COUNTY OF CHAUTAUQUA INDUSTRIAL DEVELOPMENT AGENCY

APPLICATION FOR FINANCIAL ASSISTANCE

APPLICATION OF:		
	2071 Stoneman, LLC	
	ADDI ICANT NAME	

Please respond to all questions in this Application for Financial Assistance (the "Application") by, as appropriate:

- filling in blanks;
- checking the applicable term(s);
- attaching additional text (with notation in Application such as "see Schedule H, Item # 1", etc.); or
- writing "N.A.", signifying "not applicable".

All attachments responsive to questions found in this Application should be clearly labeled and attached as Schedule I to the Application. If an estimate is given, enter "EST" after the figure. One signed original and one photocopy of the Application (including all attachments) must be submitted.

The following amounts are payable to the County of Chautauqua Industrial Development Agency (the "Agency") at the time this Application is submitted to the Agency: (i) a \$1,000 non-refundable application fee (the "Application Fee"); and (ii) a \$1,000 expense deposit for the Agency's Transaction/Bond Counsel fees and expenses (the "Counsel Fee Deposit"). The Application Fee will not be credited against any other fees or expenses which are or become payable to the Agency in connection with this Application or the project contemplated herein (the "Project"). In the event that the subject transaction does not close for any reason, the Agency may use all or any part of the Counsel Fee Deposit, to defray the cost of Transaction/Bond Counsel fees and expenses with respect to the Project. In the event that the subject transaction does close, the Counsel Fee Deposit shall be credited against the applicable expenses incurred by the Agency with respect to the Project.

Every signature page comprising part of this Application must be signed by the Applicant or this Application will not be considered complete or accepted for consideration by the Agency.

The Agency's acceptance of this Application for consideration does not constitute a commitment on the part of the Agency to undertake the proposed Project, to grant any financial

assistance with respect to the proposed Project or to enter into any negotiations with respect to the proposed Project.

Information provided herein may be subject to disclosure under the New York Freedom of Information Law (New York Public Officers Law § 84 et seq.) ("FOIL"). If the Applicant believes that a portion of the material submitted with this Application is protected from disclosure under FOIL, the Applicant should mark the applicable section(s) or page(s) as "confidential" and state the applicable exception to disclosure under FOIL.

January 3, 2018

DATE

PART I. APPLICANT

A.	APPLICANT FOR FINANCIAL ASSISTANCE:
	Name: 2071 Stoneman, LLC
	Address: 1888 Niagara Falls Boulevard, Tonawanda, NY 14150
	Fax:873-9404
	NY State Dept. of Labor Reg #: N/A Federal Employer ID #: Pending
	NAICS Code #:53
	Website:N/A
	Name of CEO or Authorized Representative Certifying Application: Allan B. Steinberg
	Title of Officer: Manager
	Phone Number: 525-1399 E-Mail: asteinberg@roadrunner.com
3.	BUSINESS TYPE (Check applicable status. Complete blanks as necessary):
	Sole Proprietorship General Partnership Limited Partnership
	Limited Liability Company X Privately Held Corporation
	Publicly Held Corporation Exchange listed on
	Not-for-Profit Corporation
	Income taxed as: Subchapter S Subchapter C Sole Proprietor X
	State and Year of Incorporation/Organization: NY/2017
	Oualified to do Business in New York: Yes X No N/A

Firm name:	Martin J. Clifford	Esq.
A daluaran	403 Main Street, S	uite 716
Address:	Buffalo, NY 1420	3
Primary Contact:	Martin J. Clifford	, Esq.
Phone:	716-845-0333	
Fax:	N/A	
E-Mail:	mclifford@cliff-l	aw.com
Principal stoe equity/voting	ckholders, members og rights in Applicant):	r partners, if any (i.e., owners of 20% or more of
Name	e	Percentage owned
Allaı	n B. Steinberg	100 %
(1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-		%
	780	%
		\(\frac{1}{2} = 2 \tau \)
_		orations and subsidiaries, if any:
	Commerce Park, LLC	C; 200 Harrison Street, LLC; 201 Harrison
Chautauqua Street, LLC; List)	314 Central Avenue,	LLC; 3565 Chadwick Drive, LLC (Partial
Street, LLC; List) Has the Apple person) been	314 Central Avenue, licant (or any parent convolved in, applied f	LC; 3565 Chadwick Drive, LLC (Partial ompany, subsidiary, affiliate or related entity or
Street, LLC; List) Has the Apple person) been	314 Central Avenue, licant (or any parent convolved in, applied f	LC; 3565 Chadwick Drive, LLC (Partial ompany, subsidiary, affiliate or related entity or or benefited by any prior industrial developments
Street, LLC; List) Has the Appl person) been financing or	licant (or any parent continuous involved in, applied for incentives in the Courage X	CLC; 3565 Chadwick Drive, LLC (Partial company, subsidiary, affiliate or related entity or for or benefited by any prior industrial developments of Chautauqua? If YES, describe: NO
Street, LLC; List) Has the Appl person) been financing or	licant (or any parent continuous involved in, applied for incentives in the Courage X	CLC; 3565 Chadwick Drive, LLC (Partial company, subsidiary, affiliate or related entity or for or benefited by any prior industrial developments of Chautauqua? If YES, describe: NO
Street, LLC; List) Has the Appl person) been financing or	licant (or any parent continuous involved in, applied for incentives in the Courage X	CLC; 3565 Chadwick Drive, LLC (Partial company, subsidiary, affiliate or related entity or for or benefited by any prior industrial developments of Chautauqua? If YES, describe: NO
Street, LLC; List) Has the Apple person) been financing or \$685,000 loa	licant (or any parent continuous involved in, applied for incentives in the Courty YES X an and \$75,000 loan mand \$75,00	ompany, subsidiary, affiliate or related entity or for or benefited by any prior industrial developments of Chautauqua? If YES, describe: NO
Street, LLC; List) Has the Apple person) been financing or \$685,000 load Is the Applic or any princi aware of any	licant (or any parent continuous involved in, applied fincentives in the Courty X an and \$75,000 loan mant (or any parent continuous of the Applicant threatened litigation in	CLC; 3565 Chadwick Drive, LLC (Partial company, subsidiary, affiliate or related entity or for or benefited by any prior industrial developments of Chautauqua? If YES, describe:

