

Wavepoint 3PL Inc. - Due Diligence Resolution

A regular meeting of the County of Chautauqua Industrial Development Agency (the “Agency”) was convened in public session on December 16, 2025, at 10:30 A.M., local time, at the offices of the Agency located at 201 West 3rd Street, Jamestown, County of Chautauqua, New York (the “IDA Office”).

The meeting was called to order by the _____ and, upon roll being called, the following members of the Agency were:

PRESENT:

Gary Henry	Chairman
Daniel Heitzenrater	Vice Chair
Sagan Sheffield-Smith	Treasurer
Amy Harding	Secretary
Daniel DeMarte	Member
Tom Harmon	Member
John Healy	Member
Kevin Muldowney	Member
Ted Wightman	Member

NOT PRESENT:

THE FOLLOWING ADDITIONAL PERSONS WERE PRESENT:

Mark Geise	Administrative Director/CEO
Shelby Bilskie	Chief Financial Officer
Milan K. Tyler, Esq.	Counsel

The attached resolution no. 12-16-25-01 was offered by _____, seconded by _____:

Resolution No. 12-16-25-01

RESOLUTION TAKING PRELIMINARY ACTION TOWARD THE
ACQUISITION AND STRAIGHT LEASING OF A CERTAIN PROJECT FOR WAVEPOINT
3PL INC. AND AUTHORIZING THE EXECUTION AND DELIVERY OF A PRELIMINARY
AGREEMENT WITH RESPECT TO SUCH TRANSACTION

WHEREAS, the County of Chautauqua Industrial Development Agency (the “Agency”) is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title I of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the “Enabling Act”), and Chapter 71 of the 1972 Laws of New York, as amended, constituting Section 895-h of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the “Act”) to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of manufacturing, industrial and commercial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct, reconstruct and install one or more “projects” (as defined in the Act) or to cause said projects to be acquired, constructed, reconstructed and installed and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, WAVEPOINT 3PL INC., a corporation organized and existing under the laws of the Commonwealth of Pennsylvania and qualified to do business in the State of New York as a foreign corporation (the “Applicant”), presented an application for financial assistance (the “Application”) to the Agency, which Application requested that the Agency consider undertaking a project (the “Project”) consisting of the following: (A)(1) the acquisition of an interest in an approximately 10 acre parcel of land located at 3565 Chadwick Drive, Dunkirk, Town of Sheridan, County of Chautauqua, New York (Tax Parcel ID. 63.00-1-40) (the “Land”), (2) the renovation of an approximately 115,000 square foot portion of an existing approximately 121,450 square foot building on the Land (the “Building”), together with related improvements to the Land, and (3) the acquisition of certain furniture, fixtures, machinery, equipment and building materials necessary for the completion thereof (the “Equipment” and together with the Land and the Building, collectively, the “Project Facility”), all of the foregoing for use by the Applicant as a warehouse and distribution facility; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the General Municipal Law) with respect to the foregoing in the form of potential exemptions or partial exemptions from sales and use taxes, mortgage recording taxes and real property taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase), license or sale of the Project Facility to the Applicant or such other entity(ies) as may be designated by the Applicant and agreed upon by the Agency; and

WHEREAS, the Agency has given due consideration to the Application and to the representations made by the Applicant therein, in certain supplemental documents and at this meeting, including, without limitation, representations of the Applicant that: (A) the granting by the Agency of the Financial Assistance with respect to the Project will be an inducement to the Applicant to undertake the Project in the County of Chautauqua, New York; (B) the completion of the Project and the leasing and operation of the Project Facility by the Applicant and/or its designee will not result in the removal of a facility or plant of the Applicant, such designee or any other occupant of the Project Facility from one area of the State of New York (the "State") to another area of the State or in the abandonment of one or more plants or facilities of the Applicant, such designee or any other occupant of the Project Facility in the State; (C) the Project Facility will not constitute a project where facilities or property that are primarily used in making retail sales of goods and/or services to customers who personally visit such facilities constitute more than one-third of the total cost of the Project; (D) the Project will serve the public purposes of the Act by preserving permanent, private sector jobs and increasing the overall number of permanent, private sector jobs in the State; and (E) the granting of the Financial Assistance by the Agency will promote the job opportunities, health, general prosperity and economic welfare of the inhabitants of the County of Chautauqua, New York, and improve their standard of living, and prevent unemployment and economic deterioration, and thereby serve the public purposes of the Act; and

WHEREAS, any approval of the Project is contingent upon, among other things, a final determination by the members of the Agency to proceed with the Project following determinations by the Agency that: (A) the public hearing and notice requirements and other procedural requirements contained in the Act relating to the Project and the Financial Assistance have been satisfied; and (B) the undertaking of the Project by the Agency and the granting of the Financial Assistance are and will be in compliance with all other applicable requirements of the Act, Article 8 of the Environmental Conservation Law (the "SEQR Act") and the regulations adopted pursuant thereto (the "Regulations" and together with the SEQR Act, collectively, "SEQRA"), and all other statutes, codes, laws, rules and regulations of any governmental authority having jurisdiction over the Project or the Project Facility (collectively, the "Applicable Laws"); and

WHEREAS, the Agency desires to encourage the Applicant to preserve and advance the job opportunities, health, general prosperity and economic welfare of the people of the County of Chautauqua, New York, and to prevent unemployment and economic deterioration, by undertaking the Project in the County of Chautauqua, New York; and

WHEREAS, although a resolution authorizing the undertaking of the Project has not yet been submitted for approval by the Agency, a preliminary agreement (the "Preliminary Agreement") relative to the proposed undertaking of the Project by the Agency has been presented for approval by the Agency;

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE COUNTY OF CHAUTAUQUA INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:

Section 1. The Agency hereby authorizes the Administrative Director/CEO of the Agency, prior to the granting of any Financial Assistance with respect to the Project: (A) to establish a time, date and place (if applicable) for a public hearing (the "Public Hearing") of the Agency to hear all persons interested in the location and nature of the Project and the proposed Financial Assistance being contemplated by the Agency with respect to the Project, said Public Hearing to be held in the city, town or village within which the Project Facility is or will be located, subject to Applicable Laws; (B) to cause notice of said Public Hearing to be given to the public by publishing a notice of said Public Hearing in a newspaper of general circulation available to residents of the governmental units within which the Project Facility is or will be located, such notice to comply with the requirements of and to be published in accordance with the requirements of the Act; (C) to cause notice of said Public Hearing, pursuant to the Act, to be given to the chief executive officer of the County of Chautauqua, New York, and of each city, town, village, school district and other affected tax jurisdiction in which the Project Facility is or will be located; (D) to conduct the Public Hearing or to authorize a hearing officer to conduct the Public Hearing in accordance with the Act; (E) to cause a report of the Public Hearing fairly summarizing the views presented at said Public Hearing to be promptly prepared and cause copies of said report to be made available to the members of the Agency; and (F) to otherwise comply with all other procedural and other requirements imposed on the Agency pursuant to Applicable Laws with respect to the Project and/or the Financial Assistance.

Section 2. The Applicant is hereby authorized to conduct such environmental, engineering, economic, feasibility and other studies and preliminary planning and budgetary processes necessary or convenient to enable the Agency to make its determination whether to proceed with the Project and to grant the Financial Assistance; provided, however, that such authorization shall not entitle or permit the Applicant to commence the acquisition, renovation, installation or equipping of the Project Facility unless and until the Agency shall determine that all requirements of Applicable Laws have been fulfilled. The officers, agents and employees of the Agency are hereby directed to proceed to do such things or perform such acts as may allow the Agency to proceed to its final consideration of the Project. This Resolution constitutes an authorization to conduct concurrent environmental, engineering, economic, feasibility and other studies and preliminary planning with respect to the Project within the meaning of Section 617.3(c)(2) of the Regulations and a determination of compliance with technical requirements within the meaning of Section 617.3(c)(2) of the Regulations and does not constitute, and shall not be deemed to constitute, either an approval by the Agency of the Project for the purposes of the Act or SEQRA or a commitment by the Agency to approve the Project or to grant the Financial Assistance.

Section 3. Any expenses incurred by the Agency with respect to the Project and the financing thereof shall be paid by the Applicant as set forth in the Preliminary Agreement.

Section 4. The findings of the Agency set forth herein are expressly conditioned upon full compliance of the Applicant, the Project and the Project Facility with all Applicable Laws, and the Applicant shall be required to provide evidence of same satisfactory to the Agency prior to the granting of any Financial Assistance.

Section 5. If, following full compliance with all Applicable Laws, the Agency adopts a future resolution (the “Future Resolution”) determining to proceed with the Project and to grant the Financial Assistance, or any portion thereof, with respect to the Project and the Applicant complies with all conditions set forth in the Preliminary Agreement and the Future Resolution, then the Agency will (A) acquire an interest in the Project Facility pursuant to a deed, lease agreement, assignment of lease, license, bill of sale and/or other documentation to be negotiated between the Agency and the Applicant (the “Company Lease”); (B) lease (with the obligation to purchase), license or sell the Project Facility to the Applicant or its designee pursuant to an agency lease agreement or an installment sale agreement (the “Agency Lease”) to be negotiated between the Agency and the Applicant; and (C) provide the Financial Assistance with respect to the Project, all as contemplated by the Preliminary Agreement and the Future Resolution.

Section 6. The form, terms and substance of the Preliminary Agreement (in substantially the form presented at this meeting) are in all respects approved, and the Chairman, Vice Chair, Administrative Director/CEO and Chief Financial Officer of the Agency are each hereby authorized, empowered and directed, acting individually or jointly, to execute and deliver said Preliminary Agreement in the name and on behalf of the Agency, with such changes therein as shall be approved by the officer executing same on behalf of the Agency, the execution thereof by such officer to constitute conclusive evidence of such officer’s approval of any and all changes or revisions therein from the form now before this meeting, and the Agency hereby ratifies and approves any action heretofore taken by the Agency with respect to the Preliminary Agreement.

Section 7. From and after the execution and delivery of the Preliminary Agreement, the officers, agents and employees of the Agency are hereby authorized, empowered and directed, acting individually or jointly, to proceed with the undertakings provided for therein on the part of the Agency, and are further authorized to do all such acts and things and to execute all such documents as may be necessary or convenient to carry out and comply with the terms and provisions of the Preliminary Agreement as and when executed.

Section 8. The law firm of Phillips Lytle LLP, Jamestown, New York, is hereby appointed Counsel to the Agency with respect to all matters in connection with the Project. Counsel for the Agency is hereby authorized, at the expense of the Applicant, to work with the Applicant, counsel to the Applicant, and others to prepare, for submission to the Agency, all documents necessary to effect the transactions contemplated by this Resolution.

Section 9. The Chairman, Vice Chair, Administrative Director/CEO and Chief Financial Officer of the Agency are each hereby authorized and directed to distribute copies of this Resolution to the Applicant and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

Section 10. This Resolution shall take effect immediately.

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

Gary Henry	VOTING
Dan Heitzenrater	VOTING
Sagan Sheffield-Smith	VOTING
Amy Harding	VOTING
Daniel DeMarte	VOTING
Tom Harmon	VOTING
John Healy	VOTING
Kevin Muldowney	VOTING
Ted Wightman	VOTING

The foregoing resolution was thereupon declared duly _____.

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

WE, the undersigned officers of the County of Chautauqua Industrial Development Agency (the “Agency”), DO HEREBY CERTIFY that we have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on December 16, 2025 with the original thereof on file in our offices, and that the same is a true and correct copy of said original and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

WE FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the “Open Meetings Law”), said meeting was open to the general public at both locations at which members of the Agency were present, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; (D) there was a quorum of the members of the Agency present throughout said meeting; and (E) the meeting was recorded and the recording has been or will be posted on the public website of the Agency pursuant to the Open Meetings Law.

WE FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, we have hereunto set our hand this 16th day of December, 2025.

[Assistant] Secretary

[Vice] Chairman

PRELIMINARY AGREEMENT

THIS PRELIMINARY AGREEMENT (this "Preliminary Agreement") dated as of the ____ day of December, 2025, between the COUNTY OF CHAUTAUQUA INDUSTRIAL DEVELOPMENT AGENCY (the "Agency"), a public benefit corporation organized and existing under the laws of the State of New York, and WAVEPOINT 3PL INC., a corporation organized and existing under the laws of the Commonwealth of Pennsylvania and qualified to do business in the State of New York as a foreign corporation (the "Applicant").

WITNESSETH:

WHEREAS, the Agency is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title I of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the "Enabling Act"), and Chapter 71 of the 1972 Laws of New York, as amended, constituting Section 895-h of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the "Act") to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of manufacturing, industrial and commercial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct, reconstruct and install one or more "projects" (as defined in the Act) or to cause said projects to be acquired, constructed, reconstructed and installed and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, the Applicant presented a draft application for financial assistance (the "Application") to the Agency, which Application requested that the Agency consider undertaking a project (the "Proposed Project") consisting of the following: (A)(1) the acquisition of an interest in an approximately 10 acre parcel of land located at 3565 Chadwick Drive, Dunkirk, Town of Sheridan, County of Chautauqua, New York (Tax Parcel ID. 63.00-1-40) (the "Land"), (2) the renovation of an approximately 115,000 square foot portion of an existing approximately 121,450 square foot building on the Land (the "Building"), together with related improvements to the Land, and (3) the acquisition of certain furniture, fixtures, machinery, equipment and building materials necessary for the completion thereof (the "Equipment" and together with the Land and the Building, collectively, the "Project Facility"), all of the foregoing for use by the Applicant as a warehouse and distribution facility; (B) the granting of certain "financial assistance" (within the meaning of Section 854(14) of the General Municipal Law) with respect to the foregoing in the form of potential exemptions or partial exemptions from sales and use taxes, mortgage recording taxes and real property taxes (collectively, the "Financial Assistance"); and (C) the lease (with an obligation to purchase), license or sale of the Project Facility to the Applicant or such other entity(ies) as may be designated by the Applicant and agreed upon by the Agency; and

WHEREAS, the members of the Agency held a meeting on December 16, 2025 and approved a resolution (the "Preliminary Resolution") requiring the execution and delivery of this Preliminary Agreement by the Applicant and authorizing its execution and delivery by the Agency, and authorizing the Agency to pursue preliminary action toward the undertaking of the Proposed Project;

NOW, THEREFORE, in consideration of the mutual covenants contained herein, the Agency and the Applicant agree as follows:

Article 1. Representations; No Commitments.

Section 1.01. The Applicant hereby represents to the Agency that:

(A) Based on the proposed use of the Project Facility, the economic effects of the Proposed Project on the area in which it is situated, the employment reasonably expected to be created by the acquisition, renovation, installation, equipping and operation of the Project Facility, and an analysis of how the Proposed Project would contribute to the realization of the public purposes of promoting job opportunities in the County of Chautauqua (the "County"), and the prevention of economic deterioration in the County, the Proposed Project would constitute a commercial facility with a significant impact on the area in which it is situated, and would advance the Agency's purposes by promoting job opportunities and preventing economic deterioration in the County. Therefore, the Proposed Project would constitute a "project" within the meaning of the Act.

(B) The execution, delivery and performance by the Applicant of this Preliminary Agreement have been duly authorized by all necessary company action, and this Preliminary Agreement has been duly executed and delivered by the Applicant and is the legal, valid and binding obligation of the Applicant enforceable against the Applicant in accordance with its terms.

(C) The Project Facility will not constitute a project where facilities or property that are primarily used in making retail sales of goods and/or services to customers who personally visit such facilities constitute more than one-third of the total cost of the Proposed Project. For purposes of this representation, retail sales shall mean: (A) sales by a registered vendor under Article 28 of the New York Tax Law primarily engaged in the retail sale of tangible personal property, as defined in subparagraph (i) of paragraph four of subdivision (b) of Section 1101 of the New York Tax Law; or (B) sales of a service to such customers.

(D) The undertaking of the Proposed Project will not result in the removal of a facility or plant of the Applicant, any designee or any other occupant of the Project Facility from one area of the State of New York to another area of the State of New York or in the abandonment of one or more plants or facilities of

the Applicant, any designee or any other occupant of the Project Facility located in the State of New York. Therefore, the provisions of subdivision (1) of Section 862 of the Act would not be violated as a result of the granting of the Financial Assistance by the Agency to the Applicant.

(E) 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.

(F) As of the date of this Preliminary Agreement, 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.

(G) The granting by the Agency of the Financial Assistance with respect to the Proposed Project would be an inducement to the Applicant to undertake the Proposed Project in the County.

(H) The Applicant would not undertake the Proposed Project in the County without the granting of the Financial Assistance by the Agency.

(I) The Project Facility is located entirely within the boundaries of the Town of Sheridan, is not located within the boundaries of any incorporated village or city, and is located within the boundaries of the Dunkirk School District.

(J) The Applicant plans to invest a total of at least \$6,000,000 in the Project Facility.

Section 1.02. This Preliminary Agreement does not commit the Agency to undertake the Proposed Project or to grant to the Applicant any Financial Assistance with respect to the Proposed Project. The members of the Agency shall decide, in their sole and absolute discretion, whether or not to undertake the Proposed Project and to grant such Financial Assistance, and then only following a determination by the members of the Agency that all requirements of applicable laws, rules and regulations and the policies and procedures of the Agency (collectively, "Legal Requirements") have been fulfilled.

Article 2. Undertakings on the Part of the Agency.

