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INDUSTRIAL REVENUE BONDS

AND

TAX LEASE PROGRAM

APPLICATION

for assistance through

**the
County of Chautauqua
Industrial Development Agency**

**County of Chautauqua Industrial Development Agency
200 Harrison Street
Jamestown, New York 14701**

Phone: 716-664-3262

Fax: 716-664-4515

**Application for Financial Assistance
through the
County of Chautauqua
Industrial Development Agency**

The information listed on this form is necessary to determine the eligibility of the project applicant. Please fill in all blanks, using "NONE" or "NOT APPLICABLE" where necessary. If an estimate is given, put "EST" after the figure. Attach additional sheets if necessary. All information completed with this form will be treated confidentially. This application is only for the purpose of determining whether the applicant is eligible for consideration by the Board of Directors of the County of Chautauqua Industrial Development Agency. Return eight (8) copies of this application to the County of Chautauqua Industrial Development Agency at the address listed on the cover of this document.

PART 1

A. APPLICANT

Federal ID # 26-2953843

Company Name: Jamestown Development Company IV, LLC

Office Address: 333 Ganson Street
Buffalo, NY 14203

Telephone: 716-856-3333

Company officer completing this application:

Name: Anthony J. Pirrone

Title: Vice President

1. Number of locations of present business facilities:

- a. County of Chautauqua: 1
- b. New York State: 1
- c. Outside New York State:

2. Business Organization (check appropriate categories):

Corporation Partnership

Sole Proprietorship Subchapter S

Other (Specify) LLC

3. Is business publicly or privately held? Public Private

4. List principal stockholders and percentage of ownership if applicable:

<u>Name</u>	<u>Percentage</u>	<u>Home Address</u>
Jon M. Williams	50%	Buffalo, NY 14203
John Summers	50%	Rochester, NY 14616

5. Is the business a subsidiary of, or affiliated directly or indirectly with any other organization? Yes No If "Yes" indicate relationship and name and address of the related organization(s) on a separate sheet.

6. Complete the following information:

<u>Officers</u>	<u>Name</u>	<u>Address</u>	<u>Social Security Number</u>	<u>Other Principal Business Affiliations</u>
Partner	Jon M. Williams	Buffalo, NY 14203		
Partner	John Summers	Rochester, NY 14616		
V.P.	Anthony J. Pirrone	Buffalo, NY 14203		

B. References (these will be contacted):

1. Banking (List names of banks, account officers address and telephone number):

Newly Formed Company
See attached information for Jamestown Development Company III, LLC

2. Business Suppliers (List three largest accounts – names, addresses, telephone numbers, and list suppliers' terms of sale):

Newly formed Company
See attached information for Jamestown Development Company III, LLC

3. Major customers (List three largest – names, addresses, telephone numbers, and show percentage (%) of gross business obtained from each):

Newly formed Company
See attached information for Jamestown Development Company III, LLC

4. What are your terms of sale? N/A

5. Current Landlord (List name, address and telephone number):

N/A

6. Legal Counsel (List name, address and telephone number):

Gillian D. Brown, Attorney
Colucci & Gallaher, P.C.
2000 Liberty Building
Buffalo, NY 14202
Office : (716) 819-1780
Fax: (716) 854-4070

E. Previous Financial Activities

1. What were your company's estimated capital expenditures in Chautauqua County, New York, during the past three (3) years? (Specify by place, year and amount.)

Newly Formed Company

2. Has your company ever been a recipient of funds obtained through tax-exempt or taxable bonds? Yes No If "Yes" give details below:

Newly Formed Company

3. Describe your company's effort to secure assistance or financing in the County of Chautauqua, or any other area, on a separate sheet.

F. Types of Financial Assistance Requested

(Cross out those which are not applicable.)

1. Industrial Development Revenue Bonds
 - A. Tax Exempt
 - B. Taxable
2. Tax Lease (X)
3. Other loan(s). Describe:

Part 2

A. Describe the Project

(Include a general, functional description and prospective location.)

Jamestown Development Company IV, LLC's Development Plan for the Wellman Building involves the substantial rehabilitation of the existing building at 101-103 West Third Street in Jamestown, NY. Phase I of the Project includes the Wellman Building and The Hardware Buildings only.

The building will be a mix of commercial and residential units. The first floor will contain 9,152 square feet of additional commercial space. The second through sixth floors will have 46 units total, with a variety of unit sizes. Floors three through five each have 9,152 square feet with the sixth encompassing 5,189 square feet. The total square footage of the building is approximately 55,099 and sits on .21 acres. There will be laundry and storage facilities for the tenants.