	YES	NO ,	X	*	
н.	Has the Applicant (or any parent comperson) or any principal(s) of the Apple concern with which such entities, persinvolved, as debtor, in bankruptcy, creprotection from creditors? If YES, attacks	licant or its related of sons or principal(s) le editors rights or rece	entities, have be eivershi	, or any other business o en connected, ever been	1
	YES	NO ,	X		
I.	Has the Applicant (or any parent comperson) or any principal(s) of the Applicant (other that persons or principal(s) held positions that has been convicted of a felony or are any of the foregoing the subject of YES, attach details at Schedule I.	licant or its related on minor traffic offer or ownership interes misdemeanor (other	entities, nses), on sts in an r than n	, ever been convicted of r have any such related ny firm or corporation ninor traffic offenses), o	r
	YES	NO .	X		
J.	Has the Applicant (or any parent comperson) or any principal(s) of the Applicant (or is there a pending proceeding of federal, state or local laws or regulation wastes, environmental pollution, taxaf details at Schedule I.	licant or its related of sons or principal(s) lower investigation with the source of the source of t	entities, have bed respect abor pra	or any other business of en connected, been cited to) a civil violation of actices, hazardous	d
	YES	NO .	X		
K.	Is the Applicant (or any parent compa or any principal(s) of the Applicant or with which such entities, persons or pr any of the foregoing persons or entitie or local tax obligations within the past	its related entities, rincipal(s) have been s been delinquent o	or any on conne n any N	other business or concer ected, delinquent or have lew York State, federal	n e
	YES	NO ,	X		
L.	Complete the following information for officers and members of the board of company, members and managers) of	directors and, in the			,

Other Business Affiliations Various holding companies

Name <u>Title</u>
Allan B. Steinberg Manager

S	Oo any of the foregoing principals hold elected or appointive positions with New York state, any political division of New York State or any other governmental agency? If YES, attach details at Schedule I.
	YES NO _X
O	Are any of the foregoing principals employed by any federal, state or local municipality or any agency, authority, department, board, or commission thereof or any other covernmental or quasi-governmental organization?
	YES NO X
C	Current operations at project location (if applicable): N/A
1	. (a) Location:
	(b) Number of Employees: Full-Time: Part-Time:
	(c) Annual Payroll, excluding benefits:
	(d) Type of operation (e.g. manufacturing, wholesale, distribution, retail, etc.) and products or services:
	(e) Size of existing facility real property (i.e., acreage of land):
	(f) Buildings (number and square footage of each):
	(g) Applicant's interest in the facility
	FEE TITLE: LEASE: OTHER (describe below):

N.	the Applicant, or of a proposed using employee of the Applicant, of the Project, from one area of the County) to a location in Chautau facility located in an area of the	osed Project result in the removal of a plant or facinater, occupant or tenant of the Project, or a relocation any employee of a proposed user, occupant or to the State of New York (but outside of Chautauqua aqua County or in the abandonment of such a plant State of New York outside of Chautauqua County i-Raiding Questionnaire (Schedule D).	ion of enant t or
	YES	NO X	
O.	Has the Applicant considered mo York State? If YES, explain circ	oving to another state or another location within Numstances.	lew
	YES	NO X	
P	Does any one supplier or custom or sales, respectively? If YES, at customer, as applicable:	ner account for over 50% of Applicant's annual puttach name and contact information for supplier an	rchases id/or
	YES	NO X	
Q.	Applicant or its related entities, or persons or principal(s) have been	ny related entity or person) or any principal(s) of the connected, have any contractual or other relation of Chautauqua? If YES, attach details at Schedule	entities, iship
	YES X	NO	
R.	Nature of Applicant's business (of manufactured, assembled or proc Real estate holding company	e.g., description of goods to be sold, products cessed, services rendered):	
S.	ANY RELATED PARTY PROF	POSED TO BE A USER OF THE PROJECT:	N/A
	Name:		-
	Relationship to Applicant:		

Provide the information requested in Questions A through S above with respect to each such party by attachment at Schedule I.

PART II. PROPOSED PROJECT

A.	Types	of Financial Assistance Requested:
		Tax-Exempt Bonds Taxable Bonds Refunding Bonds Sales/Use Tax Exemption Mortgage Recording Tax Exemption Real Property Tax Exemption Other (specify):
B.	Type	of Proposed Project (check all that apply and provide requested information):
		New Construction of a Facility Square footage:
		Addition to Existing Facility Square footage of existing facility: Square footage of addition:
		Renovation of Existing Facility Square footage of area renovated: Square footage of existing facility:
	□ & X	Acquisition of Land/Building Acreage/square footage of land: 10 Square footage of building: 41,141
æ		Acquisition of Furniture/Machinery/Equipment List principal items or categories:
		Other (specify):
C.	necess the eff	y describe the purpose of the proposed Project, the reasons why the Project is sary to the Applicant and why the Agency's financial assistance is necessary, and fect the Project will have on the Applicant's business or operations: equire existing property locally known as 2071 Stoneman Circle, Busti, NY.
	With	out Agency assistance, the acquisition would not be economically feasible.