Based upon the statements, representations and undertakings of the Applicant, and subject to the conditions set forth herein, the Agency agrees as follows:

Section 2.01. The Agency agrees to review the Application and to proceed with its consideration of the Proposed Project and the Financial Assistance relating to the Proposed Project, subject to the conditions contained in this Preliminary Agreement, including, but not limited to, the provision of Section 1.02 above and the following conditions:

(A) The Agency shall receive, in form and substance satisfactory to the Agency, such rulings, approvals, resolutions, consents, certificates, opinions of counsel and other instruments and proceedings as shall be specified by the Agency in connection with the Proposed Project and the various documents to be executed in connection with the Proposed Project;

(B) The Applicant shall provide the Agency and all other “involved/interested agencies” with all information and statements that may be required by said respective entities to ensure compliance by said entities with the New York State Environmental Quality Review Act and the regulations promulgated thereunder (collectively, “SEQRA”);

(C) The Applicant shall comply with and shall provide the Agency with all information, documentation and statements required for the Agency to comply with the requirements of all Legal Requirements; and

(D) The Applicant shall pay or reimburse the Agency for all expenses incurred by the Agency in connection with the Proposed Project (including, without limitation, counsel fees and disbursements).

Article 3. Undertakings on the Part of the Applicant.

Based upon the statements, representations and undertakings of the Agency and subject to the conditions set forth herein, the Applicant agrees as follows:

Section 3.01. The Applicant hereby agrees to indemnify, defend (with counsel selected by the Agency) and hold the Agency (and its members, officers, agents, attorneys and employees) harmless from any and all liability, damages, causes of actions, losses, costs or expenses incurred by the Agency in connection with: (A) review, examination and processing of, and action pursuant to or upon, the Application, regardless of whether or not the Application, the Proposed Project or the Financial Assistance are favorably acted upon by the Agency, and (B) any further action taken by the Agency with respect to the Application or the Proposed Project; including, without limiting the generality of the foregoing, (i) all fees and expenses of the Agency’s general counsel, transaction counsel, economic development consultant, real property tax valuation consultant and other experts and consultants (if deemed necessary or advisable by the Agency) heretofore or hereafter incurred, 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 Agency decides not to proceed with consideration of the Application or the proposed Project or 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 secure third party financing, if required, or otherwise fails to conclude the Proposed 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.

Section 3.02. The Applicant agrees that each of the Agency's general counsel, transaction counsel, economic development consultant, real property tax valuation consultant and other experts and consultants is an intended third-party beneficiary of this Preliminary Agreement, and that each of them may (but shall not be obligated to) enforce the provisions of Section 3.01 of this Preliminary Agreement, 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. The Applicant further agrees that the Agency may (but shall not be obligated to) directly enforce the provisions of Section 3.01 of this Preliminary Agreement against the Applicant, whether by lawsuit or otherwise, to collect such fees and expenses.

Section 3.03. The Applicant will take such further action and adopt such further proceedings as the Agency may deem necessary to implement its aforesaid undertakings or as the Agency may deem appropriate in pursuance thereof.

Section 3.04. This Preliminary Agreement is intended to facilitate discussion regarding the Proposed Project, and neither this Preliminary Agreement nor any discussions or course of conduct between the parties or their representatives shall constitute an agreement, offer or legally binding commitment by the Agency to undertake the Proposed Project or to grant the Financial Assistance. This Preliminary Agreement does not purport to summarize or contain all the conditions, covenants, representations, warranties and other provisions that would be contained in the definitive documentation between the Agency and the Applicant relating to the Proposed Project.

Article 4. General Provisions.

Section 4.01. (A) All notices and other communications hereunder shall be in writing and shall be deemed given (i) when mailed by United States registered or certified mail, postage prepaid, return receipt requested, (ii) when delivered by hand delivery to the undersigned, or (iii) one (1) day after deposit with Federal Express or other nationally recognized overnight courier for delivery, addressed as follows:

(1) To the Agency:

County of Chautauqua Industrial Development Agency
201 West 3rd Street, Suite 115
Jamestown, NY 14701
Attn: Mark Geise

(2) To the Applicant:

Wavepoint 3PL Inc.
5501 Route 89
North East, PA 16428
Attn: Kirk Hill

(B) The Agency and the Applicant may, by notice given hereunder, designate any further or different addresses to which subsequent notices, certificates and other communications shall be sent.

Section 4.02. All covenants and agreements herein contained by or on behalf of the Agency and the Applicant shall bind and inure to the benefit of the respective permitted successors and assigns of the Agency and the Applicant, as the case may be, whether so expressed or not.

Section 4.03. The obligations and agreements of the Agency contained herein shall be deemed the obligations and agreements of the Agency, and not of any member, officer, agent or employee of the Agency in his individual capacity, and the members, officers, agents and employees of the Agency shall not be liable personally hereon or be subject to any personal liability or accountability based upon or in respect hereof or of any transaction contemplated hereby. The obligations and agreements of the Agency contained herein shall not constitute or give rise to an obligation of the State of New York or of the County, and neither the State of New York nor the County, shall be liable thereon; and further, such obligations and agreements shall not constitute or give rise to a general obligation of the Agency, but rather shall constitute limited obligations of the Agency payable solely from the revenues of the Agency derived and to be derived from the lease, sale or other disposition of the Project Facility.

Section 4.04. Notwithstanding any provision of this Preliminary Agreement to the contrary, the Agency shall not be obligated to take any action pursuant to any provision hereof unless (A) the Agency shall have been requested to do so in writing by the Applicant; and (B) if compliance with such request is reasonably expected to result in the incurrence by the Agency (or any member, officer, agent or employee of the Agency) of any liability, fees, expenses or other costs, the Agency shall have received from the Applicant security or indemnity satisfactory to the Agency for protection against all such liability and for the reimbursement of all such fees, expenses and other costs.

Section 4.05. This Preliminary Agreement may be executed in several counterparts, each of which shall be an original and all of which shall constitute but one and the same instrument. Signatures by facsimile or in Portable Document Format shall be deemed to constitute originals.

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IN WITNESS WHEREOF, the parties hereto have entered into this Preliminary Agreement as of the date and year first written above.

WAVEPOINT 3PL INC.

COUNTY OF CHAUTAUQUA INDUSTRIAL
DEVELOPMENT AGENCY

By: _____
Name:
Title:

By: _____
Name: Shelby Bilskie
Title: Chief Financial Officer

A regular meeting of the County of Chautauqua Industrial Development Agency (the “**Agency**”) was convened in public session, on December 16, 2025, at 10:30 A.M., local time, at the offices of the Agency located at 201 West 3rd Street, Jamestown, County of Chautauqua, New York (the “**IDA Office**”).

The meeting was called to order by the _____ and, upon roll being called, the following members of the Agency were:

PRESENT:

Gary Henry	Chairman
Daniel Heitzenrater	Vice Chair
Sagan Sheffield-Smith	Treasurer
Amy Harding	Secretary
Daniel DeMarte	Member
Tom Harmon	Member
John Healy	Member
Kevin Muldowney	Member
Ted Wightman	Member

NOT PRESENT:

THE FOLLOWING ADDITIONAL PERSONS WERE PRESENT:

Mark Geise	Administrative Director/CEO
Shelby Bilskie	Chief Financial Officer
Milan K. Tyler, Esq.	Counsel
Matthew J. Fitzgerald, Esq.	Counsel

The attached resolution no. 12-16-25-02 was offered by _____, seconded by _____:

Resolution No. 12-16-25-02

RESOLUTION OF THE COUNTY OF CHAUTAUQUA INDUSTRIAL
DEVELOPMENT AGENCY PURSUANT TO THE STATE
ENVIRONMENTAL QUALITY REVIEW ACT CONCERNING THE
DETERMINATION OF SIGNIFICANCE FOR THE GRANT OF AN
OPTION TO PURCHASE CERTAIN REAL PROPERTY OWNED BY THE
AGENCY LOCATED ON CHADWICK DRIVE IN SHERIDAN, NEW
YORK

Name of Project: Chadwick Drive Option

Location: Chadwick Drive, Town of Sheridan, Chautauqua County, New
York, SBL No. 63.00-1-39.1

SEQR Status: Unlisted

**Determination
of Significance:** Negative Declaration

WHEREAS, the County of Chautauqua Industrial Development Agency (the “**Agency**”) is authorized and empowered by the provisions of the New York State Industrial Development Agency Act, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the “**Enabling Act**”) and Chapter 71 of the 1972 Laws of New York, as amended, constituting Section 895-h of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the “**Act**”) to promote, develop, encourage and assist in the acquiring, constructing, renovating, improving, maintaining, equipping and furnishing of commercial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to, among other things, (i) acquire by purchase, lease, gift, bequest, devise or otherwise real or personal property or interests therein; (ii) to sell, convey, mortgage, lease, pledge, exchange or otherwise dispose of real property in such manner the Agency shall determine; and (iii) acquire, construct, reconstruct and install one or more “projects” (as defined in the Act) or to cause said projects to be acquired, constructed, reconstructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, WAVEPOINT 3PL, INC., a corporation organized and existing under the laws of the Commonwealth of Pennsylvania and qualified to do business in the State of New York as a foreign corporation (the “**Applicant**”), currently has an related application pending before the Agency (“**Related Application**”) consisting of the following: (A)(1) the acquisition of an interest in an approximately 10 acre parcel of land located at 3565 Chadwick Drive, Dunkirk, Town of Sheridan, County of Chautauqua, New York (Tax Parcel ID. 63.00-1-40) (the “**Adjacent Land**”), (2) the renovation of an approximately 115,000 square foot portion of an existing approximately 121,450 square foot building on the Land (the “**Adjacent Building**”), together with related improvements to the Land, and (3) the acquisition of certain furniture, fixtures, machinery, equipment and building materials necessary for the completion thereof (the “**Equipment**” and together with the Land and the Building, collectively, the “**Warehouse and Distribution Facility**”), all of the foregoing for use by the Applicant as a warehouse and distribution facility; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the General Municipal Law) with respect to the foregoing in the form of potential exemptions or partial exemptions from sales and use taxes, mortgage recording taxes and real property taxes (collectively, the “**Financial Assistance**”); and (C) the lease (with an obligation to purchase), license or sale of the Project Facility to the Applicant or such other entity(ies) as may be designated by the Applicant and agreed upon by the Agency, the “**Related Project**”); and

WHEREAS, in the future, the Applicant may seek to undertake a project on an approximately 11 acre parcel of undeveloped land (the “**Land**”) located on Chadwick Drive in the town of Sheridan (“**Town**”), SBL No. 63.00-1-39.1, adjacent to the Warehouse and Distribution Facility (the “**Future Project**”); and

WHEREAS, Applicant has no specific plans for the Land and only seeks an option to acquire fee title to the Land from the Agency so that it may consider whether, at some point in the future, to undertake a Future Project; and

WHEREAS, in accordance with Section 859-a of the Act, any approval of the Future Project is contingent upon, inter alia, a determination by the members of the Agency to proceed with the Future Project following a determination by the Agency that (A) the public hearing and notice requirements and other procedural requirements contained in the Act relating to the Future Project have been satisfied; and (B) the undertaking of the Future Project by the Agency and the granting of the Financial Assistance are and will be in compliance with all other applicable requirements of the Act and all other statutes, codes, laws, rules and regulations of any governmental authority having jurisdiction over the Future Project and/or the Project Facility (collectively, the “**Applicable Laws**”); and

WHEREAS, the Agency now desires to authorize (A) the granting of an option to

acquire such fee title to the Applicant or such other entity(ies) as may be designated by the Applicant and agreed upon by the Agency (collectively, the “**Option Transaction**”) so that the Applicant can consider and develop future plans as it deems appropriate; and

WHEREAS, pursuant to Article 8 of the New York Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the “**SEQR Act**”) and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (“**NYSDEC**”), being 6 NYCRR Part 617, et. seq., as amended (the “**Regulations**” and collectively with the SEQR Act, “**SEQRA**”), the Agency must satisfy the requirements contained in SEQRA prior to making a final determination whether to undertake the Option Transaction; and

WHEREAS, pursuant to SEQRA, the Agency is normally required to review an entire set of activities or steps (i.e., the Option Transaction, the Future Project and the Related Transaction) in a single environmental review but, if a lead agency believes that circumstances warrant a segmented review, it must clearly state in its determination of significance the supporting reasons and must demonstrate that such review is clearly no less protective of the environment; and

WHEREAS, the Agency believes that a segmented review of the Option Transaction from the Future Project and the related Project is warranted under the circumstances and is no less protective of the environment; and

WHEREAS, pursuant to SEQRA, to aid the Agency in determining whether the Option Transaction may have a significant adverse impact upon the environment, the Agency has received and reviewed (1) Part 1 of a Short Environmental Assessment Form, dated December 12, 2025 (“**EAF**”); (2) NYSDEC’s Environmental Resource Mapper (“**ERM**”); (3) the New York State Cultural Resource Information System (“**CRIS**”); and (4) other relevant environmental information (collectively, 1-4 shall be referred to as the “**Environmental Information**”); and

WHEREAS, prior to making a recommendation about the potential environmental significance of the Option Transaction, the Agency has reviewed the Environmental Information, consulted various information sources, and considered the list of activities which are Type I Actions outlined in Section 617.4 of the SEQRA Regulations, the list of activities that are Type II Actions outlined in Section 617.5 of the SEQRA Regulations and the criteria for determining significance outlined in Section 617.7 of the SEQRA Regulations; and

WHEREAS, a thorough analysis of the Environmental Information and potential environmental impacts associated with the Option Transaction reveals that the Option Transaction will not have any potentially significant adverse environmental impacts;

and

WHEREAS, it is appropriate that the Agency issue a negative declaration pursuant to SEQRA for the Option Transaction.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE COUNTY OF CHAUTAUQUA INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:

Section 1. Based upon a thorough review and examination of the option Transaction and Environmental Information, and upon the Agency's knowledge of the area surrounding the Land and such further investigation of the Option Transaction and its environmental effects as the Agency has deemed appropriate, the Agency makes the following findings with respect to the Option Transaction:

- (A) The Option Transaction is an Unlisted Action pursuant to SEQRA, as the Option Transaction involves the sale of less than 100 acres of land and does not meet or exceed any threshold for a Type I Action;
- (B) The Agency, as Lead Agency, has undertaken an uncoordinated review of the Option Transaction in accordance with the requirements of SEQRA; and
- (C) No potentially significant adverse impacts on the environment are noted in the Environmental Information and none are known to the Agency.

Section 2. With respect to the scope of environmental review, the Agency determines that segmentation of the environmental review for the Option Transaction from the environmental review of the Future Project and the Related Project is warranted and no less protective of the environment. The reasons supporting this determination are as follows:

- (A) Segmenting the review of the Option Transaction from the development of the Future Project and Related Project is warranted under the circumstances. The Applicant strongly desires an option to acquire fee title interest in the Land, and certainty as to sale transaction terms that such an option presents, prior to moving forward with evaluating whether to develop detailed plans for the Future Project in order to allow the Applicant to secure financing for planning the nature and scope of the Future Project. The Applicant has not yet undertaken any specific planning for the Land. Further, the Applicant's plans for the Warehouse and Distribution Facility pursuant to the Related Application are wholly independent of, the Option Transaction which will not impact in any manner Applicant's determination to move forward with the Related Project. The Agency's decision to proceed or not proceed with the Option Transaction will not result in any changes to the Related Project or otherwise influence the

Agency's decision to proceed or not proceed with the Related Project.

- (B) Segmenting the review of the Option Transaction from the development of the Future Project and Related Project is no less protective of the environment. There are specific plans yet to develop the Land in connection with the Future Project, accordingly, there are no known potential impacts relating to the Option Transaction which could be analyzed in connection with the review of the Related Project which could combine with the Option Transaction to exacerbate environmental impacts. Moreover, the Applicant will not be permitted to proceed with the Future Project or any development of the Land until completion of a detailed and thorough environmental review specific to the Future Project including a comprehensive analysis of any cumulative impacts from the Future Project and Related Project, or such development either under the jurisdiction of the Agency (if an application for financial assistance is filed) or, in the event that the Applicant does not seek any further approvals or incentives from the Agency, the Town as the local zoning jurisdiction. No development of the land is permitted under the Town's local zoning ordinance without Town approval processes subject to SEQRA. The Applicant has acknowledged and understands that the Applicant cannot proceed to develop the Land unless/until a SEQRA process has been completed for the development of the Land. Furthermore, a SEQRA determination regarding the Related Project, the planning for which is independent of the Future Project, will not be determinative of any SEQRA determination for the Future Project.
- (C) The Agency acknowledges that segmentation is disfavored under SEQRA. Nonetheless, the Agency believes that it is reasonable to consider segmentation of actions and whether appropriate segmentation findings can reasonably be made on a case by case basis in a manner that is no less protective of the environment. It is important to note that a segmented review of the Option Transaction will not create either of the two dangers that SEQRA seeks to avoid. The first danger of segmentation is that the action under review is practically determinative of other future projects. In this case, the Option Transaction involves the granting of an option for the sale of real property for the development of the Land. Undertaking the Option Transaction is not practically determinative of any development on the Land, the Warehouse and Distribution Facility, or the SEQRA determination regarding the Related Project or any Future Project. It also does not commit the Applicant or Agency to undertake any development at the Land or to undertake or approve the Related Project.
- (D) The second danger of segmentation is that the Option Transaction will be split so as to avoid environmental review. The Agency has completed the EAF for the Option Transaction in order to thoroughly analyze the potential adverse environmental impacts associated with the Option Transaction. The EAF

comprehensively reviews each potential environmental impact associated with the Option Transaction, as detailed below. Thus, the Option Transaction has not escaped any environmental review. Similarly, any development of the Land will undergo a detailed review pursuant to SEQRA which will include a review of all cumulative impacts resulting from any Future Project in connection with the Related Project. Further, no potential development plans have been proposed and no specific future use is known for the Future Project. Any evaluation of the potential impacts of any future development would be impossible and purely speculative, at this time. Furthermore, the Agency will conduct a thorough and comprehensive SEQRA review of the Related Project as a Type I action. For this reason, a segmented environmental review between the Option Transaction and any future development of the Land is warranted under the circumstances.

