenants and Restrictions, in substantially the form thereof presented to this meeting with such changes, variations, omissions and insertions as the Chairman or the Executive Director, or any member of the Agency shall approve, and such other related documents as may be, in the judgment of the Chairman or the Executive Director and Agency Counsel, necessary or appropriate to effect the transactions contemplated by this resolution. The execution thereof by the Chairman or the Executive Director, or any member of the Agency, shall constitute conclusive evidence of such approval.

Section 4. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency (i) to do all acts and

things required or provided for by the provisions of the Declaration of Covenants and Restrictions, and (ii) 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 Declaration of Covenants and Restrictions binding upon the Agency.

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 5th day of April, 2022, 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 5th day of April, 2022.

By: \_\_\_\_\_



Assistant Secretary