but fo	or the granting of in why the Agend	the financial as	ssistance by tl	he Agency? (ertaken by the Applicant (If yes, explain; if no, ith respect to the proposed
	YES _	X		NO	
Projec	ct will not genera	te sufficient cas	sh flow after d	lebt service a	nd operating expenses
if assi	stance is not prov	rided by the Ag	gency.		
assist Chaut other	ance for the Project auqua? Would the Agency financial	ect, what will b ne Applicant pr l assistance? D	e the impact of the coceed with the escribe.	on the Applic ne Project with	Agency financial ant and the County of hout Agency financing or
Appli	cant will not pro	ceed with the p	roject absent	Agency assis	tance.
Street Tax N	ion of Project: 2071 Address: Ap Section: 385 Is Tract Number:			Lot	: <u>45.1</u>
	nt use of the Proj		manufacturir	ng/brewery	
(a)	What are the cutaxes is not ava	arrent real estat	te taxes on the	e Project site?	? (If amount of current
(b)	Are tax certions	ari proceedings	currently per ls at Schedule	nding with res	spect to the Project real copies of pleadings,
		YES		NO	X

be u	what purpose will the building or buildings to be acquired, constructed or renova- used by the Applicant? (Include description of goods to be sold, products to be aufactured, assembled or processed and services to be rendered.)		
	, , ,		
relation remaind in disproprime	ny space in the Project is to be leased to or occupied by third parties (i.e., parties ted to the Applicant), or is currently leased to or occupied by third parties who wain as tenants, provide the names and contact information for each such tenant, cate total square footage of the Project to be leased to each tenant, and describe bosed use by each tenant: oject entirely leased to two tenants: Southern Tier Distillery, LLC (10k sf) and Cl		
Br	rass, Inc. (30,141 sf).		
Prov and N	vide, to the extent available, the information requested, in Part I, Questions A, B O, with respect to any party described in the preceding response.		
Provand N	vide, to the extent available, the information requested, in Part I, Questions A, B O, with respect to any party described in the preceding response.		
Provand N	vide, to the extent available, the information requested, in Part I, Questions A, B O, with respect to any party described in the preceding response. I/A s the proposed Project meet zoning/land use requirements at proposed location?		
Provand N	vide, to the extent available, the information requested, in Part I, Questions A, B O, with respect to any party described in the preceding response. 7/A s the proposed Project meet zoning/land use requirements at proposed location? YES NO Industrial		

N.			d entity or person, currently hold a lease or license on ovide details and a copy of the lease/license.
		YES	NO X
O.	Does the Ap		l entity or person, currently hold fee title to (i.e. own)
		YES	NO X
	If YES, indi	cate:	
	(a)	Date of purchase:	
	(b)	Purchase price: \$	
	(c)	Balance of existing	mortgage, if any: \$
	(d)	Name of mortgage	holder:
	(e)	Special conditions:	
	If NO, indica	ate name of present ov	wner of Project site:
P.,			person or entity have an option or a contract to y buildings on the Project site?
		YES X	NO
	If YES, attac	h copy of contract or	option at Schedule I and indicate:
	(a)	Date signed:	8/18/17
	(b)	Purchase price:	\$1,200,000.00
	(c)	Closing date:	TBD
		nd/or its principals) ar	virtue of common control or ownership between the and the seller of the Project (and/or its principals)?
		YES	NO X

•	Will customers personally visit the Project site for either of the following economic activities? If YES with respect to either economic activity indicated below, complete the attached Retail Questionnaire (Schedule E).
	Sales of Goods: YES X NO Sales of Services: YES X NO NO
	Describe the social and economic conditions in the community where the Project site is or will be located and the impact of the proposed Project on the community (including impact on infrastructure, transportation, fire and police and other government-provided services): The project is located in an economically distressed community with minimal to no impact on
	infrastructure anticipated as this is a project retaining the same existing tenants. The project will have a positive impact on the community by retaining existing tenants and respective jobs.
	Identify the following Project parties (if applicable): N/A Architect: Engineer: Contractors:
	Will the Project be designed and constructed to comply with Green Building Standards? (if YES, describe the LEED green building rating that will be achieved): YES NO
	Is the proposed Project site located on a Brownfield? (if YES, provide description of contamination and proposed remediation) YES NO

V,		que service or product or provide a service that is y in which the proposed Project site is located?			
	YES	NO X			
W.	Is the proposed Project site currently sub Agency or otherwise)? If yes, explain.	oject to an IDA transaction (whether through the			
	YES X	NO			
	IDA as seller is a party to the sale and purchase transaction.				

PART III. CAPITAL COSTS OF THE PROJECT

A. Provide an estimate of cost of all items listed below:

 Bu Co Sit 	<u>Item</u> and and/or Building Acquisition ailding Demolition	<u>Cost</u> \$_1,200,000.00
 Bu Co Sit 		
 Co Sit 	ilding Demolition	ch .
4. Sit		\$
	onstruction/Reconstruction/Renovation	\$
5. Int	te Work	\$
	frastructure Work	\$
6. Ar	chitectural/Engineering Fees	\$
7. Ar	oplicant's Legal Fees	\$ TBD
		\$TBD
9. Ot	her Professional Fees	\$
10. Fu	rniture, Equipment & Machinery	\$
Ac	equisition (not included in 3. above)	
11. Ot	her Soft Costs (describe)	\$
12. Ot	her (describe)	\$
	Total	\$ 1,200,000.00
	•	\$
		\$
		\$
SBA or o Identify:_	ther Governmental Financing: CCIDA	\$_1,033,000.00
Other Pul	blic Sources (e.g., grants, tax credits):	\$
Identify:_	blic Agency Loans:	\$
Identify:_ Other Pul	blic Agency Loans: vate Loans:	\$
Identify:_ Other Pul Other Pri	• •	
Identify:_ Other Pul Other Pri Equity In	vate Loans:	\$145,000.00 \$
	8. Fin 9. Ot 10. Fu Ac 11. Ot 12. Ot Tax-Exer Taxable I Conventic SBA or o Identify:_	8. Financial Fees 9. Other Professional Fees 10. Furniture, Equipment & Machinery Acquisition (not included in 3. above) 11. Other Soft Costs (describe) 12. Other (describe) Total Tax-Exempt IDA Bonds: Taxable IDA Bonds: Conventional Mortgage Loans: SBA or other Governmental Financing: Identify:CCIDA

C. Have any of the above costs been paid or incurred (including contracts of sale or purchase orders) as of the date of this application? If YES, describe particulars on a separate sheet.