Section 3. Based upon the Agency's review of the Environmental Information and investigations of the potential environmental impacts associated with the Option Transaction, considering both the magnitude and importance of each potential environmental impact indicated, and upon the Agency's knowledge of the Land and surrounding area and such further investigations of the Option Transaction and its environmental effects as the Agency has deemed appropriate, the Agency has determined that the Option Transaction will not have a significant adverse impact upon the environment. The reasons supporting this determination are as follows:

1. Impact on Land. The Option Transaction does not involve any physical changes to the Land because the Agency seeks only to effectuate the sale of the Land. No physical alterations to the Land will occur as a result of the Option Transaction, and hence there will be no adverse effects to the Land.
2. Impact on Geological Features. The Land does not contain, and is not adjacent to, any unique geologic features or National Natural Landmarks. Accordingly, the Option Transaction will not create any potentially significant adverse impacts to geological features.
3. Impact on Surface Water. As the EAF notes, the Land may contain a small wetland located on its southern portion, approximately 1.56 acres in area, with only approximately .73 acres of which being located within the Land. However, the Option Transaction does not involve any type of physical alteration to the Land; therefore, it has no potential to adversely affect any water bodies on or around the Land. Furthermore, potential impacts to wetlands from any proposed development on the Land as part of the Future Project will not evade review but rather will be thoroughly analyzed in the SEQRA review of the Future Project at such time as plans for same become more fully developed.
4. Impact on Groundwater. As noted above, the Option Transaction does not

involve any type of physical alteration to the Land or any activities which would typically pose a risk to groundwater; therefore, it has no potential to adversely affect groundwater resources.

5. Impact on Flooding. The EAF states that the Option Transaction will not result in the development of lands which are located in a designated floodway, and does not include the impoundment of water. The Option Transaction does not involve any type of physical alteration to the Land or any activities which would exacerbate existing conditions with respect to flooding. Accordingly, the Option Transaction is not anticipated to create any potentially significant adverse impacts to flooding.
6. Impact on Air. The Option Transaction will not result in any development or physical alteration of the Land, and does not entail the types of activities or operations that require the Agency or Applicant to acquire air registration permits or that are associated with a significant potential for air emissions. Accordingly, the Option Transaction is not anticipated to create any significant adverse impacts to air resources.
7. Impact on Plants and Animals. The ERM identifies a large area encompassing the Land as potentially containing the short-eared owl, a state endangered species. Notwithstanding, habitat for short-eared owls consist mainly of open fields and marshlands, whereas the Land is heavily forested. Furthermore, the Option Transaction will not result in any development or physical alteration of the Land, and any eventual proposed development of the Land in furtherance of the Future Project will be thoroughly analyzed pursuant to SEQRA at such time as plans for same become further developed. Accordingly, the Option Transaction is not anticipated to create any significant adverse impacts to any plants or animals.
8. Impact on Agricultural Land Resources. The Land is not located within an Agricultural District, and the Land is not currently used for farming. Based on the foregoing, the Option Transaction will not create any significant adverse impacts to agricultural land resources.
9. Impact on Aesthetic Resources. The Option Transaction does not result in any development or physical alteration of the Land. Accordingly, the Option Transaction is not anticipated to create any significant adverse impacts to aesthetic resources.
10. Impact on Historic and Archaeological Resources. The Land is not located adjacent to a building which is listed on the State or National Register of Historic Places and the Option Transaction does not result in any development or

physical alteration of the Land. Further, the Option Transaction is not located in an area flagged as sensitive for archaeological resources. Accordingly, the Option Transaction will not create any significant impacts to historic or archaeological resources.

11. Impact on Open Space and Recreation. The Option Transaction does not result in any development or physical alteration of the Land or otherwise limit existing open space and recreation in the vicinity of the Land. Accordingly, the Option Transaction will not create any significant impacts to open space or recreational resources.
12. Impact on Critical Environmental Areas. The Land is not located in or substantially contiguous to any Critical Environmental Areas. As such, the Option Transaction will not create any significant adverse impacts to Critical Environmental Areas.
13. Impact on Transportation. The Option Transaction does not entail any changes to existing parking or traffic levels as it does not result in any development or physical alteration of the Land. As such, the Option Transaction is not anticipated to create any significant adverse impacts to transportation.
14. Impact on Energy. The Option Transaction will not result in any increase in the use of energy, and no energy infrastructure improvements are necessary to accommodate the Option Transaction. As such, the Option Transaction will not create any significant adverse impacts to energy resources.
15. Impact on Noise, Odor and Light. The Option Transaction involves only the transfer of fee title to the Land itself and does not result in any development or physical alteration of the Land. Accordingly, the Option Transaction is not anticipated to create any significant adverse impacts to noise or odors.
16. Impact on Public Health. The Option Transaction involves only the transfer of fee title to the Land itself and does not result in any development or physical alteration of the Land. Accordingly, the Option Transaction is not anticipated to create any significant adverse impact to public health.
17. Impact on Character of the Community, and Community Plans. The Option Transaction involves only the transfer of fee title to the Land itself and does not result in any development or physical alteration of the Land. Accordingly, the Option Transaction will not create any significant adverse impacts to the character of the community or community plans.
18. Impact on Disadvantaged Communities. Per the New York Environmental

Justice Law (“EJL”), lead agencies must consider during SEQRA review, whether the proposed action would result in a disproportionate pollution burden on a Disadvantaged Community (“DAC”). New York’s Climate Justice Working Group (“CJWG”) promulgated a map of designated DACs in the State. A small portion of the northwest corner of the Land (approximately .03 acres) is located in a designated DAC (36013036000). Notwithstanding, as discussed above, the Option Transaction will not be a significant source of air, water, noise, or light pollution and therefore will not increase the pollution burden on the surrounding community, regardless of DAC status. Accordingly, the Option Transaction will not result in a disproportionate burden on DACs.

Section 4. Since the Option Transaction will not have a significant adverse impact on the environment, a negative declaration (“**Negative Declaration**”) pursuant to SEQRA is hereby issued. This Negative Declaration has been prepared pursuant to and in accordance with the requirements of SEQRA.

Section 5. The Chairman, the Vice Chairman, the Executive Director and the Administrative Director of the Agency are hereby further authorized on behalf of the Agency, or acting together or individually, to distribute copies of this Resolution to the Applicant and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

Section 6. This Resolution, which is adopted by a majority vote of the Agency, shall serve as the Negative Declaration (as defined in 6 NYCRR 617.2(z)) for the Option Transaction, and is issued by the Agency pursuant to and in accordance with SEQRA, shall take effect immediately.

Section 7. For further information on this Determination of Significance/Negative Declaration contact:

County of Chautauqua Industrial Development Agency
201 West 3rd Street, Suite 115
Jamestown, New York 14701-6902
ATTN: Mark Geise, Administrative Director/CEO
Phone: 716-661-8900
Fax: 716-664-4515

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

Gary Henry	VOTING
Daniel Heitzenrater	VOTING
Sagan Sheffield-Smith	VOTING
Amy Harding	VOTING
Daniel DeMarte	VOTING
John Healy	VOTING
Tom Harmon	VOTING
Kevin Muldowney	VOTING
Ted Wightman	VOTING

The foregoing Resolution was thereupon declared _____.

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

WE, the undersigned officers of the County of Chautauqua Industrial Development Agency (the “**Agency**”), DO HEREBY CERTIFY that we have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on December 16, 2025 with the original thereof on file in our offices, and that the same is a true and correct copy of said original and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

WE FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the “**Open Meetings Law**”), said meeting was open to the general public at the location at which members of the Agency were present, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; (D) there was a quorum of the members of the Agency present throughout said meeting and the minimum number of members required for a quorum was physically present at the location specified in the notice of the meeting; (F) members of the public were permitted to view such meeting and to participate in the proceedings in real time to the same extent that that public participation was permitted to members of the public present in person.

WE FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, we have hereunto set our hand this 16th day of December, 2025.

[Assistant] Secretary

[Vice] Chairman

Short Environmental Assessment Form

Part 1 - Project Information

Instructions for Completing

Part 1 – Project Information. The applicant or project sponsor is responsible for the completion of Part 1. Responses become part of the application for approval or funding, are subject to public review, and may be subject to further verification. Complete Part 1 based on information currently available. If additional research or investigation would be needed to fully respond to any item, please answer as thoroughly as possible based on current information.

Complete all items in Part 1. You may also provide any additional information which you believe will be needed by or useful to the lead agency; attach additional pages as necessary to supplement any item.

Part 1 – Project and Sponsor Information			
Name of Action or Project: Chadwick Drive Sale			
Project Location (describe, and attach a location map): Chadwick Drive, Sheridan, NY 14048 (a portion of SBL: 63.00-1-39.1)			
Brief Description of Proposed Action: The action includes the approval of an option agreement for the potential sale of the above-referenced site which is owned by the County of Chautauqua Industrial Development Agency. The action does not include the grant of any approvals, incentives, or permits with respect to any potential future development of the site. Any future development of the site will be reviewed, if and when plans are developed, in accordance with the requirements of applicable laws, including the Town of Sheridan Zoning Ordinance.			
Name of Applicant or Sponsor: County of Chautauqua Industrial Development Agency		Telephone: 7166618900	
		E-Mail: morabitk@chqgov.com	
Address: 201 West Third Street, Suite 115			
City/PO: Jamestown		State: New York	Zip Code: 14701
1. Does the proposed action only involve the legislative adoption of a plan, local law, ordinance, administrative rule, or regulation? If Yes, attach a narrative description of the intent of the proposed action and the environmental resources that may be affected in the municipality and proceed to Part 2. If no, continue to question 2.		NO <input checked="" type="checkbox"/>	YES <input type="checkbox"/>
2. Does the proposed action require a permit, approval or funding from any other government Agency? If Yes, list agency(s) name and permit or approval:		NO <input checked="" type="checkbox"/>	YES <input type="checkbox"/>
3. a. Total acreage of the site of the proposed action?		Approx. 10.2 acres	
b. Total acreage to be physically disturbed?		0 acres	
c. Total acreage (project site and any contiguous properties) owned or controlled by the applicant or project sponsor?		Approx. 33.2 acres	
4. Check all land uses that occur on, are adjoining or near the proposed action:			
5. <input type="checkbox"/> Urban <input type="checkbox"/> Rural (non-agriculture) <input checked="" type="checkbox"/> Industrial <input checked="" type="checkbox"/> Commercial <input type="checkbox"/> Residential (suburban)			
<input checked="" type="checkbox"/> Forest <input type="checkbox"/> Agriculture <input type="checkbox"/> Aquatic <input type="checkbox"/> Other(Specify):			
<input type="checkbox"/> Parkland			

5. Is the proposed action,	NO	YES	N/A
a. A permitted use under the zoning regulations?	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
b. Consistent with the adopted comprehensive plan?	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
6. Is the proposed action consistent with the predominant character of the existing built or natural landscape?	NO	YES	
	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
7. Is the site of the proposed action located in, or does it adjoin, a state listed Critical Environmental Area?	NO	YES	
If Yes, identify: _____	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
8. a. Will the proposed action result in a substantial increase in traffic above present levels?	NO	YES	
	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
b. Are public transportation services available at or near the site of the proposed action?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
c. Are any pedestrian accommodations or bicycle routes available on or near the site of the proposed action?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
9. Does the proposed action meet or exceed the state energy code requirements?	NO	YES	
If the proposed action will exceed requirements, describe design features and technologies:			
Not applicable, as the action involves only the transfer of the fee title interest in the land and not the subsequent development of the same.	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
10. Will the proposed action connect to an existing public/private water supply?	NO	YES	
If No, describe method for providing potable water: _____			
Not applicable, as the action involves only the transfer of the fee title interest in the land and not the subsequent development of the same.	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
11. Will the proposed action connect to existing wastewater utilities?	NO	YES	
If No, describe method for providing wastewater treatment: _____			
Not applicable, as the action involves only the transfer of the fee title interest in the land and not the subsequent development of the same.	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
12. a. Does the project site contain, or is it substantially contiguous to, a building, archaeological site, or district which is listed on the National or State Register of Historic Places, or that has been determined by the Commissioner of the NYS Office of Parks, Recreation and Historic Preservation to be eligible for listing on the State Register of Historic Places?	NO	YES	
	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
b. Is the project site, or any portion of it, located in or adjacent to an area designated as sensitive for archaeological sites on the NY State Historic Preservation Office (SHPO) archaeological site inventory?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
13. a. Does any portion of the site of the proposed action, or lands adjoining the proposed action, contain wetlands or other waterbodies regulated by a federal, state or local agency?	NO	YES	
	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
b. Would the proposed action physically alter, or encroach into, any existing wetland or waterbody?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
If Yes, identify the wetland or waterbody and extent of alterations in square feet or acres: _____			
There is a possible small wetland located on the site as indicated by DEC informational wetland mapping. As the action involves only the transfer of the fee title interest in the land and not the subsequent development of the same, the action will not alter or otherwise impact the wetland.			

14. Identify the typical habitat types that occur on, or are likely to be found on the project site. Check all that apply: <input type="checkbox"/> Shoreline <input checked="" type="checkbox"/> Forest <input type="checkbox"/> Agricultural/grasslands <input type="checkbox"/> Early mid-successional <input type="checkbox"/> Wetland <input type="checkbox"/> Urban <input type="checkbox"/> Suburban		
15. Does the site of the proposed action contain any species of animal, or associated habitats, listed by the State or Federal government as threatened or endangered? Short-eared Owl	NO	YES
	<input type="checkbox"/>	<input checked="" type="checkbox"/>
16. Is the project site located in the 100-year flood plan?	NO	YES
	<input checked="" type="checkbox"/>	<input type="checkbox"/>
17. Will the proposed action create storm water discharge, either from point or non-point sources? If Yes, <div style="margin-left: 20px;"> a. Will storm water discharges flow to adjacent properties? b. Will storm water discharges be directed to established conveyance systems (runoff and storm drains)? </div> If Yes, briefly describe: <div style="border-bottom: 1px solid black; height: 1.2em; margin-top: 5px;"></div> <div style="border-bottom: 1px solid black; height: 1.2em; margin-top: 5px;"></div>	NO	YES
	<input checked="" type="checkbox"/>	<input type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>
18. Does the proposed action include construction or other activities that would result in the impoundment of water or other liquids (e.g., retention pond, waste lagoon, dam)? If Yes, explain the purpose and size of the impoundment: <div style="border-bottom: 1px solid black; height: 1.2em; margin-top: 5px;"></div> <div style="border-bottom: 1px solid black; height: 1.2em; margin-top: 5px;"></div>	NO	YES
	<input checked="" type="checkbox"/>	<input type="checkbox"/>
19. Has the site of the proposed action or an adjoining property been the location of an active or closed solid waste management facility? If Yes, describe: <div style="border-bottom: 1px solid black; height: 1.2em; margin-top: 5px;"></div> <div style="border-bottom: 1px solid black; height: 1.2em; margin-top: 5px;"></div>	NO	YES
	<input checked="" type="checkbox"/>	<input type="checkbox"/>
20. Has the site of the proposed action or an adjoining property been the subject of remediation (ongoing or completed) for hazardous waste? If Yes, describe: <div style="border-bottom: 1px solid black; height: 1.2em; margin-top: 5px;"></div> <div style="border-bottom: 1px solid black; height: 1.2em; margin-top: 5px;"></div>	NO	YES
	<input checked="" type="checkbox"/>	<input type="checkbox"/>
<p>I CERTIFY THAT THE INFORMATION PROVIDED ABOVE IS TRUE AND ACCURATE TO THE BEST OF MY KNOWLEDGE</p> <p>Applicant/sponsor/name: _____ Date: _____</p> <p>Signature: _____ Title: _____</p>		



Part 1 / Question 7 [Critical Environmental Area]	No
Part 1 / Question 12a [National or State Register of Historic Places or State Eligible Sites]	No
Part 1 / Question 12b [Archeological Sites]	No
Part 1 / Question 13a [Wetlands or Other Regulated Waterbodies]	Digital mapping data are not available or are incomplete. Refer to EAF Workbook.
Part 1 / Question 15 [Threatened or Endangered Animal]	Yes
Part 1 / Question 15 [Threatened or Endangered Animal - Name]	Short-eared Owl
Part 1 / Question 16 [100 Year Flood Plain]	Digital mapping data are not available or are incomplete. Refer to EAF Workbook.
Part 1 / Question 20 [Remediation Site]	No

Project:

Chadwick Drive Sale

Date:

12/16/2025

Short Environmental Assessment Form

Part 2 - Impact Assessment

Part 2 is to be completed by the Lead Agency.

Answer all of the following questions in Part 2 using the information contained in Part 1 and other materials submitted by the project sponsor or otherwise available to the reviewer. When answering the questions the reviewer should be guided by the concept “Have my responses been reasonable considering the scale and context of the proposed action?”