JDC IV will restore the facade with no significant changes to the exterior. The existing windows will be restored to their original condition. The old paint and signage will be removed and the storefronts will be refurbished. Work will include everything on West Third Street, between Foundry Alley and Cherry Street.

The tenants will have on-street parking and the Jamestown based Gebbie Foundation will allocate 30 additional private parking spaces. West Third and Cherry Streets will see a slight increase in traffic count. There will be no change to the present traffic configuration.

The Project will serve to introduce new, contemporary, market rate housing to Downtown Jamestown. The 46 residential units will provide an opportunity for people to reside downtown and actively engage in adding a new vibrancy to Downtown Jamestown.

Rehabilitation of this historic structure will preserve a unique piece of the region's heritage and will also serve to enhance the aesthetics of Downtown Jamestown.

B. Reasons for Project

1. Briefly describe the reasons why this project is necessary and what effect it will have on your business:

The Wellman Building is located in Chautauqua County, in the City of Jamestown's Central Business District and has sat vacant since 1985. The renovation of this building for residential and commercial use is a key component of the Jamestown Urban Design Plan for the economic and social redevelopment of the City of Jamestown. This Project will rehabilitate a historic building in downtown Jamestown and will provide rental market rate housing for the people that desire to live in downtown Jamestown.

2. If your business is unable to arrange suitable financing for this project, what will be the impact on your company and the County of Chautauqua? Would your company proceed with the project without Agency assistance and / or financing? Describe in detail:

We are confident that we will be able to arrange the necessary financing for this project. Jamestown Development Company IV, LLC has already received commitment for Restore NY funds, CDBG funds from the City of Jamestown and monies from the Gebbie Foundation. In addition, we are anticipating utilizing historic and State Tax Credits.

C. Type of Project

1. Check category which best describes your project:

- | | |
|--|--|
| <input type="checkbox"/> Manufacturing | <input type="checkbox"/> Warehousing |
| <input type="checkbox"/> Industrial Assembly | <input type="checkbox"/> Pollution Control |
| <input type="checkbox"/> Research | X Other (Specify) |
| | Residential/Commercial Construction |

2. If pollution control, check appropriate items below:

- | | |
|------------------------------------|--|
| <input type="checkbox"/> Air | <input type="checkbox"/> Noise |
| <input type="checkbox"/> Water | <input type="checkbox"/> Solid Waste |
| <input type="checkbox"/> Air/Water | <input type="checkbox"/> Other (Specify) |

D. Proposed Location

1. Does the project consist of (check appropriate categories):

- | | | |
|--|------------------------------|-----------------------------|
| a. Construction of a new building | <input type="checkbox"/> Yes | X No |
| b. Renovations to an existing building | X Yes | <input type="checkbox"/> No |
| c. Construction of an addition to an existing building | <input type="checkbox"/> Yes | X No |
| d. Acquisition of an existing building | X Yes | <input type="checkbox"/> No |

If the Company is to acquire an existing plant, attach a photograph and indicate if it is in operation, about to be abandoned or abandoned. If in operation, describe present products.

List costs or orders made by Company for the project, at the date of this application, on a separate sheet.

2. Describe the proposed location(s) of this project, including square footage, number of floors, address, etc. (If new construction is involved or expansion of existing plant, attach proposed floor plan):

The Project is located in Chautauqua County in the Central Business District of Jamestown, NY at 101-103 West Third Street, Jamestown, NY 14701. The building is approximately 55,099 square feet and contains 6 stories.

3. List the present owner of the project site and the owner's name, address, and phone number. (If currently owned by the applicant, indicate date of purchase, reason for purchase and current use of the site):

Jamestown Development Company IV, LLC
333 Ganson Street
Buffalo, NY 14203
(716) 856-3333
Purchase Date: 11/27/07

4. Does the project site currently have existing occupant(s)?
 Yes No

If "Yes", list all lessees, the amount of space occupied by each, and the date of termination of such leases on a separate sheet.

5. Is there a relationship legally or by virtue of common control between the applicant or present owner?
 Yes No

If "Yes", provide details on a separate sheet.