YE	S	NO X
Are items of work included in the prodetails:	ing capital, moving expenses, posed uses of the bond procee	work in progress, or stock in trade eds (if applicable)? If YES, provide
YES	мо	NOT APPLICABLE X
applicable, be used	nds to be borrowed through the I to repay or refinance an exist ssue? If YES, provide details:	e Agency's issuance of bonds, if ting mortgage, outstanding loan or an
YES	NO	NOT APPLICABLE X
YES	NO	NOT APPLICABLE X
Has the Applicant or the provision of whom (subject to A	made any arrangement for the	NOT APPLICABLE X marketing or the purchase of the bor applicable)? If YES, indicate with a copy of any term sheet or commitments.

G.	Construction Cost Breakdown: Total Cost of Construction:	\$ (sum of 2-5 and 10 in Question A above)
	Cost for materials:	\$ Question
	Cost for labor:	\$
	Cost for "other":	\$

The Applicant acknowledges that the transaction/bond documents may include a covenant by the Applicant to undertake and document the total amount of capital investment as set forth in this Application.

PART IV. COST/BENEFIT ANALYSIS

A. If the Applicant presently operates in Chautauqua County, provide the current annual payroll. Estimate projected payroll at the Project site in First Year, Second Year and Third Year after completion of the Project: (figures applicable to anticipated tenant payrolls)

	Present	First Year	Second Year	Third Year
Full-time:	\$ 2,265,457	\$ 2,310,000	\$ 2,357,000	\$ 2,357,000
Part-time:1	5,500	5,500	6,000	6,000

List the average salaries or provide ranges of salaries for the following categories of jobs (on a full-time equivalency basis) projected to be retained/created in Chautauqua County as a result of the proposed Project:

Category of Jobs	Average Salary or Range	Average Fringe Benefits or
to be Retained:	of Salary:	Range of Fringe Benefits
Management	75,000	21,000
Professional	70,000	19,600
Administrative	45,000	12,600
Production	39,000	10,920
Supervisor		
Laborer		
Independent		
Contractor ²		
Other		1

Category of Jobs	Average Salary or Range	Average Fringe Benefits or
to be Created:	of Salary:	Range of Fringe Benefits
Management		
Professional		
Administrative		
Production		
Supervisor		
Laborer		
Independent		
Contractor ³		
Other		11.41

 $[\]frac{1}{2}$ NOTE: The Agency converts part-time jobs into FTE's for evaluation and reporting purposes by dividing the number of part-time jobs by two (2).

 $[\]frac{2}{2}$ As used in this chart, this category includes employees of independent contractors.

 $[\]frac{3}{2}$ As used in this chart, this category includes employees of independent contractors.

The Agency may utilize the foregoing employment projections and the projections set forth in Schedule C, among other things, to determine the financial assistance that will be offered by the Agency to the Applicant. The Applicant acknowledges that the transaction/bond documents may include a covenant by the Applicant to retain the number of jobs, types of occupations and amount of payroll with respect to the Project set forth in this Application.

			X
(ii) Describe the number of as a result of undertaking	of estimated full tire the project, to the	ne equivalent extent any:	construction jobs to be
	N/		
What, if any, is the anticipservices following comple	pated increase in the	e dollar amo	unt of production, sales o
	\$N	/A	
What percentage of the fo	regoing amount is	subject to Ne	ew York sales and use tax
,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		/A %	
What percentage of the Ap (including production, sale made to customers outside	es or services rend	ered followir	ng completion of the Proj
	N	I/A %	
Describe any other munic	ipal revenues that	will result fro	om the Project (excluding
above and any PILOT pay	mems).		

the App	s the estimated aggregated blicant for each year after from businesses located	er completion of the	e Project and w	hat portion will be
	Amount	% Sourced in	n	% Sourced in State
		Chautauqua	County	X====
Year 1	\$			
Year 2	\$	-		
Year 3	\$	S 		
the Pro	e, if applicable, other blect, including a projected, directly and indirec	ed annual estimate	of additional sa	ales tax revenue
	1221 60 11	D' 11 A - State of		, , , , , , , , , , , , , , , , , , , ,
Estimat	ed Value of Requested	Financial Assistance		
Estimat	ed Value of Sales Tax	Benefit:	\$0.0	0
(i.e., gro that are	ss amount of cost of goods subject to state and local said by [8.0%])	and services		
	43.4	T. D. C.	13,187.50)
(i.e., prin	ed Value of Mortgage of Mortgage of the second incipal amount of mortgage altiplied by [1.25%])		\$	×
Estimat	ed Property Tax Benef	it:		
	Will the proposed Project exemption benefit other th	utilize a property tax an from the Agency:	No	
	(if so, please describe)			
	Term of PILOT Requested	l:		
	Existing Property Taxes or			
	Estimated Property Taxes (without Agency financial	on completed Project: assistance)	\$_38,772.90	
PILOT s	NOTE: Upon acceptance of chedule and indicate the end assessed valuation, make tax jurisdictions, and attac	stimated amount of PII an estimate of the allo	LOT Benefit/Cost cation of PILOT	st utilizing anticipated tax payments among the

-			1 1993 (1993	
	PART V. PI	ROJECT SO	CHEDULE	N/A
	plicable, has construction/recor , indicate the percentage of con		novation work o	n the Project begun?
1.	(a) Site clearance	YES	NO	% complet
	(b) Environmental Remediation	YES	NO	% complet
	(c) Foundation	YES	NO	% complet
	(d) Footings	YES	NO	% complet
	(e) Steel	YES	NO	% complet
	(f) Masonry	YES	NO	% complet
	(g) Interior	YES	NO	% complet
	(h) Other (describe below):	YES	NO	% complet
2.	If NO to all of the above cate of construction, reconstruction Project?	egories, wha	at is the proposed on, installation of	date of commencer r equipping of the
	ride an estimate of time schedul	e to complet	te the Project and	when the first use o