	No, or small impact may occur	Moderate to large impact may occur
1. Will the proposed action create a material conflict with an adopted land use plan or zoning regulations?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
2. Will the proposed action result in a change in the use or intensity of use of land?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
3. Will the proposed action impair the character or quality of the existing community?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
4. Will the proposed action have an impact on the environmental characteristics that caused the establishment of a Critical Environmental Area (CEA)?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
5. Will the proposed action result in an adverse change in the existing level of traffic or affect existing infrastructure for mass transit, biking or walkway?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
6. Will the proposed action cause an increase in the use of energy and it fails to incorporate reasonably available energy conservation or renewable energy opportunities?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
7. Will the proposed action impact existing:	<input checked="" type="checkbox"/>	<input type="checkbox"/>
a. public / private water supplies?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
b. public / private wastewater treatment utilities?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
8. Will the proposed action impair the character or quality of important historic, archaeological, architectural or aesthetic resources?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
9. Will the proposed action result in an adverse change to natural resources (e.g., wetlands, waterbodies, groundwater, air quality, flora and fauna)?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
10. Will the proposed action result in an increase in the potential for erosion, flooding or drainage problems?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
11. Will the proposed action create a hazard to environmental resources or human health?	<input checked="" type="checkbox"/>	<input type="checkbox"/>

Short Environmental Assessment Form

Part 3 Determination of Significance

For every question in Part 2 that was answered “moderate to large impact may occur”, or if there is a need to explain why a particular element of the proposed action may or will not result in a significant adverse environmental impact, please complete Part 3. Part 3 should, in sufficient detail, identify the impact, including any measures or design elements that have been included by the project sponsor to avoid or reduce impacts. Part 3 should also explain how the lead agency determined that the impact may or will not be significant. Each potential impact should be assessed considering its setting, probability of occurring, duration, irreversibility, geographic scope and magnitude. Also consider the potential for short-term, long-term and cumulative impacts.

See attached resolution for determination justification.

☐ Check this box if you have determined, based on the information and analysis above, and any supporting documentation, that the proposed action may result in one or more potentially large or significant adverse impacts and an environmental impact statement is required.
 ☒ Check this box if you have determined, based on the information and analysis above, and any supporting documentation, that the proposed action will not result in any significant adverse environmental impacts.

County of Chautauqua Industrial Development Agency

12/16/2025

Name of Lead Agency

Date

Mark Geise

Administrative Director/CEO

Print or Type Name of Responsible Officer in Lead Agency

Title of Responsible Officer

Signature of Responsible Officer in Lead Agency

Signature of Preparer (if different from Responsible Officer)

Wavepoint 3PL Inc. - Option Approval Resolution

A regular meeting of the County of Chautauqua Industrial Development Agency (the “Agency”) was convened in public session on December 16, 2025, at 10:30 A.M., local time, at the offices of the Agency located at 201 West 3rd Street, Jamestown, County of Chautauqua, New York (the “IDA Office”).

The meeting was called to order by the _____ and, upon roll being called, the following members of the Agency were:

PRESENT:

Gary Henry	Chairman
Daniel Heitzenrater	Vice Chair
Sagan Sheffield-Smith	Treasurer
Amy Harding	Secretary
Daniel DeMarte	Member
Tom Harmon	Member
John Healy	Member
Kevin Muldowney	Member
Ted Wightman	Member

NOT PRESENT:

THE FOLLOWING ADDITIONAL PERSONS WERE PRESENT:

Mark Geise	Administrative Director/CEO
Shelby Bilskie	Chief Financial Officer
Milan K. Tyler, Esq.	Counsel

The attached resolution no. 12-16-25-03 was offered by _____, seconded by _____:

Resolution No. 12-16-25-03

RESOLUTION APPROVING GRANT OF OPTION AGREEMENT FOR WAVEPOINT 3PL
INC. AND AUTHORIZING THE EXECUTION AND DELIVERY OF SUCH OPTION
AGREEMENT WITH RESPECT TO SUCH TRANSACTION

WHEREAS, the County of Chautauqua Industrial Development Agency (the “Agency”) is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title I of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the “Enabling Act”), and Chapter 71 of the 1972 Laws of New York, as amended, constituting Section 895-h of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the “Act”) to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of manufacturing, industrial and commercial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct, reconstruct and install one or more “projects” (as defined in the Act) or to cause said projects to be acquired, constructed, reconstructed and installed and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, WAVEPOINT 3PL INC., a corporation organized and existing under the laws of the Commonwealth of Pennsylvania and qualified to do business in the State of New York as a foreign corporation (the “Applicant”), has requested that the Agency consider granting Applicant an option agreement (“Option Agreement”) to purchase certain land located at Chadwick Drive, Town of Sheridan, Chautauqua County, New York (SBL No. 63.00-1-39.1) (the “Land”); and

WHEREAS, New York Public Authorities Law (“Public Authorities Law”) Section 2897(6)(a) provides that “[a]ll disposals or contracts for disposal of property of a public authority made or authorized by the contracting officer shall be made after publicly advertising for bids,” except under circumstances set forth in Public Authorities Law Sections 2897(6)(c) and 2897(6)(f); and

WHEREAS, Public Authorities Law Section 2897(6)(c)(vi) states that “[d]isposals and contracts for disposal of property may be negotiated or made by public auction without regard” to Public Authorities Law section 2897(6)(a) -- *i.e.*, without public bidding -- when “such action is otherwise authorized by law”; and

WHEREAS, New York General Municipal Law Section 884 states “[t]he provisions of any law relating to the requirement of public bidding with respect to the construction of public facilities or projects shall not be applicable to the acquisition, construction, reconstruction, improvement, maintenance, equipping and furnishing of projects authorized by” the Enabling

Act; and

WHEREAS, General Municipal Law Section 854(4), included within the Enabling Act, defines a “project” to mean “any land, any building or other improvement, and all real and personal properties located within the state of New York and within or outside or partially within and partially outside the municipality for whose benefit the agency was created, including, but not limited to, machinery, equipment and other facilities deemed necessary or desirable in connection therewith, or incidental thereto, whether or not now in existence or under construction, which shall be suitable for manufacturing, warehousing, research, commercial, renewable energy or industrial purposes or other economically sound purposes identified and called for to implement a state designated urban cultural park management plan as provided in title G of the parks, recreation and historic preservation law and which may include or mean an industrial pollution control facility, a recreation facility, educational or cultural facility, a horse racing facility, a railroad facility, a renewable energy project or an automobile racing facility”; and

WHEREAS, in *Matter of Grossman v. Herkimer County Industrial Development Agency*, 60 A.D.2d 172, 180 (4th Dep’t 1977) (“*Grossman*”), the Appellate Division, Fourth Department, recognized that General Municipal Law Section 884 “specifically exempts industrial development agencies from the application of public bidding statutes with respect to the construction or reconstruction of projects authorized by” the Enabling Act, including with respect to the sale of land in connection with the construction of a project; and

WHEREAS, pursuant to the authorization conferred by General Municipal Law Section 884, as applied by the Fourth Department in *Grossman*, the sale of land in connection with future development of the Land (which constitutes a “project” pursuant to General Municipal Law Section 854(4)) is therefore exempt from any public-bidding requirement that Public Authorities Law Section 2897(6)(a) could be claimed to impose;

WHEREAS, Public Authorities Law Section 2897(6)(c) states “[d]isposals and contracts for disposal of property ... negotiated or made” without public bidding shall be “subject to obtaining such competition as is feasible under the circumstances;” and

WHEREAS, in *Matter of Montgomery v. Metropolitan Transportation Authority*, 2009 WL 4843782, at *9 (Sup. Ct. N.Y. County Dec. 15, 2009), the Court recognized that factors affecting the feasibility of competition include the scope and complexity of the project, as well as the speculative nature of proposals’ ultimate profitability; and

WHEREAS, the Land is immediately adjacent to property owned by the Applicant, making the Applicant the ideal purchaser of the Land in light of the scope and complexity of any alternative entity obtaining access to and developing the Land

WHEREAS, the Agency has publicly marketed the Land for disposition and accordingly, the Agency has obtained and evaluated such competition as is feasible under the circumstances; and

WHEREAS, any approval of the future development of the Land and any grant of Financial Assistance (as that term is defined in the Act) is contingent upon, among other things, a final determination by the members of the Agency to proceed with such project; and

WHEREAS, pursuant to Article 8 of the New York Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the “SEQR Act”) and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (“NYSDEC”), being 6 N.Y.C.R.R. Part 617, et. seq., as amended (the “Regulations” and collectively with the SEQR Act, “SEQRA”), the Agency must satisfy the requirements contained in SEQRA prior to making a final determination whether to grant the Option Agreement; and

WHEREAS, the Agency has undertaken a review of the proposed grant of the Option Agreement in accordance with SEQRA, and the Agency issued a “Negative Declaration” at its December 16, 2025, meeting with respect to the grant of the Option Agreement; and

WHEREAS, the Agency desires to encourage the Applicant to preserve and advance the job opportunities, health, general prosperity and economic welfare of the people of the County of Chautauqua, New York, and to prevent unemployment and economic deterioration, by undertaking the Project in the County of Chautauqua, New York; and

WHEREAS, the approval of the Option Agreement is consistent with the Agency’s Real Property Disposition Policy.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE COUNTY OF CHAUTAUQUA INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:

Section 1. The form, terms and substance of the Option Agreement (in substantially the form presented at this meeting) are in all respects approved, and the Chairman, Vice Chair, Administrative Director/CEO and Chief Financial Officer of the Agency are each hereby authorized, empowered and directed, acting individually or jointly, to execute and deliver said Option Agreement in the name and on behalf of the Agency, with such changes therein as shall be approved by the officer executing same on behalf of the Agency, the execution thereof by such officer to constitute conclusive evidence of such officer’s approval of any and all changes or revisions therein from the form now before this meeting, and the Agency hereby ratifies and approves any action heretofore taken by the Agency with respect to the Option Agreement.

Section 2. From and after the execution and delivery of the Option Agreement, the officers, agents and employees of the Agency are hereby authorized, empowered and directed, acting individually or jointly, to proceed with the undertakings provided for therein on the part of the Agency, and are further authorized to do all such acts and things and to execute all such documents as may be necessary or convenient to carry out and comply with the terms and provisions of the Option Agreement as and when executed.

Section 3. The law firm of Phillips Lytle LLP, Jamestown, New York, is hereby appointed Counsel to the Agency with respect to all matters in connection with the Option Agreement. Counsel for the Agency is hereby authorized, at the expense of the Applicant, to

work with the Applicant, counsel to the Applicant, and others to prepare, for submission to the Agency, all documents necessary to effect the transactions contemplated by this Resolution.

Section 4. The Chairman, Vice Chair, Administrative Director/CEO and Chief Financial Officer of the Agency are each hereby authorized and directed to distribute copies of this Resolution to the Applicant and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

Section 5. This Resolution shall take effect immediately.

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

Gary Henry	VOTING
Dan Heitzenrater	VOTING
Sagan Sheffield-Smith	VOTING
Amy Harding	VOTING
Daniel DeMarte	VOTING
Tom Harmon	VOTING
John Healy	VOTING
Kevin Muldowney	VOTING
Ted Wightman	VOTING

The foregoing resolution was thereupon declared duly ____.

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

WE, the undersigned officers of the County of Chautauqua Industrial Development Agency (the “Agency”), DO HEREBY CERTIFY that we have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on December 16, 2025 with the original thereof on file in our offices, and that the same is a true and correct copy of said original and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

WE FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the “Open Meetings Law”), said meeting was open to the general public at both locations at which members of the Agency were present, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; (D) there was a quorum of the members of the Agency present throughout said meeting; and (E) the meeting was recorded and the recording has been or will be posted on the public website of the Agency pursuant to the Open Meetings Law.

WE FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, we have hereunto set our hand this 16th day of December, 2025.

[Assistant] Secretary

[Vice] Chairman

OPTION AGREEMENT

between

COUNTY OF CHAUTAUQUA INDUSTRIAL DEVELOPMENT AGENCY

and

WAVEPOINT 3PL, INC.

dated as of

_____, 2025

OPTION AGREEMENT

This OPTION AGREEMENT (this “**Agreement**”) dated as of the ____ day of _____, 2025 (the “**Effective Date**”) is entered into between COUNTY OF CHAUTAUQUA INDUSTRIAL DEVELOPMENT AGENCY (“**Optionor**”), and WAVEPOINT 3PL, INC. (“**Optionee**”).

WHEREAS, Optionor is the owner of that certain real property located on Chadwick Drive, Town of Sheridan, Chautauqua County, New York (SBL No. 63.00-1-39.1) (the “**Land**”); and

WHEREAS, Optionor wishes to grant to Optionee, and Optionee wishes to obtain from Optionor, an irrevocable and exclusive option to purchase a portion of the Land which is more particularly depicted in Exhibit A attached hereto (the “**Property**”), subject to the terms and conditions set forth below.

NOW, THEREFORE, in consideration of the Option Payment (defined in Section 3 below) and the other mutual covenants and agreements hereinafter set forth and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. **Grant of Option.** Subject to Optionee’s timely payment of the Option Payment (defined in Section 3 below), Optionor hereby grants to Optionee an exclusive and irrevocable option to purchase the Property on the terms and conditions set out in this Agreement (the “**Option**”).

2. **Option Term.** The term of the Option (the “**Option Term**”) shall commence on the Effective Date and automatically expire at 11:59 pm EST on the day immediately preceding the one-year anniversary of the Effective Date (the “**Option Termination Date**”), unless duly extended, exercised, or sooner terminated as provided in this Agreement.

3. **Option Payment.**

(a) The Option is granted in consideration of Optionee’s payment to Optionor, concurrently with the execution of this Agreement, in the amount of Five Thousand and 00/100 Dollars (\$5,000.00) (the “**Option Payment**”), the receipt of which is hereby acknowledged.

(b) Optionee acknowledges and agrees that the Option Payment constitutes consideration to Optionor for Optionor’s agreement to: (i) enter into this Agreement with Optionee; (ii) not sell the Property to another purchaser while this Agreement is in effect; and (iii) sell the Property to Optionee on the terms and conditions and for the Purchase Price (as defined in the Purchase Agreement (defined below)), provided that Optionee has exercised the Option in the manner provided in Section 4 below. The Option Payment shall be nonrefundable to Optionee.

4. **Exercise of Option.** At any time during the Option Term, if Optionee is not then in default under this Agreement, Optionee may exercise the Option by timely sending Optionor a written notice of Optionee’s intention to exercise the Option (the “**Exercise Notice**”). Upon

Optionor's receipt of the Exercise Notice, the parties shall reasonably and in good faith cooperate and work together to negotiate, finalize, and execute a mutually acceptable Purchase and Sale Agreement ("PSA") for the Property. The parties agree to use commercially reasonable efforts to enter into the PSA within sixty (60) days following the date of Optionee's exercise of the Option. Failure of the parties to execute a PSA within such sixty (60) day period shall not, by itself, be deemed a waiver of Optionee's rights under this Option, unless otherwise expressly agreed in writing; provided, however, that neither party shall be obligated to agree to any terms to which it does not voluntarily consent. Any required subdivision of the Land related to the sale of the Property to Optionee shall be considered during the PSA negotiations. If Optionee does not timely exercise the Option in the manner described herein on or before the Option Termination Date, the Option will automatically terminate and the Optionor shall be entitled to retain the Option Payment. Thereafter, neither party shall have any further obligations hereunder except for those obligations that expressly survive termination of this Agreement.

5. **Obligation to Maintain.** Throughout the Option Term, Optionor will maintain the Property in its existing condition and will not make any major removals, alterations, or changes thereto, except as may be required by law.

6. **Default by Optionee.** In addition to Optionor's rights in the event that Optionee does not exercise the Option in the manner described in Section 4 on or before the Option Termination Date, if Optionee fails to perform any of its obligations under this Agreement, then Optionor may terminate this Agreement and retain all Option Payments paid by Optionee, and Optionor thereafter shall have no further liability or obligations hereunder. Additionally, the occurrence of any default by Optionee under any agreement, lease, note, guaranty, or other instrument between Optionee and Optionor or any affiliate thereof, whether now or existing or hereafter arising, shall automatically and immediately constitute an event of default under this Agreement, without notice, demand, or opportunity to cure, notwithstanding any contrary provision contained herein.

7. **Default by Optionor.** If Optionor fails to perform any of its obligations or is otherwise in default hereunder, Optionee shall have the right to terminate this Agreement, obtain a refund of the Option Payment paid by Optionee.

8. **Assignment of Option.** This Agreement shall be binding upon and shall inure to the benefit of the parties hereto and their respective heirs or successors and permitted assigns. Optionee may not assign its interest under this Agreement without the prior written consent of Optionor, which the Optionor may withhold in its sole discretion. Upon any assignment of Optionee's entire interest under this Agreement, Optionee shall be relieved of all further liability under this Agreement.

9. **Notices.** Unless specifically stated otherwise in this Agreement, all notices, waivers, and demands required or permitted hereunder shall be in writing and delivered to the addresses set forth below, by one of the following methods: (a) hand delivery, whereby delivery is deemed to have occurred at the time of delivery; (b) a nationally recognized overnight courier company, whereby delivery is deemed to have occurred the business day following deposit with the courier; (c) registered United States mail, signature required and postage-prepaid, whereby delivery is deemed to have occurred on the third business day following deposit with the United

States Postal Service; or (d) electronic transmission (i.e. email) provided that the transmission is completed no later than 5:00 p.m. EST on a business day and the original also is sent via overnight courier or United States Mail, whereby delivery is deemed to have occurred at the end of the business day on which electronic transmission is completed.

To Optionor: Name: County of Chautauqua Industrial Development Agency
 Address: 201 West Third Street, Suite 115, Jamestown, New
 York 14701
 Telephone: 716-661-8900
 Email: geisem@chqgov.com

with a copy to: Name: Phillips Lytle LLP
 Address: 1205 Franklin Avenue, Suite 350, Garden City, New
 York 11530
 Telephone: 516-742-3910
 Email: mtyler@phillipslytle.com

To Optionee: Name:
 Address:
 Telephone:
 Email:

with a copy to: Name:
 Address:
 Telephone:
 Email:

Any party to this Agreement may change its address for purposes of this Section 9 by giving written notice as provided in this Section 9. All notices and demands delivered by a party's attorney on a party's behalf shall be deemed to have been delivered by said party. Notices shall be valid only if served in the manner provided in this Section 9.