6. Does the Company have an option to purchase the project site or has a contract of sale been executed for such purchase? (If so, attach particulars.)
 Yes No

7. Has the Company placed any purchase orders or entered into any other agreements or contracts with respect to proposed project costs? (If so, attach particulars.)
 Yes No

E. Location Maintenance Costs

1. What are the real estate taxes on the land and the building? (If current rate is not available, give assessed value for each and so state.)

Land \$	City / County Taxes:	\$ 567.45
Building \$	School Taxes:	<u>\$1,210.95</u>
	Total Taxes:	\$1,788.30

2. What is the estimated useful life of the:

- a. Facility : 30 years
b. Equipment: N/A

(G. Continued)

Fees (Do not include your own counsel fees)	\$
Architectural Fees	\$
Financial Charges (specify)	\$
Other (specify)	\$
Subtotal	\$
Agency Administrative Fee	\$
<u>Total Project Cost</u>	\$ 7,586,005

2. What is the amount of funds and term requested for financing through the County of Chautauqua Industrial Development Agency?

\$ Years

H. Project Schedule

1. Indicate the estimated days for:
 - a. Financing of the project
 - b. Commence of construction : August, 2009
 - c. Completion of construction : March, 2010
2. List the date(s) and in what amount(s) the estimated funds will be required:

I. Other Agency Involvement

1. Have you contacted any other governmental agency in reference to this project?
X Yes No

If "Yes", please indicate the agency and the nature of the inquiry below:

City of Jamestown, NY
Empire State Development Corp. – Restore NY
NYS DHCR – State Tax Credits

2. Have you contacted any financing institutions or other industrial development agencies in New York State, or elsewhere, for financial assistance in reference to this project or one of a similar nature?
 Yes X No

If "Yes", please indicate below the institution and / or agency and the present status of the inquiry:

J. Financial Information (attach the following)

1. Certified financial statements for the last three (3) fiscal years.

For Industrial Development Bonds (IDB) complete Questions 2, 3 & 4.

2. Pro forma sheet as at start of operations at project site.
3. Project profit and loss statements for first two (2) years of operation at projected site.
4. Projected "cash flow" statement, by quarters, for first year of operation at project site.

Certification

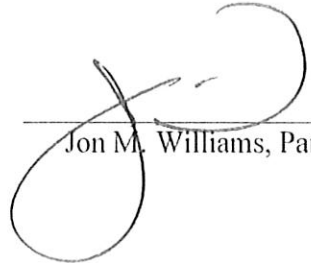
Jon M. Williams, deposed and says that he/she is the Partner of Jamestown Development Company IV, LLC, the corporation named in attached application;

that he has read the foregoing application and attachments and knows the contents thereof; that the same is true to his knowledge, contains no information or data that is false or incorrect and is truly descriptive of the project which is intended as security for the requested financing.

Deponent further says the reason for this verification is made by the deponent and not by Jamestown Development Company IV, LLC, is because the said company is a corporation. The grounds of deponent's belief relative to all matters in the said application which are not stated upon his own personal knowledge, are investigations which deponent has caused to be made concerning the subject matter of this application as well as information required by deponent in the course of his duties as an officer of and from the books and papers of said corporation.

As an officer of said corporation (hereinafter referred to as the "applicant") deponent acknowledges and agrees that applicant shall be and is responsible for all costs incurred by the non-profit County of Chautauqua Industrial Development Agency (hereinafter referred to as the "Agency") acting in connection with the attendant negotiations and ultimately the closing of the project and (or) financing. If, for any reason whatsoever, the applicant fails to conclude or consummate necessary negotiations or fails to act within a reasonable or specified period of time to take reasonable, proper, or requested action or withdraws, abandons, cancels, or neglects the application, then upon presentation of invoice, applicant shall pay to the Agency, its agents or assigns all actual costs involved in conduct of the application and the drafting of documents up to that date and time, including fees of counsel for the Agency.

The costs incurred by the Agency and paid by the applicant, including the Agency's counsel's fees and the administrative fee, may be considered as a cost of the project and included as part of any resultant bond issue, subject to the limitations imposed by law.