PART VI. ENVIRONMENTAL IMPACT

Is an environmental impact s Conservation Law (i.e., the N	statement required by Article 8 of the N.Y. Environmental New York State Environmental Quality Review Act)?
YES	NO
Applicant the preparation and and scope satisfactory to the Environmental Assessment I	gency may require at the sole cost and expense of the ad delivery to the Agency of an environmental report in form Agency, depending on the responses set forth in the Form. If an environmental report has been or is being the Project, please provide a copy.
Protection Agency, the New any other appropriate federal whether the Project site or ar the Project site is or has been or have been used, stored, tre released or disposed of. The	e Agency to make inquiry of the United States Environmental York State Department of Environmental Conservation or I, state or local governmental agency or authority as to my property adjacent to or within the immediate vicinity of in identified as a site at which hazardous substances are being eated, generated, transported, processed, handled, produced, Applicant will be required to secure the written consent of to such inquiries (if the Applicant is not the owner), upon
JNDERSIGNED HEREBY C	CERTIFIES, under penalties of perjury, that the answers and any schedule, exhibit or statement attached hereto are true, f the knowledge of the undersigned.
ite and complete, to the best of	
ite and complete, to the best of	Name of Applicant: Signature: Name: Alian B. Steinberg
ation provided above and in a lite and complete, to the best of th	Applicant:

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CERTIFICATIONS AND ACKNOWLEDGMENTS OF THE APPLICANT

FIRST:

The Applicant hereby certifies that, if financial assistance is provided by the Agency for the proposed project, no funds of the Agency (i) shall be used in connection with the Project for the purpose of preventing the establishment of an industrial or manufacturing plant or for the purpose of advertising or promotional materials which depict elected or appointed government officials in either print or electronic media, (ii) be given to any group or organization which is attempting to prevent the establishment of an industrial or manufacturing plant within the State

SECOND:

The Applicant hereby certifies that no member, manager, principal, officer or director of the Applicant or any affiliate thereof has any blood, marital or business relationship with any member of the Agency (or any member of the family of any member of the Agency).

THIRD:

The Applicant hereby certifies that neither the Applicant nor any of its affiliates, nor any of their respective partners, members, shareholders or other equity owners (other than equity owners of publicly-traded companies), nor any of their respective employees, officers, directors, or representatives (i) is a person or entity with whom United States persons or entities are restricted from doing business under regulations of the Office of Foreign Asset Control (OFAC) of the Department of the Treasury, including those named on OFAC's Specially Designated and Blocked Persons List, or under any statute, executive order or other governmental action, or (ii) has engaged in any dealings or transactions or is otherwise associated with such persons or entities.

FOURTH:

The Applicant hereby acknowledges that the Agency shall obtain and hereby authorizes the Agency to obtain credit reports and other financial background information and perform other due diligence on the Applicant and/or any other entity or individual related thereto, as the Agency may deem necessary to provide the requested financial assistance.

FIFTH:

The Applicant hereby certifies, under penalty of perjury, that each owner, occupant or operator that would receive financial assistance with respect to the proposed Project is in substantial compliance with applicable federal, state and local tax, worker protection and environmental laws, rules and regulations.

SIXTH:

The Applicant hereby acknowledges that the submission to the Agency of any knowingly false or knowingly misleading information may lead to the immediate termination of any financial assistance and the recapture from the Applicant of an amount equal to all or any part of any tax exemption claimed by reason of the Agency's involvement in the Project.

SEVENTH:

The Applicant hereby certifies that, as of the date of this Application, the Applicant is in substantial compliance with all provisions of Article 18-A of the General Municipal Law, including, but not limited to, the provisions of Section 859-a and Section 862(1) thereof.

Applicant: 2071 Stoneman, LLC

Name: Allan B. Steinberg Title: Manager

CERTIFICATION AND AGREEMENT WITH RESPECT TO FEES AND COSTS

Capitalized terms used but not otherwise defined in this Certification and Agreement shall have the meanings assigned to such terms in the Application.

The undersigned, being duly sworn, deposes and says, under penalties of perjury, as follows: that I am the chief executive officer or other representative authorized to bind the Applicant named in the attached application for financial assistance ("Application") and that I hold the office specified below my signature at the end of this Certification and Agreement, that I am authorized and empowered to deliver this Certification and Agreement and the Application for and on behalf of the Applicant, that I am familiar with the contents of said Application (including all schedules, exhibits and attachments thereto), and that said contents are true, accurate and complete to the best of my knowledge and belief.

The grounds of my belief relative to all matters in the Application that are not based upon my own personal knowledge are based upon investigations I have made or have caused to be made concerning the subject matter of this Application, as well as upon information acquired in the course of my duties and from the books and records of the Applicant.

As an authorized representative of the Applicant, I acknowledge and agree on behalf of the Applicant that the Applicant hereby releases the County of Chautauqua Industrial Development Agency, its members, officers, servants, attorneys, agents and employees (collectively, the "Agency") from, agrees that the Agency shall not be liable for and agrees to indemnify, defend (with counsel selected by the Agency) and hold the Agency harmless from and against any and all liability, damages, causes of actions, losses, costs or expenses incurred by the Agency in connection with: (A) examination and processing of, and action pursuant to or upon, the Application, regardless of whether or not the Application or the financial assistance requested therein are favorably acted upon by the Agency, (B) the acquisition, construction, reconstruction, renovation, installation and/or equipping of the Project by the Agency, and (C) any further action taken by the Agency with respect to the Project; including, without limiting the generality of the foregoing, (i) all fees and expenses of the Agency's general counsel, bond counsel, economic development consultant, real property tax valuation consultant and other experts and consultants (if deemed necessary or advisable by the Agency), and (ii) all other expenses incurred by the Agency in defending any suits, actions or proceedings that may arise as a result of any of the foregoing. If, for any reason whatsoever, the Applicant fails to conclude or consummate necessary negotiations or fails within a reasonable or specified period of time to take reasonable, proper or requested action or withdraws, abandons, cancels, or neglects the Application or if the Applicant is unable to find buyers willing to purchase the total bond issue required or is unable to secure other third party financing or otherwise fails to conclude the Project, then upon presentation of an invoice by the Agency, its agents, attorneys or assigns, the Applicant shall pay to the Agency, its agents, attorneys or assigns, as the case may be, all fees and expenses reflected in any such invoice.