10. **Counterparts.** This Agreement may be executed in multiple counterparts, each of which shall be deemed an original and all of which when taken together shall constitute one and the same document.

11. **Time of Essence.** Optionor and Optionee hereby acknowledge and agree that time is strictly of the essence with respect to each and every term, condition, obligation, and provision

hereof and that failure to timely perform any of the terms, conditions, obligations, or provisions hereof by either party shall constitute a material breach of and a non-curable (but waivable) default under this Agreement by the party so failing to perform.

12. **Entire Agreement; No Representations.** This Agreement constitutes the sole and entire agreement of the parties to this Agreement with respect to the subject matter contained herein and supersedes all prior and contemporaneous understandings and agreements, both written and oral, with respect to such subject matter. This Agreement is entered into after full investigation by each party and neither party is relying upon any statement or representation made by the other party not set forth in this Agreement.

13. **Governing Law.** This Agreement shall be governed by and construed in accordance with the laws of the State of New York.

Doc #1935181.3

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the Optionor and Optionee hereto have executed this Agreement as of the Effective Date.

OPTIONOR:

CHAUTAUQUA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

By: _____

Name: Mark Geise

Title: CEO

OPTIONEE:

WAVEPOINT 3PL, INC.

By: _____

Name:

Title:

EXHIBIT A

PROPERTY DEPICTION



APPLICATION FOR FINANCIAL ASSISTANCE

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 appropriate notations, such as "see Schedule 2(A), etc.); or writing "N.A.", signifying "not applicable".

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 closes, the Counsel Fee Deposit shall be credited against the applicable expenses incurred by the Agency with respect to the Project.

Any approval of financial assistance will be effective for one year. If the subject transaction has not closed within that time, reapproval may be required, which may be conditioned upon payment of some, most or all of the Agency's expected administrative fee and attorneys' fees accrued on that date.

Note: Please contact the CCIDA Main Office @ (716) 661-8900 with any questions relative to the application content and/or process.

PART I: APPLICANT

Name: Wavepoint 3PL Inc
Address: 5501 Route 89, North East PA 16428
Phone: (814) 347-1300
NY State Dept. of Labor Reg #: 844186037
Federal Employer ID #: 844186037
NAICS Code #: 424990
NAICS Sector: 493
NAICS Industry: Goods and Supplies
Website: https://www.wavepoint.com/
Nature of business (goods to be sold, manufactured, assembled or processed, services rendered):
 Logistics company providing warehousing, inventory management, and order fulfillment, and transportation solutions
Contact Name: Kirk Hill
Title: President
Phone Number: (814) 347-1300
E-Mail: KHILL@WAVEPOINT3PL.COM
Business Type:
☐ Sole Proprietorship
☐ General Partnership
☐ Limited Partnership
☐ Limited Liability Company
☒ Privately Held Corporation
☐ Publicly Held Corporation
☐ Not-for-Profit Corporation
State/Year of Incorporation/Organization: PA - 2019
Qualified to do Business in New York (Yes or No): yes

Owners of 20% or more of Applicant:

Name	%
Kirk Hill	98%

PART II: PROJECT

Address of proposed project facility:
 3565 Chadwick Dr, Dunkirk NY 14048
Tax Map Parcel Number(s): 63.00-1-40
City/Town/Village(s): Sheridan
School District(s): Dunkirk
Current Legal Owner: 3565 Chadwick Dr LLC
Contract to purchase (Yes or No): Yes
Date of purchase: 1/31/2026
Purchase price: \$ 4,700,000
Present use of the Project site:
 Trucking Terminal
What are current real estate taxes on the Project site?
County/Town: \$ 25,843.05
City/Village: \$
School: \$ 35,868.46
Are tax cert. proceedings currently pending with respect to the Project real property?
 YES ☐ NO ☒
Proposed User(s)/Tenant(s) of the Facility
 (Complete for each User/Tenant for additional User/Tenants of the Company, use space at the end of this section)
Company Name: _____
Address: _____
City/State/Zip: _____
Tax ID No.: _____
Contact Name: _____
Title: _____
Phone Number: _____
E-Mail: _____
% of facility to be occupied by User/Tenant: _____
Relationship to the Applicant: _____

OFFICERS OF APPLICANT

Name:	Title:
Kirk Hill	President
_____	_____
_____	_____
_____	_____

Owners of 20% or more of User/Tenant:

Name	%	Corporate Title
N/A		

APPLICANT'S LEGAL COUNSEL:

Firm name: Hodgson Russ LLP
Address: 140 Pearl Street, Buffalo NY 14202
Contact: Rafael F. Pignataro
Phone: (716) 848-1222
Fax: _____
E-Mail: rpignataro@hodgsonruss.com

Type of Proposed Project (check all that apply):

- ☐ 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: 115,000
Square footage of existing facility: 121,450
- ☒ Acquisition of Land/Building
Acreage/square footage of land: 10
Square footage of building: 121,450
- ☒ Acquisition of Furniture/Machinery/Equipment
List principal items or categories:
Material handling equipment, retrieval and storage systems

- ☐ Other (specify): _____

Briefly describe the purpose of the proposed Project, the reasons why the Project is necessary to the Applicant and why the Agency's financial assistance is necessary, and the effect the Project will have on the Applicant's business or operations:

Wavepoint 3 PL Inc. plans to acquire and upgrade an existing warehouse in Sheridan, New York, to modernize an existing warehousing and logistics hub that support the company's growth and meet customer

demand across the Northeast. Financial assistance is needed to offset the upfront costs for acquisition and internal improvements, making the project feasible at this location. The investment will create 20 new jobs and position

Wavepoint for future expansion to strengthen its distribution network.

Please list Affiliates/Parents/Subsidiary Entities to Applicant (attach organization chart if necessary)

See attached

Will the Project provide on-site child daycare facilities? If so, please explain: No

PART III. CAPITAL COSTS OF THE PROJECT

A. Provide an estimate of Project Costs of all items listed below:

	<u>Item</u>	<u>Cost</u>
1.	Land and/or Building Acquisition:	\$ 4,700,000
2.	Building Demolition:	\$
3.	Construction/Reconstruction/Renovation:	\$ 500,000
4.	Site Work:	\$
5.	Infrastructure Work:	\$
6.	Furniture, Equipment & Machinery Acquisition (not included in 3. above):	\$ 500,000
7.	Architectural/Engineering Fees:	\$
8.	Applicant's Legal Fees:	\$
9.	Financial Fees:	\$
10.	Other Professional Fees:	\$
11.	Other Soft Costs (describe): closing costs and lease equity	\$ 300,000
12.	Other (describe):	\$
	Total Project Costs:	\$ 6,000,000

B. Estimated Sources of Funds for Project Costs:

	<u>Source</u>
1.	Tax-Exempt IDA Bonds: \$
2.	Taxable IDA Bonds: \$
3.	Conventional Mortgage Loans: \$
4.	SBA or other Governmental Financing: \$
	Identify: _____
5.	Other Public Sources (e.g., grants, tax credits): \$
	Identify: _____
6.	Other Public Agency Loans: \$
7.	Other Private Loans: \$ 4,700,000
8.	Equity Investment: \$ 1,300,000
	(Excluding equity attributable to grants/tax credits)
	Total Funding: \$ 6,000,000

What percentage of the total project costs are funded/financed from public sector sources: 0 %

C. Requested Financial Assistance

Tax-Exempt Bonds: \$ _____
Taxable Bonds: \$ _____
Estimated Value of Sales Tax Benefit: \$ 80,000
(i.e., gross amount of cost of goods and services that are subject to state and local sales and use taxes multiplied by [8.0%])

Estimated Value of Mortgage Tax Benefit: \$ 58,750
(i.e., principal amount of mortgage loans multiplied by [1.25%])

Estimated CCIDA PILOT Property Tax Benefit:

Type: Real Property PILOT

Term: 10 years

Schedule Requested: TBD

Deviation? Yes ☐ No ☐

Will the proposed Project utilize a property tax exemption benefit other than from the Agency: No
(if so, please describe requested type, term and schedule)

Existing Total Annual Property Taxes on Land and Building: \$ 61,711.51

Estimated Additional Property Taxes on completed Project over the requested PILOT term (without Agency financial assistance): \$ TBD

Other (specify): _____

NOTE: Upon acceptance of this Application by the Agency, the Agency's staff will create a PILOT schedule and indicate the estimated amount of PILOT Benefit/Cost utilizing anticipated tax rates and assessed valuation, make an estimate of the allocation of PILOT payments among the affected tax jurisdictions, and attach such information as Exhibit A hereto.

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.

D. Status of Expenses

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.

YES ☐

NO ☒

E. Existing Operations

Does the Applicant or any User(s)/Tenant(s) currently operate in the County? If YES, describe such operations, including whether the proposed Project will result in the relocation or abandonment of such other operation(s).

Yes. WavePoint currently operates in Chautauqua County at 3565 Chadwick Drive, Dunkirk and at 196 Newton St in Fredonia. The proposed Dunkirk Project will not relocate or abandon operations in Fredonia but will expand capacity and support future growth in Drunkirk. Wavepoint will maintain current employment in the County and anticipates adding 20 additional jobs at 3565 Chadwick.

PART IV: COST-BENEFIT ANALYSIS

Provide the current annual payroll in Chautauqua County. Then, estimate projected payroll in years 1, 2, 3, after completion of Project.

	<u>Present</u>	<u>Year 1</u>	<u>Year 2</u>	<u>Year 3</u>
Full Time:	\$ 2,850,000	\$ 3,424,750	\$ 3,880,242	\$ 4,152,363
Part Time ¹ :	\$ _____	\$ _____	\$ _____	\$ _____

If the Applicant presently operates in Chautauqua County, provide the current number of employees in the following occupations. Then, estimate the projected Full Time Equivalent ("FTE") employees as indicated following completion of the Project:

Current and Planned Occupations	Present Jobs Per Occupation	Est. FTEs Post-Completion:			Est. # of County Residents. by yr. 3
		<u>1 year</u>	<u>2 years</u>	<u>3 years</u>	
Management	<u>5</u>	<u>5</u>	<u>5</u>	<u>5</u>	<u>4</u>
Professional	<u>4</u>	<u>6</u>	<u>7</u>	<u>8</u>	<u>6</u>
Administrative	<u>4</u>	<u>5</u>	<u>5</u>	<u>5</u>	<u>4</u>
Production	_____	_____	_____	_____	_____
Supervisor	<u>4</u>	<u>5</u>	<u>6</u>	<u>6</u>	<u>4</u>
Laborer	<u>47</u>	<u>53</u>	<u>57</u>	<u>60</u>	<u>52</u>
Independent Contractor ²	_____	_____	_____	_____	_____
Other (describe)	_____	_____	_____	_____	_____

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 because of the proposed Project:

Category of Jobs to be Retained/Created:	Average Salary or Range of Salary:	Average Fringe Benefits or Range of Fringe Benefits:
Management	\$94,950	30%
Professional	\$82,000	30%
Administrative	\$52,000	30%
Production		
Supervisor	\$45,000	30%
Laborer	\$40,000	30%
Independent Contractor ²		
Other		

Please indicate the number of temporary construction jobs anticipated to be created in connection with the acquisition, construction, and/or renovation of the Project: ⁵ _____

Please note that the Agency may utilize the foregoing employment projections, 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 above number of jobs, types of occupations and amount of payroll with respect to the proposed project.

¹ 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).

² As used in this chart, this category includes employees of independent contractors.

What percentage of the Applicant's total dollar amount of production, sales or services (including production, sales or services rendered following completion of the Project) are made to customers outside the economic development region (i.e., Western New York)?

66 %

Describe any municipal revenues that will result from the Project (excluding any PILOT payments):

N/A

What is the estimated aggregate annual amount of goods and services to be purchased by the Applicant for each year after completion of the Project, and what portion will be sourced from businesses located in Chautauqua County and the State:

	<u>Amount</u>	<u>% Sourced in Chautauqua County</u>	<u>% Sourced in State</u>
Year 1	\$ 3,000,000	25	30
Year 2	\$ 3,500,000	25	30
Year 3	\$ 4,000,000	25	30

Describe, if applicable, other benefits to the Chautauqua County anticipated as a result of the Project, including a projected annual estimate of additional sales tax revenue generated, directly and indirectly, as a result of undertaking the project:

3565 Chadwick will support local suppliers and contractors as well as support economic activity as a result of new investment and creation of additional jobs in the County.

If applicable, has construction/reconstruction/renovation work on the Project begun? If YES, indicate the percentage of completion:

- | | | | |
|----|-------------------------------|------------------------------|---|
| 1. | (a) Site clearance | YES <input type="checkbox"/> | NO <input checked="" type="checkbox"/> _____ % complete |
| | (b) Environmental Remediation | YES <input type="checkbox"/> | NO <input checked="" type="checkbox"/> _____ % complete |
| | (c) Foundation | YES <input type="checkbox"/> | NO <input checked="" type="checkbox"/> _____ % complete |
| | (d) Footings | YES <input type="checkbox"/> | NO <input checked="" type="checkbox"/> _____ % complete |
| | (e) Steel | YES <input type="checkbox"/> | NO <input checked="" type="checkbox"/> _____ % complete |
| | (f) Masonry | YES <input type="checkbox"/> | NO <input checked="" type="checkbox"/> _____ % complete |
| | (g) Interior | YES <input type="checkbox"/> | NO <input checked="" type="checkbox"/> _____ % complete |
| | (h) Other (describe below): | YES <input type="checkbox"/> | NO <input checked="" type="checkbox"/> _____ % complete |

If NO to all of the above categories, what is the proposed date of commencement of construction, reconstruction, renovation, installation or equipping of the Project? March 2026

Provide an estimated time schedule to complete the Project and when first use of the Project is expected to occur:

Acquisition is anticipated to close no later than q1 of 2026. WavePoint will continue to operate while renovating the facility in Spring of 2026 with full operations by July 2026

PART V: QUESTIONS

Please answer the following questions. If an answer is "YES" to any question, please provide details in the space provided at the end of the section.

1. Would the completion of the Project result in the removal of an industrial or manufacturing plant of the Project occupant from one area of the state to another area of the state or in the abandonment of one or more such plants?

YES ☐ NO ☒

**** If the answer is "No" please continue to question 3.**

2. If the answer is "Yes" please answer the two (2) following questions.

- a. 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 ☐

- b. 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 ☐

3. Is there a likelihood that the proposed Project would not be undertaken by the Applicant but for the granting of the financial assistance by the Agency? (If yes, explain; if no, explain why the Agency should grant the financial assistance with respect to the proposed Project).

YES ☒ NO ☐

4. The Applicant certifies that the provisions of Section 862(1) of the General Municipal Law will not be violated if financial assistance is provided by the Agency for the proposed Project.

YES ☒ NO ☐

5. Is an environmental impact statement required by Article 8 of the N.Y. Environmental Conservation Law (i.e., the New York State Environmental Quality Review Act)? If "yes" please complete and attach to the Application.

YES ☐ NO ☒

**** Applicants should consult *Exhibit B* in order to determine which version of the New York State Environmental Assessment Form must be submitted with this Application.**

6. Will customers personally visit the Project site for "retail sales" of Goods and/or Services? "Retail Sales" means (i) sales by a registered vendor under Article 28 of the Tax Law of the State primarily engaged in the retail sale of tangible personal property, as defined in section 1101(b)(4)(i) of the Tax Law of the State, or (ii) sales of a service to such customers.

Sales of Goods: YES ☐ NO ☒
Sales of Services: YES ☐ NO ☒

**** If the answer to both is "No" please continue to the next page; if the answer to either is "Yes" please answer the four (4) remaining questions.**

- a. What percentage of the cost of the Project (including that portion of the cost to be financed from equity or sources other than Agency financing) will be expended on such facilities or property primarily used in making retail sales of goods or services to customers who personally visit the Project?

_____ %

- b. Is the Project likely to attract a significant number of visitors from outside the economic development region (i.e., Western New York) in which the Project is or will be located?

YES ☐ NO ☐

- c. Is the predominant purpose of the Project to make available goods or services which would not, but for the Project, be reasonably accessible to the residents of the city, town or village within which the Project will be located, because of a lack of reasonably accessible retail trade facilities offering such goods or services?

YES ☐ NO ☐

- d. Will the Project be located in one of the following: (a) an area designated as an empire zone 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 in which the data relates, or at least 20% of the households receiving public assistance, and (ii) an unemployment rate of at least 1.25 times the statewide unemployment rate for the year to which the data relates?

YES ☐ NO ☐

Details: Yes. While WavePoint is committed to expanding its operations in Chautauqua County, the high upfront costs associated with the acquisition and improvement

of the Dunkirk facility make the project economically challenging without financial assistance from the Agency. The requested incentives, including a PILOT, are

critical to making the investment feasible in this location and to ensuring consistent and predictable tax payments. Without such assistance, the acquisition would not occur.

CERTIFICATIONS AND ACKNOWLEDGMENTS OF THE APPLICANT

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.

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.

EIGHTH:

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/Assumptions/Modifications: 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.

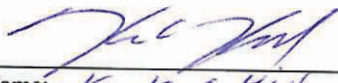
The Agency's bond counsel's fees, general counsel fee and the administrative fees may be considered as a cost of the Project and included as part of any resultant financing, subject to compliance with applicable law.