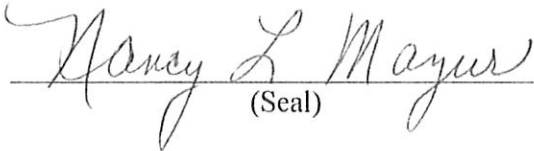


Jon M. Williams, Partner

Notary

Sworn to before me this

15th day of June, 2009



(Seal)

NANCY L. MAZUR
Notary Public, State of New York
Qualified in Erie County No. 1765930
My Commission Expires 11 30, 192009

TO: Project Applicants
FROM: County of Chautauqua Industrial Development Agency
RE: Cost/Benefit Analysis Questionnaire

In order for the County of Chautauqua Industrial Development Agency (the "Agency") to prepare a Cost/Benefit Analysis for a proposed project (the "Project"), the Applicant must answer the questions contained in this Project Questionnaire (the "Questionnaire") and complete the attached Schedules. This Questionnaire and the attached Schedule will provide information regarding various aspects of the Project, and the costs and benefits associated therewith.

Since we need this Questionnaire to be completed before we can finalize the Cost/Benefit Analysis, please complete this Questionnaire and forward it to us at your earliest convenience.

PROJECT QUESTIONNAIRE

1. Name of Project Beneficiary ("Company"): Jamestown Development Company IV, LLC
2. Brief Identification of the Project: Renovation of 101-103 West Third Street, Jamestown, NY, known as "The Wellman Building"
3. Estimated Amount of Project Benefits Sought:
- A. Amount of Bonds Sought: \$ 0
 - B. Value of Sales Tax Exemption Sought \$ 250,000
 - C. Value of Real Property Tax Exemption Sought (Annual) \$ 150,000
 - D. Value of Mortgage Recording Tax Exemption Sought \$ 40,000

PROJECTED PROJECT INVESTMENT

- A. Land-Related Costs
 - 1. Land acquisition \$ _____
 - 2. Site preparation \$ _____

3. Landscaping	\$ _____
4. Utilities and infrastructure development	\$ _____
5. Access roads and parking development	\$ _____
6. Other land-related costs (describe)	\$ _____
B. Building-Related Costs	
1. Acquisition of existing structures	\$ <u>200,000</u>
2. Renovation of existing structures	\$ <u>7,386,005</u>
3. New construction costs	\$ _____
4. Electrical systems	\$ _____
5. Heating, ventilation and air conditioning	\$ _____
6. Plumbing	\$ _____
7. Other building-related costs (describe)	\$ _____
C. Machinery and Equipment Costs	
1. Production and process equipment	\$ _____
2. Packaging equipment	\$ _____
3. Warehousing equipment	\$ _____
4. Installation costs for various equipment	\$ _____
5. Other equipment-related costs (describe)	\$ _____
D. Furniture and Fixture Costs	
1. Office furniture	\$ _____
2. Office equipment	\$ _____
3. Computers	\$ _____
4. Other furniture-related costs (describe)	\$ _____
E. Working Capital Costs	
1. Operation costs	\$ _____
2. Production costs	\$ _____
3. Raw materials	\$ _____
4. Debt service	\$ _____
5. Relocation costs	\$ _____
6. Skills training	\$ _____
7. Other working capital-related costs (describe)	\$ _____

- F. Professional Service Costs
1. Architecture and engineering \$ _____
 2. Accounting/legal \$ _____
 3. Other service-related costs (describe) \$ _____
- G. Other Costs
1. _____ \$ _____
 2. _____ \$ _____
- H. Summary of Expenditures
1. Total Land Related Costs \$ _____
 2. Total Building Related Costs \$ _____
 3. Total Machinery and Equipment Costs \$ _____
 4. Total Furniture and Fixture Costs \$ _____
 5. Total Working Capital Costs \$ _____
 6. Total Professional Service Costs \$ _____
 7. Total Other Costs \$ _____

PROJECTED CONSTRUCTION EMPLOYMENT IMPACT

- I. Please provide estimates of total construction jobs at the Project:

Year	Construction Jobs (Annual wages and benefits \$40,000 and under)	Construction Jobs (Annual wages and benefits over \$40,000)
Current Year		
Year 1	12	35
Year 2		
Year 3		
Year 4		
Year 5		

- II. Please provide estimates of total annual wages and benefits of total construction jobs at the Project:

Year	Total Annual Wages and Benefits	Estimated Additional NYS Income Tax
Current Year	\$ _____	\$ _____
Year 1	\$ <u>4,400,000</u>	\$ _____
Year 2	\$ _____	\$ _____
Year 3	\$ _____	\$ _____
Year 4	\$ _____	\$ _____
Year 5	\$ _____	\$ _____

PROJECTED PERMANENT EMPLOYMENT IMPACT

- I. Please provide estimates of total existing permanent jobs to be preserved or retained as a result of the Project:

Year	Existing Jobs (Annual wages and benefits \$40,000 and under)	Existing Jobs (Annual wages and benefits over \$40,000)
Current Year		
Year 1		
Year 2		
Year 3		
Year 4		
Year 5		

II. Please provide estimates of total new permanent jobs to be created at the Project:

Year	New Jobs (Annual wages and benefits \$40,000 and under)	New Jobs (Annual wages and benefits over \$40,000)
Current Year		
Year 1		2
Year 2		
Year 3		
Year 4		
Year 5		0

III. Please provide estimates of total annual wages and benefits of total permanent construction jobs at the Project:

Year	Total Annual Wages and Benefits	Estimated Additional NYS Income Tax
Current Year	\$ _____	\$ _____
Year 1	\$ _____	\$ _____
Year 2	\$ _____ 46,500	\$ _____
Year 3	\$ _____ 48,000	\$ _____
Year 4	\$ _____ 49,500	\$ _____
Year 5	\$ _____ 51,000	\$ _____

IV. Please provide estimates for the following:

A. Creation of New Job Skills relating to permanent jobs. Please complete Schedule A.

PROJECTED OPERATING IMPACT

I. Please provide estimates for the impact of Project operating purchases and sales:

Additional Purchases (1st year following project completion) \$ _____ 63,500

Additional Sales Tax Paid on
Additional Purchases \$ _____

Estimated Additional Sales (1st full
year following project completion) \$ _____

Estimated Additional Sales Tax to
be collected on additional sales (1st
full year following project
completion) \$ _____

II. Please provide estimates for the impact of Project on existing real property taxes and new payments in lieu of taxes ("Pilot Payments"):

Year	Existing Real Property Taxes	New Pilot Payments	Total
Current Year	1,800		1,800
Year 1	1,800		1,800
Year 2		12,000	12,000
Year 3		12,000	12,000
Year 4		12,000	12,000
Year 5		12,000	12,000
Year 6		12,000	12,000
Year 7		12,000	12,000
Year 8		12,000	12,000
Year 9		12,000	12,000
Year 10		12,000	12,000

III. Please provide estimates for the impact of other economic benefits expected to be produced as a result of the Project:

This project will deliver 46 new residential units into Downtown Jamestown. The residents of these apartments will spend money on services, recreational and entertainment activities in Downtown Jamestown.

CERTIFICATION

I certify that I have prepared the responses provided in this Questionnaire and that, to the best of my knowledge, such responses are true, correct and complete.

I understand that the foregoing information and attached documentation will be relied upon, and constitute inducement for, the Agency in providing financial assistance to the Project. I certify that I am familiar with the Project and am authorized by the Company to provide the foregoing information, and such information is true and complete to the best of my knowledge. I further agree that I will advise the Agency of any changes in such information, and will answer any further questions regarding the Project prior to the closing.

Date Signed: June 15, 2009

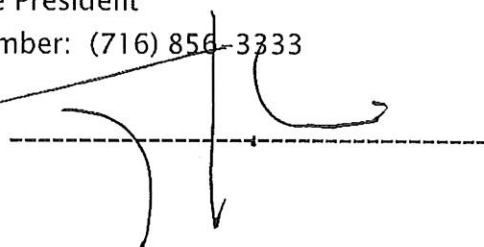
Name of Person Completing Project
Questionnaire on behalf of the Company.

Name: Anthony J. Pirrone

Title: Vice President

Phone Number: (716) 856-3333

Signature: _____



SCHEDULE A

CREATION OF NEW JOB SKILLS

Please list the projected new job skills for the new permanent jobs to be created at the Project as a result of the undertaking of the Project by the Company.

New Job Skills	Number of Positions Created	Wage Rate
Property Management	1 FTE	\$20,000 annual + benefits
Property Maintenance	1 FPE	\$14,000 annual + benefits

Should you need additional space, please attach a separate sheet.

**County of Chautauqua
Industrial Development Agency**

FINANCIAL FEE

STRUCTURE

REVOLVING LOAN FUNDS

1% of total loan

CIVIC FACILITIES BONDS

1% of total IDA project cost

INDUSTRIAL REVENUE BONDS

1% of total IDA project cost

TAX LEASES

1% of total IDA project cost

AN APPLICATION FEE OF \$250 IS DUE UPON SUBMISSION OF ALL LOAN APPLICATIONS

AN APPLICATION FEE OF \$1,000 IS DUE UPON SUBMISSION OF ALL BOND AND TAX

LEASE APPLICATIONS