As an authorized representative of the Applicant, I acknowledge and agree on behalf of the Applicant that each of the Agency's general counsel, bond counsel, economic development consultant, real property tax valuation consultant and other experts and consultants is an intended third-party beneficiary of this Certification and Agreement, and that each of them may (but shall not be obligated to) enforce the provisions of the immediately preceding paragraph, whether by lawsuit or otherwise, to collect the fees and expenses of such party or person incurred by the Agency (whether or not first paid by the Agency) with respect to the Application.

Upon successful closing of the required bond issue or other form of financing or Agency assistance, the Applicant shall pay to the Agency an administrative fee set by the Agency (which amount is payable at closing) in accordance with the following schedule:

- (A) All Initial Transactions One-Hundred basis points (1.00%) of total project costs
 - a. This fee applies to all Initial Transactions except for certain small solar or wind energy systems or farm waste energy systems under RPTL §487, for which the Agency collects no fee (other than Counsel fees).
- (B) Refundings The Agency fee shall be determined on a case-by-case basis.
- (C) Assumptions The Agency fee shall be determined on a case-by-case basis.
- (D) Modifications The Agency fee shall be determined on a case-by-case basis.

The Agency's bond counsel fees and expenses are payable at closing and are based on the work performed in connection with the Project.

The Agency's bond counsel's fees, general counsel fee and the administrative fees may be considered as a cost of the Project and included as part of any resultant financing, subject to compliance with applicable

Upon the termination of the financing of the Project, Applicant agrees to pay all costs in connection with any conveyance by the Agency to the Applicant of the Agency's interest in the Project and the termination of all related Project documents, including the fees and expenses of the Agency's general counsel, bond counsel, and all applicable recording, filing or other related fees, taxes and charges.

I further acknowledge and agree on behalf of the Applicant that, in the event the Agency shall have used all of its available tax-exempt bond financing allocation from the State of New York, if applicable, and shall accordingly be unable to obtain an additional allocation for the benefit of the Applicant, the Agency shall have no liability or responsibility as a result of the inability of the Agency to issue and deliver tax-exempt bonds for the benefit of the Applicant.

Nam Allan N Steinberg

Title: Manager

Subscribed and affirmed to me this day of January , 20 18

Notary Public

MARTIN J. CLIFFORD
Notary Public, State of New York
Qualified in Eric County
My Commission Expires April 30, 13-20 19

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TABLE OF SCHEDULES:

Schedule	<u>Title</u>	Complete as Indicated Below
A.	Tax-Exempt Bond Manufacturing Questionnaire	If Applicant checked "YES" in Part I, Question F of Application, if applicable
В.	New York State Financial and Employment Requirements for Industrial Development Agencies	All applicants
C.	Guidelines for Access to Employment Opportunities	All applicants
D.	Anti-Raiding Questionnaire	If Applicant checked "YES" in Part I, Question N of Application
E.	Retail Questionnaire	If Applicant checked "YES" in Part II, Question Q of Application
F.	Applicant's Financial Attachments, consisting of:	All applicants
	Applicant's financial statements for the in Applicant's annual reports).	e last two fiscal years (unless included
	2. Applicant's annual reports (or Form 10)-K's) for the two most recent fiscal years.
	3. Applicant's quarterly reports (Form 10 most recent Annual Report, if any.	-Q's) and current reports (Form 8-K's) since the
	any anticipated Guarantor of the propos	ation described above in items F1, F2, and F3 of sed transaction, if different than the Applicant, ent of any anticipated Guarantor that is a natural
G.	Environmental Assessment Form	All applicants
Н,	Form NYS-45-MN	All applicants
I.	Other Attachments	As required

TAX-EXEMPT BOND MANUFACTURING QUESTIONNAIRE

(To be completed by the Applicant if the Applicant checked "YES" in Part I, Question F of the Application for Financial Assistance, if applicable).

ecessary.	Please complete	the following questions for each	facility to be financed. Use additional
1.	Describe the prod	luction process which occurs at	the facility to be financed.
2.	line, employee lu	nchroom, offices, restrooms, sto sales, etc.) and location in rela	expressed in square footage) (e.g., propage, warehouse, loading dock, repair tion to production (e.g., same building tach blueprints of the facility to be fin
<u>FUNC</u>	CTION	LOCATION	SQ. FOOTAGE
-	i—————————————————————————————————————	America de la companya della companya della companya de la companya de la companya della company	
		0 (47/11)	
		TOTAL	
3.	Of the space alloo production, etc.) building, off-site,	and location in relation to produ	by function (e.g., executive offices, pa action (e.g., same building, adjacent la
FUNC	CTION	LOCATION	SO. FOOTAGE
	na wytkie		(
		S	

TOTAL

	SQ. FOOTAGE	LOCATION	
	Raw Materials used for production of manufactured goods		
	Finished product storage	1100	
	Component parts of goods manufactured at the facility	= 4)	
	Purchased component parts		
	Other (specify)		1F
5.		TAL facility to be financed in the proc	essing of the finished
5.	List raw materials used at the		essing of the finished
 6. 	List raw materials used at the product(s).		
	List raw materials used at the product(s).	facility to be financed in the proc	
6. DERS	List raw materials used at the product(s). List finished product(s) which	facility to be financed in the proc	financed.
6. DERS	List raw materials used at the product(s). List finished product(s) which	facility to be financed in the produced at the facility to be	financed.