Regardless of the success of this Application or whether the hoped-for Financial Assistance is realized, Applicant agrees to pay all costs in connection with any efforts by the Agency on behalf of the Applicant including any fees and expenses of the Agency's general counsel, bond counsel, and all applicable recording, filing or other related fees, taxes and charges upon receipt and review of the Application, securing necessary approvals, closing the necessary transaction, and/or terminating any transaction entered into by the Applicant and the Agency.

NINTH:

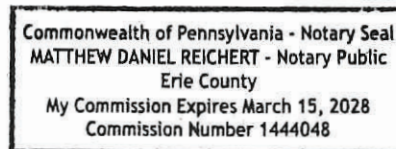
The Applicant authorizes the Agency to make inquiry of the United States Environmental Protection Agency, the New York State Department of Environmental Conservation or any other appropriate federal, state or local governmental agency or authority as to whether the Project site or any property adjacent to or within the immediate vicinity of the Project site is or has been identified as a site at which hazardous substances are being or have been used, stored, treated, generated, transported, processed, handled, produced, released or disposed of. The Applicant will be required to secure the written consent of the owner of the Project site to such inquiries (if the Applicant is not the owner), upon request of the Agency.

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.


Name: Kirk C. Hill
Title: President

Subscribed and affirmed to me this 11TH
day of November, 2025


1444048
Notary Public



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.

DATE

EXHIBIT A

Financial Assistance Schedule

Agency staff will indicate the amount of PILOT, sales and mortgage recording tax benefits based on estimated Project Costs as contained herein, anticipated tax rates, and assessed valuation, including the annual PILOT Benefit abatement amount for the term of the PILOT as depicted below. This section of this Application will be: (i) completed by IDA Staff based upon information contained within the Application, and (ii) provided to the Applicant for ultimate inclusion as part of the completed Application.

A. PILOT Estimate Table Worksheet

Dollar Value of New Construction and Renovation Costs	Estimated New Assessed Value of Property Subject to IDA*	County Tax Rate/\$1000	Local Tax Rate (Town/City/Village)/\$1000	School Tax Rate/\$1000	Total Current Annual Taxes
\$1,000,000	\$1,880,000	\$15.604886	\$4.280676	\$29.964906	\$ 61,711.51

*Apply equalization rate to value

PILOT Year	% Payment	PILOT Amount	Full Tax Payment without PILOT	Estimated Net Exemption
1.	TBD	TBD	TBD	TBD
2.	TBD	TBD	TBD	TBD
3.	TBD	TBD	TBD	TBD
4.	TBD	TBD	TBD	TBD
5.	TBD	TBD	TBD	TBD
6.	TBD	TBD	TBD	TBD
7.	TBD	TBD	TBD	TBD
8.	TBD	TBD	TBD	TBD
9.	TBD	TBD	TBD	TBD
10.	TBD	TBD	TBD	TBD
11.				
12.				
13.				
14.				
15.				
16.				
17.				
18.				
19.				
20.				
21.				
22.				
23.				
24.				
25.				
TOTAL				

*Estimates provided are based on current property tax rates and assessment values

B. Sales Tax Exemption Benefit:

Estimated Sales Tax exemption for facility construction: \$ 500,000

Estimated Sales Tax exemption for fixtures and equipment: \$ 500,000

Estimated Start Date: March 2026

Estimated duration of Sales Tax exemption: 12 months

C. Mortgage Recording Tax Exemption Benefit:

Estimated value of Mortgage Recording Tax exemption: \$ 58,750

D. Other Benefit(s):

E. Solar Projects Only: Size _____ ☐ kW or ☐ MW
☐ Community Distribution Facility ☐ Small Alternate Energy Project

F. Battery Energy Storage System Only: Size _____ MW

Parcel ID(s):
1. 63.00-1-40
2.
3.
4.
5.
6.
7.
8.
9.
10.

Exhibit B

State Environmental Quality Review Act Compliance Checklist

The County of Chautauqua Industrial Development Agency (“CCIDA”), pursuant to the State Environmental Quality Review Act (“SEQRA”), must evaluate the environmental impacts of a project before deciding whether to undertake the project. The below checklist is intended to aid Applicants in determining which version of NYSDEC’s Environmental Assessment Form (“EAF”), available on NYSDEC’s website, to submit as a part of a complete application package to the CCIDA.

If one or more of the below items applies to the project, then a Full EAF must be prepared for submission. If none of the below items apply, then a Short EAF may be submitted. Please note that the below list is not exhaustive, and Applicants who have completed a short EAF may be required to fill out a Full EAF upon review of the project information by the CCIDA. Applicants should consult with their engineers and consultants to aid them in preparing the EAF.

Does the project involve:

☒ activities, other than the construction of residential facilities, that meet or exceed any of the following thresholds:

- ☐ a project or action that involves the physical alteration of 10 acres?
- ☐ a project or action that would use ground or surface water in excess of 2,000,000 gallons per day?
- ☐ parking for 500 vehicles?
- ☒ a facility with more than 100,000 square feet of gross floor area?

☐ the expansion of existing nonresidential facilities that meet or exceed any of the following thresholds:

- ☐ a project or action that involves the physical alteration of 5 acres?
- ☐ a project or action that would use ground or surface water in excess of 1,000,000 gallons per day?
- ☐ parking for 250 vehicles?
- ☐ a facility with more than 50,000 square feet of gross floor area?

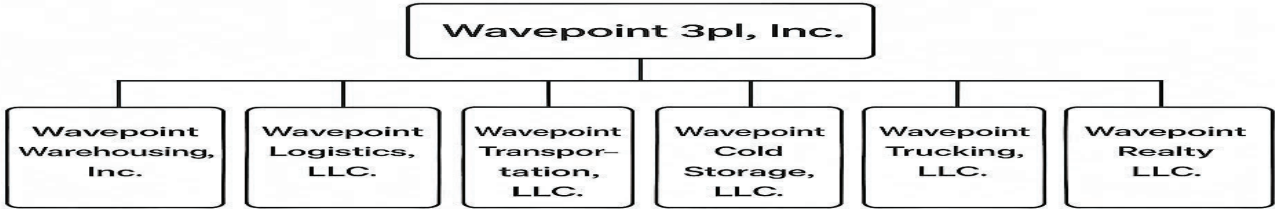
☐ activities which meet at least one of the criteria in **both** Columns A **and** B below:

☐ Column A:

- ☐ occurring wholly or partially within an agricultural district certified by Agriculture and Markets?
- ☐ occurring wholly or partially within, or substantially contiguous to, any historic building, structure, facility, site or district or prehistoric site that is listed on the State or National Register of Historic Places, or has been determined by the Commissioner of the Office of Parks, Recreation and Historic Preservation to be eligible for listing?
- ☐ occurring wholly or partially within or substantially contiguous to any publicly owned or operated parkland, recreation area or designated open space, including any site on the Register of National Natural Landmarks?

☐ Column B:

- ☐ activities, other than the construction of residential facilities, that meet or exceed any of the following thresholds:
 - ☐ a project or action that involves the physical alteration of 2.5 acres?
 - ☐ a project or action that would use ground or surface water in excess of 500,000 gallons per day?
 - ☐ parking for 125 vehicles?
 - ☐ a facility with more than 25,000 square feet of gross floor area?
- ☐ the expansion of existing nonresidential facilities that meet or exceed any of the following thresholds:
 - ☐ a project or action that involves the physical alteration of 1.25 acres?
 - ☐ a project or action that would use ground or surface water in excess of 250,000 gallons per day?
 - ☐ parking for 63 vehicles?
 - ☐ a facility with more than 12,500 square feet of gross floor area?



**MAPLEVALE FARMS, INC. -
Deviation Approval Resolution**

A regular meeting of the County of Chautauqua Industrial Development Agency (the “Agency”) was convened in public session on December 16, 2025, at 10:30 A.M., local time, at the offices of the Agency located at 201 West 3rd Street, Jamestown, County of Chautauqua, New York (the “IDA Office”).

The meeting was called to order by the _____ and, upon roll being called, the following members of the Agency were:

PRESENT:

Gary Henry	Chairman
Daniel Heitzenrater	Vice Chairman
Sagan Sheffield-Smith	Treasurer
Amy Harding	Secretary
Daniel DeMarte	Member
Tom Harmon	Member
Kevin Muldowney	Member
John Healy	Member
Ted Wightman	Member

NOT PRESENT:

THE FOLLOWING ADDITIONAL PERSONS WERE PRESENT:

Mark Geise	Administrative Director/CEO
Shelby Bilskie	Chief Financial Officer
Milan K. Tyler, Esq.	Counsel
Matthew J. Fitzgerald, Esq.	Counsel

The attached resolution no. 12-16-25-04 was offered by _____, seconded by _____:

Resolution No. 12-16-25-04

RESOLUTION AUTHORIZING A DEVIATION FROM THE UNIFORM
TAX EXEMPTION POLICY OF THE COUNTY OF CHAUTAUQUA
INDUSTRIAL DEVELOPMENT AGENCY WITH RESPECT
TO A PROJECT FOR MAPLEVALE FARMS, INC.
AND/OR ITS AFFILIATES

WHEREAS, the County of Chautauqua Industrial Development Agency (the “Agency”) is authorized and empowered by the provisions of Chapter 1030 of the Laws of 1969 of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the “Enabling Act”) and Chapter 71 of the 1972 Laws of New York, as amended, constituting Section 895-h of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the “Act”) to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial, research, renewable energy and recreation facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct, reconstruct and install one or more “projects” (as defined in the Act), or to cause said projects to be acquired, constructed, reconstructed and installed and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, MAPLEVALE FARMS, INC., a corporation duly organized and existing under the laws of the State of New York, on behalf of itself and/or the principals of Maplevale Farms, Inc. and/or an entity or entities formed or to be formed on behalf of any of the foregoing (collectively, the “Applicant”), presented an updated application for financial assistance (the “Application”) to the Agency, which Application requested that the Agency consider undertaking a project (the “Project”) consisting of the following: (A)(1) the acquisition of an interest in an approximately 194 acre parcel of land known as 3196 Route 426, Findley Lake, Town of Mina, County of Chautauqua, New York (Tax Map Parcel ID Nos. 342.00-1-1) (the “Land”), (2) the construction of an approximately 144,405 square foot building on the Land, together with related improvements to the Land (the “Building”), and (3) the acquisition of certain furniture, fixtures, machinery, equipment and building materials necessary for the completion thereof (collectively, the “Equipment”, and together with the Land and the Building, the “Facility”), all of the foregoing for use by the Applicant as a refrigerated food warehouse and

distribution facility; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the General Municipal Law) with respect to the foregoing in the form of potential exemptions or partial exemptions from sales and use taxes, mortgage recording taxes and real property taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase), license or sale of the Project Facility to the Applicant or such other entity(ies) as may be designated by the Applicant and agreed upon by the Agency; and

WHEREAS, the Application states that the Applicant is seeking an exemption from real property taxes with respect to the Improvements that, if granted, would constitute a deviation from the Agency’s established Uniform Tax Exemption Policy and Guidelines (the “Tax Exemption Policy”) that is published on the Agency’s website; and

WHEREAS, in accordance with Section 874(4) of the Act, (A) the Administrative Director/CEO of the Agency caused a letter dated November 24, 2025 (collectively, the “Pilot Deviation Notice Letters”) to be mailed to the chief executive officer of each affected tax jurisdiction and to all other persons required by applicable law, informing said individuals that the Agency would, at its meeting on December 16, 2025 (the “IDA Meeting”), consider a proposed deviation from the Tax Exemption Policy with respect to the payment in lieu of taxes agreement to be entered into by the Agency with respect to the Improvements; and (B) the members of the Agency conducted the IDA Meeting on the date hereof and reviewed any comments and correspondence received with respect to the proposed deviation from the Tax Exemption Policy; and

WHEREAS, the Agency desires to provide for compliance with the provisions of Section 874(4) of the Act with respect to the proposed deviation from the Tax Exemption Policy;

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE COUNTY OF CHAUTAUQUA INDUSTRIAL DEVELOPMENT AGENCY, AS FOLLOWS:

Section 1. The Agency hereby determines that the Agency has fully complied with the requirements of Section 874(4) of the Act relating to the proposed deviation from the Tax Exemption Policy.

Section 2. Prior to making the determinations set forth in this Resolution, the members of the Agency have considered and weighed all of the factors set forth in the Tax Exemption Policy.

Section 3. Having reviewed all written comments and correspondence received at or prior to the IDA Meeting, the Agency hereby approves the proposed deviation from the Tax Exemption Policy as described in the Pilot Deviation Notice Letters (copies of which are attached hereto as Exhibit A) because the Property Tax Exemption (as defined in the Pilot Deviation Notice Letters) is necessary to induce the Applicant to undertake the Project in

Chautauqua County. Deviating from the Policy in this instance will advance the job opportunities, general prosperity and economic welfare of the people of the State of New York and Chautauqua County. Deviation from the Policy is further necessary with respect to the Project due to the previously-unknown costs and delays associated with the acquisition and installation of electrical infrastructure necessary to support the Project.

Section 4. The Chairman, Vice Chairman, Administrative Director/CEO and Chief Financial Officer of the Agency are each hereby authorized and directed, acting individually or jointly, to distribute copies of this Resolution to the Applicant and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution. If the Agency hereafter adopts appropriate final approving resolutions with respect to the proposed straight-lease transaction with the Applicant (the "Transaction"), the Chairman, Vice Chairman, Administrative Director/CEO and Chief Financial Officer of the Agency are each hereby authorized and directed, acting individually or jointly, to cause the Agency to (A) enter into a Payment in Lieu of Taxes Agreement providing for, among other things, the making of payments in lieu of property taxes consistent with the Pilot Deviation Notice Letters, and (B) file an application for real property tax exemption with the appropriate assessor(s) with respect to the Improvements.

Section 5. This Resolution shall take effect immediately, but is subject to and conditioned upon the closing of the Transaction.

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

Gary Henry	VOTING
Dan Heitzenrater	VOTING
Sagan Sheffield-Smith	VOTING
Amy Harding	VOTING
Daniel DeMarte	VOTING
Tom Harmon	VOTING
John Healy	VOTING
Kevin Muldowney	VOTING
Ted Wightman	VOTING

The foregoing resolution was thereupon declared duly _____.

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

WE, the undersigned officers of the County of Chautauqua Industrial Development Agency (the “Agency”), DO HEREBY CERTIFY that we have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on December 16, 2025 said original and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

WE FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the “Open Meetings Law”), said meeting was open to the general public at both locations at which members of the Agency were present, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; (D) there was a quorum of the members of the Agency present throughout said meeting; and (E) the meeting was recorded and the recording has been or will be posted on the public website of the Agency pursuant to the Open Meetings Law.

WE FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, we have hereunto set our hand this 16th day of December, 2025.

[Assistant] Secretary

[Vice] Chairman

EXHIBIT A

Pilot Deviation Notice Letters

See Attached



County of Chautauqua Industrial Development Agency



ChooseCHQ.com

November 24, 2025

Board of Directors

Gary Henry

Chairman
Owner
Fancher Chair Co., Inc.

Tom Harmon

Member
PED Chair

Dan Heitzenrater

Vice Chairman
President & CEO
Chautauqua County
Chamber of Commerce

Sagan Sheffield-Smith

Treasurer
Chief Financial Officer
Double A Vineyards

Amy Harding

Secretary
Vice President
Lake Shore Savings Bank

John Healy

Member
Executive Director
Builders Exchange of the
Southern Tier

Daniel DeMarte

Member
President
Jamestown Community
College

Kevin Muldowney

Member
President
Muldowney
Development

**CERTIFIED MAIL,
RETURN RECEIPT REQUESTED
AND FIRST CLASS MAIL**

Rebecca Brumagin, Town Supervisor PO Box 38 Findley Lake, NY 14736	Stephanie Leek, District Clerk Clymer CSD 8672 East Main St Clymer, NY 14724
Sherrie Tanner, Town Clerk PO Box 38 Findley Lake, NY 14736	Chautauqua County County Executive, Paul Wendel 3 N. Erie St. Mayville, NY 14757
Beth Olson, Superintendent Clymer CSD 8672 East Main St Clymer, NY 14724	Post Journal, Legal Notices PO Box 3386 Jamestown, NY 14702-3386
Ed Mulkearn, School Board President Clymer CSD 8672 East Main St Clymer, NY 14724	

**NOTICE OF PROPOSED DEVIATION FROM UNIFORM
TAX EXEMPTION POLICY AND GUIDELINES**

Ladies and Gentlemen:

Notice is hereby given that at a meeting of the County of Chautauqua Industrial Development Agency (the "Agency") to be held on December 16, 2025, at 10:30 a.m., local time, from the offices of the Agency, 201 West Third Street, Jamestown, County of Chautauqua, New York, the Agency will consider whether to approve the application of MAPLEVALE FARMS, INC., a corporation duly organized and existing under the laws of the State of New York (the "Company"), for certain "financial assistance" which, if granted, would deviate from the Agency's Uniform Tax Exemption Policy and Guidelines (the "Policy") with respect to the payment of real property taxes.

The Company submitted an application for financial assistance (the "Application") to the Agency, which Application requested that the Agency consider undertaking a project

(the “Project”) consisting of the following: (A)(1) the acquisition of an interest in an approximately 194 acre parcel of land known as 3196 Route 426, Findley Lake, Town of Mina, County of Chautauqua, New York (Tax Map Parcel ID Nos. 342.00-1-1) (the “Land”), (2) the construction of an approximately 144,405 square foot building on the Land, together with related improvements to the Land (the “Building”), and (3) the acquisition of certain furniture, fixtures, machinery, equipment and building materials necessary for the completion thereof (collectively, the “Equipment”, and together with the Land and the Building, the “Facility”), all of the foregoing for use by the Applicant as a refrigerated food warehouse and distribution facility; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the General Municipal Law) with respect to the foregoing in the form of potential exemptions or partial exemptions from sales and use taxes, mortgage recording taxes and real property taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase), license or sale of the Project Facility to the Applicant or such other entity(ies) as may be designated by the Applicant and agreed upon by the Agency.