NEW YORK STATE FINANCIAL AND EMPLOYMENT REPORTING REQUIREMENTS FOR INDUSTRIAL DEVELOPMENT AGENCIES

A. Pursuant to applicable law, the Agency requires the completion of an Initial Employment Plan (see Schedule C) and a year-end employment plan status report, both of which shall be filed by the County of Chautauqua Industrial Development Agency (the "Agency") with the New York State Department of Economic Development. The Project documents will require the Applicant to provide such report to the Agency on or before March 1 of the succeeding year, together with such employment verification information as the Agency may require.

Except as otherwise provided by collective bargaining agreements, the Applicant agrees to list any new employment opportunities with the New York Department of Labor Community Services Division and the administrative entity of the service delivery area created by the Federal Job Training Partnership Act (P.L. 97-300), or any successor statute thereto (the "JTPA Entities"). In addition, except as otherwise provided by collective bargaining agreements, the Applicant, where practicable, will first consider persons eligible to participate in JTPA programs who shall be referred by the JTPA Entities for such new employment opportunities.

- B. The Applicant will be required to file annually a statement with the New York State Department of Taxation and Finance and the Agency of the value of all sales or use tax exemptions claimed in connection with the Project by reason of the involvement of the Agency.
- C. The following information must be provided for all bonds issued, outstanding or retired during the year:

Name, address and owner of the project; total amount of tax exemptions granted (broken out by state and local sales tax, property taxes, and mortgage recording tax); payments in lieu of taxes made; total real estate taxes on the Project prior to exemption; number of jobs created and retained, and other economic benefits realized.

Date of issue; interest rate at end of year; bonds outstanding at beginning of year; bonds issued during year; principal payments made during year; bonds outstanding at end of year; federal tax status; and maturity date(s).

Failure to provide any of the aforesaid information will be constitute a DEFAULT under the Project documents to be entered into by the Agency and the Applicant in connection with the proposed Project.

Please sign below to indicate that the Applicant has read and understood the above and agrees to provide the described information on a timely basis.

Name of Applicant:

Signature: Name: Manager
Date: January 3, 2018

GUIDELINES FOR ACCESS TO EMPLOYMENT OPPORTUNITIES

INITIAL EMPLOYMENT PLAN

Prior to the expenditure of bond proceeds or the granting of other financial assistance, the Applicant shall complete the following initial employment plan:

1						
Applicant Name:	2071 Stoneman, LLC					
Address:	1888 Niagara Falls Boulevard, Tonawaqnda, NY 14150					
Type of Business:	Real estate holding company					
Contact Person:	Allan B. Steinberg				Tel. No	o.: 525-1399
Please complete the foll the proposed Project fol tenant payrolls)	owing table describing lowing receipt of fina	ncial assista Es Fu	red full-time of the figure in	res applica ber of valent oletion	Estimate Reside Chautauqu would f	of Number of ents of the ua County that ill such jobs
Current and Planned Occupations	Present Jobs Per Occupation	1 year	2 years	3 years		
Management	6	6	6	_6		5
Professional		6		6		5
Administrative	5	5	5	6		5
Production	24	25	27	27		24
Supervisor	5	5	5	5		4
Laborer						
Independent Contractor	· · · · · · · · ·		s 2			
Other (describe)						

 $[\]frac{4}{2}$ NOTE: Convert part-time jobs into FTE's for evaluation and reporting purposes by dividing the number of part-time jobs by two (2).

Please indicate the number of temporary construction jobs anticipated to be created in connection with the acquisition, construction and/or renovation of the Project: N/A					
Please indicate the estimated hiring dates for the new jobs that will be required:	shown above ar	nd any special re	cruitment or training		
N/A		1 - 10 - 10 - 10 - 1			
Are the Applicant's employees currently covered by a col	lective bargainin	ig agreement?	N/A		
YES	NO .				
IF YES, Union Name and Local:					
Please note that the Agency may utilize the foregoing empedetermine the financial assistance that will be offered by tacknowledges that the transaction/bond documents may in above number of jobs, types of occupations and amount o	he Agency to the sclude a covenar	e Applicant. The nt by the Applica	Applicant ant to retain the		
Attached hereto as Schedule H is a true, correct and comp Combined Withholding, Wage Reporting, and Unemploys request of the Agency, the Applicant shall provide such of the Agency may require with respect to the Applicant's cu	nent Insurance I her or additiona	Return (Form N) I information or	documentation as		
The UNDERSIGNED HEREBY CERTIFIES that the ans statement attached hereto are true, correct and complete.	wers and inform	ation provided a	bove and in any		
	Name of Applicant:	2071 TON	EMAN, LLC		
	Signature: Name: Title: Date:	Allanger Manager January	emberg , 2018		

ANTI-RAIDING QUESTIONNAIRE

N/A

(To be completed by Applicant if Applicant checked "YES" in Part I, Question N of the Application for Financial Assistance)

A.	Will the completion of the Project result in the removal of a plant or facility of the Applicant, or of a proposed user, occupant or tenant of the Project, or a relocation of any employee of the Applicant or of a proposed user, occupant or tenant of the Project, from an area in New York State (but outside of Chautauqua County) to an area within Chautauqua County?
	YES NO
If the	answer to Question A is YES, please provide the following information:
Addre	ss of the to-be-removed plant or facility or the plants or facilities from which employees are relocated:
Names	of all current users, occupants or tenants of the to-be-removed plant or facility:
В.	Will the completion of the Project result in the abandonment of one or more plants or facilities of the Applicant, or of a proposed user, occupant or tenant of the Project, located in an area of the State of New York other than in Chautauqua County?
	YESNO
If the	inswer to Question B is YES, please provide the following information:
Addre	sses of the to-be-abandoned plants or facilities:

Names	of all current occupants of the to-be-abandoned plants or facilities:

C.	Has the Applicant contacted the local industrial development agency at which its current plants or facilities in New York State are located with respect to the Applicant's intention to move or abandon such plants or facilities?					
	YES		NO			
If the a	answer to Question C is YES, please pro-	vide details i	n a separate attac	chment.		
IF THI	E ANSWER TO EITHER QUESTION A	OR B IS "	YES", ANSWER	. QUESTIONS D AND E.		
D.	Is the Project reasonably necessary to preserve the competitive position of the Applicant, or of a proposed user, occupant or tenant of the Project, in its industry?					
	YES		NO _			
E.	Is the Project reasonably necessary to discourage the Applicant, or a proposed user, occupant or tenant of the Project, from removing such plant or facility to a location outside of the State of New York?					
	YES		NO _	_		
IF THE SEPAF	IF THE ANSWER TO EITHER QUESTION D OR E IS "YES", PLEASE PROVIDE DETAILS IN A SEPARATE ATTACHMENT.					
Accordance not be	lingly, the Applicant certifies that the provided violated if financial assistance is provided	ovisions of S ed by the Age	ection 862(1) of ency for the prop	the General Municipal Law will osed Project.		
NOTE: If the proposed Project involves the removal or abandonment of a plant or facility of the Applicant, or a proposed user, occupant or tenant of the Project, within the State of New York, notification will be made by the Agency to the chief executive officer(s) of the municipality or municipalities in which such plant or facility was located.						
THE UNDERSIGNED HEREBY CERTIFIES that the answers and information provided above and in any statement attached hereto are true, correct and complete.						
			Name of Applicant:			
			Signature: Name: Title: Date:			

RETAIL QUESTIONNAIRE

(To be completed by Applicant if Applicant checked either "YES" in Part II, Question Q of the Application for Financial Assistance)

A.	Will any portion of the Project (including that portion of the cost to be financed from equity or sources other than Agency financing) consist of facilities or property that are or will be primarily used in making retail sales to customers who personally visit the Project?					
		YES X		NO		
Tax La	w of the y (as def	State of New York (the "Ta	x Law") primarily engage	by a registered vendor under Article 28 of ged in the retail sale of tangible personal sales of a service to customers who		
В.	of the c	ost to be financed from equi	ity or sources other than	e cost of the Project (including that portion Agency financing) will be expended on ales of goods or services to customers who		
			24.30	_%		
C. If the answer to Question A is YES, and the amount entered for Question B is greater than 33 indicate whether any of the following apply to the Project:						
	1.	ls the Project likely to attra development region (i.e., V	nct a significant number Western New York) in w	of visitors from outside the economic which the Project is or will be located?		
		YES		NO		
	2.	not, but for the Project, be	reasonably accessible to fill be located, because of	available goods or services which would be the residents of the city, town or village of a lack of reasonably accessible retail		
		YES		NO		
	Will the Project be located in one of the following: (a) an area designated as an empire zon pursuant to Article 18-B of the General Municipal Law; or (b) a census tract or block numbering area (or census tract or block numbering area contiguous thereto) which, according to the most recent census data, has (i) a poverty rate of at least 20% for the year which the data relates, or at least 20% of the households receiving public assistance, and (a numemployment rate of at least 1.25 times the statewide unemployment rate for the year which the data relates?					
		YES		NO		

If the answer to any of the subdivisions 2 through 3 of Question C is YES, will the Project preserve D. permanent, private sector jobs or increase the overall number of permanent, private sector jobs in the State of New York? If YES, attach details. NO YES ____ State percentage of the Applicant's annual gross revenues comprised of each of the following: E. Services: 100 % Retail Sales: _____% State percentage of Project premises utilized for same: F. Retail Sales: 24.30% The UNDERSIGNED HEREBY CERTIFIES that the answers and information provided above and in any statement attached hereto are true, correct and complete. Name of Applicant: Signature: Name: Manager Title: Date:

If the answer to any of the subdivisions 1 through 3 of Question C is YES, attach details.

Schedule F

APPLICANT'S FINANCIAL ATTACHMENTS

New entity- N/A

Schedule G

ENVIRONMENTAL ASSESSMENT FORM

See attached

Schedule H

FORM NYS-45-MN

Attach most recent quarterly filing of Form NYS-45-MN, as well as the most recent fourth quarter filing. Please remove the employee social security numbers and note which employees are part-time.

New entity- N/A

Schedule I

OTHER ATTACHMENTS

Exhibit A

Upon acceptance of the Application by the Agency and completion of the Cost/Benefit Analysis, the Agency will attach the proposed PILOT Schedule hereto, together with an estimate of the net tax benefit/cost of the proposed PILOT Schedule.

1/16/2018

2071 STONEMAN, LLC

PROPERTY TAX SAVINGS

	.,, 0,,,,,,			
				ESTIMATED
YEAR		TAXES*	PILOT	PAYMENT
	1	\$38,772.90	10%	\$3,877
	2	\$38,772.90	10%	\$3,877
	3	\$38,772.90	20%	\$7,755
	4	\$38,772.90	20%	\$7,755
	5	\$38,772.90	30%	\$11,632
	6	\$38,772.90	30%	\$11,632
	7	\$38,772.90	40%	\$15,509
	8	\$38,772.90	40%	\$15,509
	9	\$38,772.90	50%	\$19,386
	10	\$38,772.90	50%	\$19,386
	Total	\$387,729.00		\$116,318.70
			9	\$271,410.30 Savings*

^{*}Estimates

SALES TAX SAVINGS

MORTGAGE RECORDING FEE SAVINGS

Project Cost	\$1,200,000	Mortgage	\$1,055,000
0% Sales Tax	\$0	1.25% Fee	\$13,188
Sales Tax Savings	\$0	Mortgage Fee Savings	\$13,188