The Project Facility would be initially owned, operated and/or managed by the Company (or such other entity(ies) as may be designated by the Company and agreed upon by the Agency).

The Application states that the Company is seeking an abatement of real property taxes with respect the Project Facility. Based upon negotiations between representatives of the Company and the Agency, the parties contemplate that the Agency may agree to grant a real property tax exemption with respect to the Project Facility (the “Property Tax Exemption”) that would result in a payment in lieu of taxes (“PILOT”) agreement between the Agency and the Company and/or its affiliate or designee having a term of fifteen (15) fiscal tax years (the “PILOT Term”), with annual PILOT payments with respect to the Project Facility as follows:

PILOT Year	Annual PILOT Payment
1	\$39,674
2	\$39,674
3	\$79,348
4	\$79,348
5	\$119,023
6	\$119,023
7	\$158,697
8	\$158,697
9	\$198,371
10	\$198,371
11	\$198,371
12	\$198,371
13	\$198,371
14	\$198,371
15	\$198,371

Thereafter, and through the end of the term of the lease or installment sale agreement with respect to the Project Facility, the payments would be equal to the real property taxes and assessments that would be payable as if the Project Facility was returned to the tax rolls as taxable property and subject to taxation at its then

current, full assessed value, as the same may be reassessed from time to time, and subject to tax rate increases imposed by the affected tax jurisdictions.

The Property Tax Exemption, if approved by the Agency, would represent a deviation from the Policy.

The reason for the proposed deviation is that the Property Tax Exemption, if approved by the Agency, is necessary to induce the Applicant to undertake the Project in Chautauqua County. Deviating from the Policy in this instance will advance the job opportunities, general prosperity and economic welfare of the people of the State of New York and Chautauqua County.

The meeting will be streamed on the Agency's website in real-time and a recording of the meeting will be posted on the Agency's website, all in accordance with Section 857 of the New York General Municipal Law, as amended.

Copies of the Application, including the request for a deviation from the Policy, are available for review by the public online at www.ccida.com. For additional assistance, contact the Agency at (716) 661-8900.

COUNTY OF CHAUTAUQUA
INDUSTRIAL DEVELOPMENT AGENCY



By: __

Shelby Bilskie
Chief Financial Officer

**MAPLEVALE FARMS, INC. -
Approving Resolution**

A regular meeting of the County of Chautauqua Industrial Development Agency (the “Agency”) was convened in public session on December 16, 2025, at 10:30 A.M., local time, at the offices of the Agency located at 201 West 3rd Street, Jamestown, County of Chautauqua, New York (the “IDA Office”).

The meeting was called to order by the _____ and, upon roll being called, the following members of the Agency were:

PRESENT:

Gary Henry	Chairman
Daniel Heitzenrater	Vice Chairman
Sagan Sheffield-Smith	Treasurer
Amy Harding	Secretary
Daniel DeMarte	Member
Tom Harmon	Member
Kevin Muldowney	Member
John Healy	Member
Ted Wightman	Member

NOT PRESENT:

THE FOLLOWING ADDITIONAL PERSONS WERE PRESENT:

Mark Geise	Administrative Director/CEO
Shelby Bilskie	Chief Financial Officer
Milan K. Tyler, Esq.	Counsel
Matthew J. Fitzgerald, Esq.	Counsel

The attached resolution no. 12-16-25-05 was offered by _____, seconded by _____:

RESOLUTION TAKING OFFICIAL ACTION TOWARD AND APPROVING THE
STRAIGHT LEASE DOCUMENTS FOR A CERTAIN PROJECT FOR
MAPLEVALE FARMS, INC., AND/OR ITS AFFILIATES

WHEREAS, the County of Chautauqua Industrial Development Agency (the “Agency”) is authorized and empowered by the provisions of Chapter 1030 of the Laws of 1969 of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the “Enabling Act”) and Chapter 71 of the 1972 Laws of New York, as amended, constituting Section 895-h of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the “Act”) to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial, research and recreation facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct, reconstruct and install one or more “projects” (as defined in the Act), or to cause said projects to be acquired, constructed, reconstructed and installed and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, MAPLEVALE FARMS, INC., a corporation duly organized and existing under the laws of the State of New York, on behalf of itself and/or the principals of Maplevale Farms, Inc. and/or an entity or entities formed or to be formed on behalf of any of the foregoing (collectively, the “Applicant”), presented an updated application for financial assistance (the “Application”) to the Agency, which Application requested that the Agency consider undertaking a project (the “Project”) consisting of the following: (A)(1) the acquisition of an interest in an approximately 194 acre parcel of land known as 3196 Route 426, Findley Lake, Town of Mina, County of Chautauqua, New York (Tax Map Parcel ID Nos. 342.00-1-1) (the “Land”), (2) the construction of an approximately 144,405 square foot building on the Land, together with related improvements to the Land (the “Building”), and (3) the acquisition of certain furniture, fixtures, machinery, equipment and building materials necessary for the completion thereof (collectively, the “Equipment”, and together with the Land and the Building, the “Facility”), all of the foregoing for use by the Applicant as a refrigerated food warehouse and distribution facility; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the General Municipal Law) with respect to the foregoing in the form of potential exemptions or partial exemptions from sales and use taxes, mortgage recording taxes and real property taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase), license or sale of the Project Facility to the Applicant or such other entity(ies) as may be designated by the Applicant and agreed upon by the Agency; and

WHEREAS, in accordance with Section 859-a of the Act, any approval of the Project is contingent upon, inter alia, a determination by the members of the Agency to proceed with the Project following a determination by the Agency that (A) the public hearing and notice requirements and other procedural requirements contained in the Act relating to the Project have been satisfied; and (B) the undertaking of the Project by the Agency and the granting of the Financial Assistance are and will be in compliance with all other applicable requirements of the Act, SEQRA (as hereinafter defined), and all other statutes, codes, laws, rules and regulations of any governmental authority having jurisdiction over the Project and/or the Project Facility (collectively, the “Applicable Laws”); and

WHEREAS, the Application is an amendment to a previously approved version of the Project, such amendment being necessary in light of previously-unknown costs and delays associated with necessary electrical infrastructure improvements to accomplish the Project; and

WHEREAS, the Administrative Director/CEO of the Agency (A) caused notice of a public hearing of the Agency pursuant to Section 859-a of the Act (the “Public Hearing”) to hear all persons interested in the Project and the Financial Assistance contemplated by the Agency with respect to the Project, to be mailed on November 24, 2025 to the chief executive officer of the County of Chautauqua (the “County”) and of each other affected tax jurisdiction within which the Project Facility is or is to be located, and posted a copy of the Application on the Agency’s website; (B) caused notice of the Public Hearing to be published on November 25, 2025 in *Post Journal*, a newspaper of general circulation available to residents of the County; (C) caused the Public Hearing to be conducted on December 9, 2025, at 9:00 a.m., local time, at 2883 North Road, Town of Mina, County of Chautauqua, New York; (D) caused the Public Hearing to be streamed on the Agency’s website in real-time and a recording of the Public Hearing to be posted on the Agency’s website, all in accordance with Section 857 of the Act, as amended; and (E) caused a written report of the Public Hearing to be prepared which fairly summarizes the views presented at the Public Hearing and collected written comments from the public (collectively, the “Report”) and distributed the Report to the members of the Agency; and

WHEREAS, pursuant to Article 8 of the New York Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the “SEQR Act”) and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (“NYSDEC”), being 6 N.Y.C.R.R. Part 617, et. seq., as amended (the “Regulations” and collectively with the SEQR Act, “SEQRA”), the Agency must satisfy the requirements contained in SEQRA prior to making a final determination whether to undertake the Project; and

WHEREAS, the Agency has undertaken a coordinated review of the Project in accordance with SEQRA in which it consulted with all other Involved and Interested Agencies, and the Agency issued a “Negative Declaration” at its September 11, 2025, meeting with respect to the Project, and such Negative Declaration is binding upon the Agency and all other Involved and Interested Agencies; and

WHEREAS, in accordance with Section 874(4) of the Act, (A) the Administrative Director/CEO of the Agency caused a letter dated November 24, 2025 (collectively, the “Pilot

Deviation Notice Letters”) to be mailed to the chief executive officer of each affected tax jurisdiction and to all other persons required by applicable law, informing said individuals that the Agency would, at its meeting on December 16, 2025 (the “IDA Meeting”), consider a proposed deviation from the Tax Exemption Policy with respect to the payment in lieu of taxes agreement to be entered into by the Agency with respect to the Improvements; and (B) the members of the Agency conducted the IDA Meeting on the date hereof and reviewed any comments and correspondence received with respect to the proposed deviation from the Tax Exemption Policy; and

WHEREAS, the Agency now desires to make its determination to proceed with the Project and to grant the Financial Assistance, subject to the terms hereof; and

WHEREAS, the Applicant and/or one (1) or more of its affiliates will (A) execute and deliver a certain Company Lease Agreement (the “Company Lease”), pursuant to which the Applicant and/or such affiliate(s) will grant to the Agency a leasehold interest in the Project Facility; (B) execute and deliver a certain Agency Lease Agreement (Uniform Project Agreement) (the “Agency Lease”), pursuant to which the Agency will grant to the Applicant and/or such affiliate(s) a subleasehold interest in the Project Facility; (C) execute and deliver a certain Payment in Lieu of Taxes Agreement (the “PILOT Agreement”) pursuant to which the Agency would grant an exemption from real property taxes with respect to the Improvements only; and (D) execute and deliver certain other certificates, documents, instruments and agreements related to the Project (together with the Company Lease, the Agency Lease and the PILOT Agreement, collectively, the “Transaction Documents”);

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE COUNTY OF CHAUTAUQUA INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:

Section 1. In accordance with Section 859-a of the Act, the Agency has prepared a written cost-benefit analysis with respect to the Project and the granting of the Financial Assistance (the “Analysis”). The Agency has reviewed the Application, the Report and the Analysis, and, based upon the representations made by the Applicant to the Agency and information obtained by the Agency, the Agency has reviewed and assessed all material information necessary to afford a reasonable basis for the Agency to make a determination to approve the Financial Assistance. In addition, the Agency hereby makes the following findings and determinations with respect to the Project:

(a) based on the proposed use of the Project Facility as set forth in the Application, the economic effects of the Project on the area in which it is situated, and the employment reasonably expected to be created and/or maintained by the Project, and an analysis of how the Project contributes to the realization of the public purposes of promoting employment opportunities in the County and the prevention of economic deterioration in the County, the Project will constitute a commercial facility with a significant impact on the area in which it is situated, and will advance the Agency’s purposes by promoting employment opportunities and preventing economic deterioration in the County. Therefore, the Project constitutes a “project” within the meaning of the Act;

(b) the granting by the Agency of the Financial Assistance with respect to the Project will be an inducement to the Applicant to undertake the Project in the County;

(c) there is a likelihood that the Project would not be undertaken but for the granting of the Financial Assistance by the Agency to the Applicant;

(d) the completion of the Project Facility, the sublease thereof by the Agency to the Applicant and the operation thereof by the Applicant will not result in the removal of a facility or plant of the Applicant or any other occupant or user of the Project Facility from one area of the State of New York (the "State") to another area of the State or in the abandonment of one or more plants or facilities of the Applicant or any other occupant or user located within the State (but outside of the County). Therefore, the provisions of subdivision (1) of Section 862 of the Act are not and will not be violated as a result of the granting of the Financial Assistance by the Agency to the Applicant;

(e) the Project will serve the public purposes of the Act by preserving permanent, private sector jobs, and increasing the overall number of permanent, private sector jobs in the State;

(f) no funds of the Agency shall be used in connection with the Project for the purpose of preventing the establishment of an industrial or manufacturing plant, nor shall any funds of the Agency be given in connection with the Project to any group or organization which is attempting to prevent the establishment of an industrial or manufacturing plant within the State, nor shall any funds of the Agency be used for advertising or promotional materials which depict elected or appointed government officials in either print or electronic media;

(g) the Project Facility does not and will not constitute a project where facilities or property that are primarily used in making retail sales of goods and/or services to customers who personally visit such facilities constitute more than one-third of the total cost of the Project. For purposes of this finding, retail sales shall mean: (i) sales by a registered vendor under Article 28 of the New York Tax Law primarily engaged in the retail sale of tangible personal property, as defined in subparagraph (i) of paragraph four of subdivision (b) of section 1101 of the New York Tax Law; or (ii) sales of a service to such customers;

(h) the granting of the Financial Assistance by the Agency with respect to the Project will encourage and assist the Applicant in undertaking the Project in the County, will promote the job opportunities, health, general prosperity and economic welfare of the inhabitants of the County and the State and improve their standard of living, and thereby serve the public purposes of the Act; and

(i) the Project will result in the removal or abandonment of a plant or facility of the Applicant or any other occupant or user of the Project Facility, currently located within the County, however, the Agency has provided notice to the chief executive

officer of the municipality in which the facility is currently located, and such removal is deemed necessary in order to facilitate the Project based upon the Company's representations to the Agency that the Project cannot be located at its existing location due to the need for growth beyond the capacity of their existing site.

Section 2. The Agency hereby ratifies, confirms and approves all actions heretofore taken by the Administrative Director/CEO, Chief Financial Officer and the staff of the Agency with respect to the Application, the Analysis and the Public Hearing, including, without limitation, (a) those actions required to ensure full compliance with the requirements of the Act, SEQRA and all other Applicable Laws that relate to the Project, and (b) the appointment of the law firm of Phillips Lytle LLP as Counsel to the Agency with respect to all matters in connection with the Project.

Section 3. The Agency hereby determines that the Agency has fully complied with the requirements of the Act, SEQRA and all other Applicable Laws that relate to the Project.

Section 4. Having considered fully all comments received at or in connection with the Public Hearing and the IDA Meeting, including correspondence received subsequent to the Public Hearing, the Agency hereby further determines to proceed with the Project and the granting of the Financial Assistance, subject to the terms hereof. The Agency hereby approves the granting of (a) an exemption from real property taxes having an estimated value of \$3,769,048, (b) an exemption from sales and use taxes in the maximum amount of \$2,000,000, and (c) an exemption from mortgage recording taxes having an estimated value of \$465,340.

Section 5. The Agency recognizes that due to the complexities of the proposed transaction it may become necessary that certain of the terms approved hereby may require modifications from time to time which will not affect the intent and substance of the authorizations and approvals by the Agency herein. The Agency hereby authorizes the Chairman, Vice Chairman, Administrative Director/CEO and Chief Financial Officer of the Agency, acting individually or jointly, to approve modifications to the terms approved hereby which do not affect the intent and substance of this Resolution, but may include adjustments to the Financial Assistance granted hereunder. The approval of such modifications shall be evidenced by the certificate of determination of an Agency officer or the execution and delivery by some or all such Agency officers of relevant documents containing such modified terms.

Section 6. The Agency is hereby authorized to (a) acquire an interest in the Project Facility pursuant to the Company Lease and the other Transaction Documents, (b) grant a subleasehold interest in the Project Facility pursuant to the Agency Lease and the other Transaction Documents, (c) grant the Financial Assistance, and (d) do all things necessary, convenient or appropriate for the accomplishment thereof. All acts heretofore taken by the Agency with respect to the foregoing are hereby approved, ratified and confirmed.

Section 7. The form and substance of the Transaction Documents, in the forms presented to the members of the Agency, together with such changes as the Chairman, the Vice Chairman, the Administrative Director/CEO or the Chief Financial Officer may hereafter deem necessary or appropriate, are hereby approved. The Chairman, the Vice Chairman, the

Administrative Director/CEO and the Chief Financial Officer are hereby authorized, on behalf of the Agency, acting together or individually, to execute and deliver the Transaction Documents to which the Agency is a party and, where appropriate, the Secretary (or Assistant Secretary) of the Agency is hereby authorized to affix the seal of the Agency thereto and to attest the same. The execution and delivery of each such agreement, approval and consent by such person(s) shall be conclusive evidence of such approval.

Section 8. The Chairman, the Vice Chairman, the Administrative Director/CEO and the Chief Financial Officer of the Agency are hereby further authorized, on behalf of the Agency, acting together or individually, to designate any additional Authorized Representatives (as defined in the Agency Lease) of the Agency.

Section 9. The officers, employees and agents of the Agency are hereby authorized and directed, acting individually or jointly, 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 Transaction Documents, to execute and deliver all such additional certificates, instruments, agreements and documents, to 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, convenient or appropriate to effect the purposes of this Resolution and to cause compliance with all of the terms, covenants and provisions of the Transaction Documents to which the Agency is a party or which are binding on the Agency.

Section 10. The members of the Agency acknowledge the terms and conditions of Section 875(3) of the Act and the duties and obligations of the Agency thereunder with respect to granting of State Sales and Use Taxes (as such term is defined in Section 875 of the Act) with respect to the Project. The members hereby direct the officers of the Agency to comply with such terms and conditions with respect to the Project and hereby direct Counsel to the Agency to include such terms and conditions in all relevant Transaction Documents.

Section 11. The Chairman, the Vice Chairman, the Administrative Director/CEO and the Chief Financial Officer of the Agency are hereby authorized and directed to distribute copies of this Resolution to the Applicant and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

Section 12. This Resolution shall take effect immediately.

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

Gary Henry	VOTING
Sagan Sheffield-Smith	VOTING
Dan Heitzenrater	VOTING
Kevin Muldowney	VOTING
Amy Harding	VOTING
Daniel DeMarte	VOTING
Tom Harmon	VOTING
John Healy	VOTING
Ted Wightman	VOTING

The foregoing resolution was thereupon declared duly _____.

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

WE, the undersigned officers of the County of Chautauqua Industrial Development Agency (the “Agency”), DO HEREBY CERTIFY that we have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on December 16, 2025 with the original thereof on file in our offices, and that the same is a true and correct copy of said original and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

WE FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the “Open Meetings Law”), said meeting was open to the general public at both locations at which members of the Agency were present, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; (D) there was a quorum of the members of the Agency present throughout said meeting; and (E) the meeting was recorded and the recording has been or will be posted on the public website of the Agency pursuant to the Open Meetings Law.

WE FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, we have hereunto set our hand this 16th day of December, 2025.

[Assistant] Secretary

[Vice] Chairman

Maplevale Farms, Inc.

Project Description:

- Maplevale Farms, Inc. has been in business since 1951, as a family-owned independent company. They currently run operations out of their Falconer plant but are looking to relocate to the Town of Mina/Findley Lake, as they have outgrown their current facility. Maplevale is looking to construct an approximately 150,000 square foot refrigerated food warehouse and distribution facility on approximately 194 acres, located at 3196 Route 426, Findley Lake, NY. With the location adjacent to the I-86 and close to the I-90, this will allow Maplevale to upgrade and expand its food distribution operations and provide critical access to its customer base, which extends east towards Rochester, west towards Cleveland, and south towards Erie and Pittsburgh.
- Project Cost: \$41,363,542

Company Information:

Maplevale Farms, Inc.
3196 Route 426
Findley Lake
New York, 14736

Project Benefits:

- Creation of temporary and permanent jobs, with payroll.
- Local and State Sales Tax revenue.
- Local Real Property Tax revenue.

CCIDA Incentives:

- Maplevale Farms, Inc. has requested 15-year (PILOT), which is a deviation from our standard UTEP policy, on this Project for Sales tax exemption, Mortgage Recording Tax Abatement, and Property Tax abatement. The PILOT will produce payments to the affected taxing jurisdiction, over the life of the project, in the amount of \$2,182,080, with property tax exemptions totaling approximately \$3,769,048. Sales Tax savings will be approximately \$2,000,000 and Mortgage Recording Tax savings will be approximately \$465,340.

Jobs:

- Temporary
 - 300 - 400 jobs during construction.
- Permanent
 - Professional – 85 FTE by year 3 – estimated annual salary of \$100,238.
 - 9 new and 76 retained
 - Administrative – 44 FTE by year 3 – estimated annual salary of \$69,851.
 - 5 new and 44 retained
 - Laborer - 74 FTE by year 3 – estimated annual salary of \$46,732.

- 6 new and 68 retained
- Other – 28 FTE by year 3 – estimated annual salary of \$81,606.
 - 3 new and 25 retained

Cost Benefit Analysis (CBA):

Benefit to Cost Ratio

	Benefit*	Cost*	Ratio
Local	\$378,748,779	\$5,491,824	69:1
State	\$19,474,255	\$1,000,000	19:1
Grand Total	\$398,223,034	\$6,491,824	61:1

Timeline:

- Project estimated to begin construction ASAP, with completion estimated the first quarter of 2027.

SEQRA/Lead Agency:

- Lead Agency to be CCIDA, per the Towns request.
- SEQRA done by Phillips Lytle – Type 1 with negative declaration.

Project Milestones:

- June 2025 – Completed Application Received.
- June 24, 2025 – Due Diligence Resolution and Preliminary Agreement submitted to the Board for consideration – Approved by Board on same day.
- August 1, 2025 – Public Hearing held in the Town of Mina. No public or written comments received.
- September 11, 2025 – Final Approving Resolutions to be presented to Board for consideration.
- November 24, 2025 – Amended Application received.
- December 9, 2025 – New Public Hearing was held.
- December 16, 2025 – Deviation Approval Resolution and Amended Final Approval Resolution presented to Board for consideration.

APPLICATION FOR FINANCIAL ASSISTANCE

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 appropriate notations, such as "see Schedule 2(A), etc.); or writing "N.A.", signifying "not applicable".

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 closes, the Counsel Fee Deposit shall be credited against the applicable expenses incurred by the Agency with respect to the Project.

Any approval of financial assistance will be effective for one year. If the subject transaction has not closed within that time, reapproval may be required, which may be conditioned upon payment of some, most or all of the Agency's expected administrative fee and attorneys' fees accrued on that date.

Note: Please contact the CCIDA Main Office @ (716) 661-8900 with any questions relative to the application content and/or process.

PART I: APPLICANT

Name: Maplevale Farms, Inc.
Address: 2063 Allen Street Ext., Falconer, NY 14733
Phone: 716-483-4000
NY State Dept. of Labor Reg #: _____
Federal Employer ID #: 16-0960649
NAICS Code #: 424400
NAICS Sector: Grocery and Related Product Merchant Wholesalers
NAICS Industry: _____
Website: <https://maplevalefarms.com/>
Nature of business (goods to be sold, manufactured, assembled or processed, services rendered):
Warehouse & Distribution

Contact Name: Doug Neckers
Title: CEO
Phone Number: 716-483-4000
E-Mail: dneckers@maplevalefarms.com

Business Type:

- ☐ Sole Proprietorship
☐ General Partnership
☐ Limited Partnership
☐ Limited Liability Company
☒ Privately Held Corporation
☐ Publicly Held Corporation
☐ Not-for-Profit Corporation

State/Year of Incorporation/Organization: NY/1969
Qualified to do Business in New York (Yes or No): Yes

Owners of 20% or more of Applicant:

Name	%
Doug Neckers	37.78525%
Bruce Neckers	16.25%

PART II: PROJECT

Address of proposed project facility:
3196 Route 426, Findley Lake, New York 14736
Tax Map Parcel Number(s):
342.00-1-1
City/Town/Village(s): Town of Mina
School District(s): Clymer
Current Legal Owner: French Creek Land Management, LLC
Contract to purchase (Yes or No): No - owned by company
Date of purchase: 4/30/2024
Purchase price: \$ 1,500,000

Present use of the Project site:
Farm
What are current real estate taxes on the Project site?
County/Town: \$ 6,165.43
City/Village: \$ _____
School: \$ 6,456.13
Are tax cert. proceedings currently pending with respect to the Project real property?
YES ☐ NO ☒

Proposed User(s)/Tenant(s) of the Facility
(Complete for each User/Tenant for additional User/Tenants of the Company, use space at the end of this section)

Company Name: Maplevale Farms, Inc.
Address: 3196 Route 426, Findley Lake, New York 14736
City/State/Zip: _____
Tax ID No.: 16-0960649
Contact Name: Doug Neckers
Title: CEO
Phone Number: 716-483-4000
E-Mail: dneckers@maplevalefarms.com

% of facility to be occupied by User/Tenant:
100

Relationship to the Applicant:
same

OFFICERS OF APPLICANT

Name:	Title:
Douglas Neckers	CEO
Bruce Neckers	President
Keith Rogers	COO
_____	_____

Owners of 20% or more of User/Tenant:

Name	%	Corporate Title
Douglas Neckers	37.785250%	President
Bruce Neckers	16.25%	Vice President
_____	_____	_____

APPLICANT'S LEGAL COUNSEL:

Firm name: Wright Calimeri, PLLC
 Address: 525 Fairmount Ave, Jamestown, NY 14701
 Contact: Joe Calimeri
 Phone: 716-483-1122
 Fax: _____
 E-Mail: jcalimeri@wrightcalimeri.com

Type of Proposed Project (check all that apply):

- ☒ New Construction of a Facility
 Square footage: 144,405
- ☐ 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: _____
- ☐ Acquisition of Land/Building
 Acreage/square footage of land: _____
 Square footage of building: _____
- ☒ Acquisition of Furniture/Machinery/Equipment
 List principal items or categories:
Warehouse Equipment
Warehouse Racking
- ☐ Other (specify): _____

Briefly describe the purpose of the proposed Project, the reasons why the Project is necessary to the Applicant and why the Agency's financial assistance is necessary, and the effect the Project will have on the Applicant's business or operations:

Please see detailed description in Appendix A attached

Please list Affiliates/Parents/Subsidiary Entities to Applicant (attach organization chart if necessary)

French Creek Land Management, LLC

MF Meats, LLC

Will the Project provide on-site child daycare facilities? If so, please explain: No

PART III. CAPITAL COSTS OF THE PROJECT

A. Provide an estimate of Project Costs of all items listed below:

	<u>Item</u>	<u>Cost</u>
1.	Land and/or Building Acquisition:	\$ 1,500,000
2.	Building Demolition:	\$ 100,000
3.	Construction/Reconstruction/Renovation:	\$ 28,258,589
4.	Site Work:	\$ 4,050,000
5.	Infrastructure Work:	\$ 400,000
6.	Furniture, Equipment & Machinery Acquisition (not included in 3. above):	\$ 3,192,000
7.	Architectural/Engineering Fees:	\$ 1,412,929
8.	Applicant's Legal Fees:	\$ 100,000
9.	Financial Fees:	\$ 450,000
10.	Other Professional Fees:	\$ 150,000
11.	Other Soft Costs (describe): Moving Costs	\$ 250,000
12.	Other (describe): 4% Contingency	\$ 1,500,024
	Total Project Costs:	\$ 41,363,542

B. Estimated Sources of Funds for Project Costs:

	<u>Source</u>
1.	Tax-Exempt IDA Bonds: \$
2.	Taxable IDA Bonds: \$
3.	Conventional Mortgage Loans: \$ 20,681,771
4.	SBA or other Governmental Financing: \$
	Identify: _____
5.	Other Public Sources (e.g., grants, tax credits): \$
	Identify: _____
6.	Other Public Agency Loans: \$
7.	Other Private Loans: \$ 16,545,417
8.	Equity Investment: \$ 4,136,354
	(Excluding equity attributable to grants/tax credits)
	Total Funding: \$ 41,363,542

What percentage of the total project costs are funded/financed from public sector sources: _____ %

C. Requested Financial Assistance

Tax-Exempt Bonds: \$ _____
Taxable Bonds: \$ _____
Estimated Value of Sales Tax Benefit: \$ 2,000,000
(i.e., gross amount of cost of goods and services that are subject to state and local sales and use taxes multiplied by [8.0%])

Estimated Value of Mortgage Tax Benefit: \$ 465,340
(i.e., principal amount of mortgage loans multiplied by [1.25%])

Estimated CCIDA PILOT Property Tax Benefit:

Type: PILOT

Term: 10 Years

Schedule Requested: _____

Deviation? Yes ☐ No ☒

Will the proposed Project utilize a property tax exemption benefit other than from the Agency: No
(if so, please describe requested type, term and schedule)

Existing Total Annual Property Taxes on Land and Building: \$ 12,621.56

Estimated Additional Property Taxes on completed Project over the requested PILOT term (without Agency financial assistance): \$ _____

Other (specify): _____

NOTE: Upon acceptance of this Application by the Agency, the Agency's staff will create a PILOT schedule and indicate the estimated amount of PILOT Benefit/Cost utilizing anticipated tax rates and assessed valuation, make an estimate of the allocation of PILOT payments among the affected tax jurisdictions, and attach such information as Exhibit A hereto.

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.

D. Status of Expenses

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.

YES ☐

NO ☒

E. Existing Operations

Does the Applicant or any User(s)/Tenant(s) currently operate in the County? If YES, describe such operations, including whether the proposed Project will result in the relocation or abandonment of such other operation(s).

Yes, Maplevale Farms currently operates in Falconer, NY and plans to relocate to the proposed project location in Findley Lake, NY

(Please see Appendix A for a detailed description)

PART IV: COST-BENEFIT ANALYSIS

Provide the current annual payroll in Chautauqua County. Then, estimate projected payroll in years 1, 2, 3, after completion of Project.

	<u>Present</u>	<u>Year 1</u>	<u>Year 2</u>	<u>Year 3</u>
Full Time:	\$ 15,110,000	\$ 15,854,473	\$ 16,171,563	\$ 16,494,994
Part Time ¹ :	\$	\$	\$	\$

If the Applicant presently operates in Chautauqua County, provide the current number of employees in the following occupations. Then, estimate the projected Full Time Equivalent ("FTE") employees as indicated following completion of the Project:

Current and Planned Occupations	Present Jobs Per Occupation	Est. FTEs Post-Completion:			Est. # of County Residents. by yr. 3
		<u>1 year</u>	<u>2 years</u>	<u>3 years</u>	
Management					
Professional	76	78	81	85	15
Administrative	39	40	42	44	24
Production					
Supervisor					
Laborer	68	70	72	74	45
Independent Contractor ²					
Other (describe)	25	26	27	28	17

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 because of the proposed Project:

Category of Jobs to be Retained/Created:	Average Salary or Range of Salary:	Average Fringe Benefits or Range of Fringe Benefits:
Management		
Professional	100,238	+17-20%
Administrative	69,851	+17-20%
Production		
Supervisor		
Laborer	46,732	+17-20%
Independent Contractor ²		
Other	81,606	+17-20%

Please indicate the number of temporary construction jobs anticipated to be created in connection with the acquisition, construction, and/or renovation of the Project: 300-400

Please note that the Agency may utilize the foregoing employment projections, 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 above number of jobs, types of occupations and amount of payroll with respect to the proposed project.

¹ 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).

² As used in this chart, this category includes employees of independent contractors.

What percentage of the Applicant's total dollar amount of production, sales or services (including production, sales or services rendered following completion of the Project) are made to customers outside the economic development region (i.e., Western New York)?

100 %

Describe any municipal revenues that will result from the Project (excluding any PILOT payments):

Property Tax, Sales Tax, Bed Tax

What is the estimated aggregate annual amount of goods and services to be purchased by the Applicant for each year after completion of the Project, and what portion will be sourced from businesses located in Chautauqua County and the State:

	<u>Amount</u>	<u>% Sourced in Chautauqua County</u>	<u>% Sourced in State</u>
Year 1	\$ 155,465,000	2	17
Year 2	\$ 162,250,000	2.1	17.5
Year 3	\$ 173,500,000	2.3	18

Describe, if applicable, other benefits to the Chautauqua County anticipated as a result of the Project, including a projected annual estimate of additional sales tax revenue generated, directly and indirectly, as a result of undertaking the project:

Property Tax, Sales Tax, Bed Tax

If applicable, has construction/reconstruction/renovation work on the Project begun? If YES, indicate the percentage of completion:

1.	(a) Site clearance	YES <input type="checkbox"/>	NO <input checked="" type="checkbox"/> _____ % complete
	(b) Environmental Remediation	YES <input type="checkbox"/>	NO <input checked="" type="checkbox"/> _____ % complete
	(c) Foundation	YES <input type="checkbox"/>	NO <input checked="" type="checkbox"/> _____ % complete
	(d) Footings	YES <input type="checkbox"/>	NO <input checked="" type="checkbox"/> _____ % complete
	(e) Steel	YES <input type="checkbox"/>	NO <input checked="" type="checkbox"/> _____ % complete
	(f) Masonry	YES <input type="checkbox"/>	NO <input checked="" type="checkbox"/> _____ % complete
	(g) Interior	YES <input type="checkbox"/>	NO <input checked="" type="checkbox"/> _____ % complete
	(h) Other (describe below):	YES <input type="checkbox"/>	NO <input checked="" type="checkbox"/> _____ % complete

If NO to all of the above categories, what is the proposed date of commencement of construction, reconstruction, renovation, installation or equipping of the Project? October 1, 2025

Provide an estimated time schedule to complete the Project and when first use of the Project is expected to occur:

Construction Start Date (Site Work) 10/1/2025

Construction Completion Date 1/4/2027

Occupancy Date 1/15/2027

PART V: QUESTIONS

Please answer the following questions. If an answer is "YES" to any question, please provide details in the space provided at the end of the section.

1. Would the completion of the Project result in the removal of an industrial or manufacturing plant of the Project occupant from one area of the state to another area of the state or in the abandonment of one or more such plants?

YES ☐ NO ☒

**** If the answer is "No" please continue to question 3.**

2. If the answer is "Yes" please answer the two (2) following questions.

- a. 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 ☐

- b. 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 ☐

3. Is there a likelihood that the proposed Project would not be undertaken by the Applicant but for the granting of the financial assistance by the Agency? (If yes, explain; if no, explain why the Agency should grant the financial assistance with respect to the proposed Project).

YES ☒ NO ☐

4. The Applicant certifies that the provisions of Section 862(1) of the General Municipal Law will not be violated if financial assistance is provided by the Agency for the proposed Project.

YES ☒ NO ☐

5. Is an environmental impact statement required by Article 8 of the N.Y. Environmental Conservation Law (i.e., the New York State Environmental Quality Review Act)? If "yes" please complete and attach to the Application.

YES ☒ NO ☐

**** Applicants should consult *Exhibit B* in order to determine which version of the New York State Environmental Assessment Form must be submitted with this Application.**

6. Will customers personally visit the Project site for "retail sales" of Goods and/or Services? "Retail Sales" means (i) sales by a registered vendor under Article 28 of the Tax Law of the State primarily engaged in the retail sale of tangible personal property, as defined in section 1101(b)(4)(i) of the Tax Law of the State, or (ii) sales of a service to such customers.

Sales of Goods: YES ☒ NO ☐
Sales of Services: YES ☒ NO ☐

**** If the answer to both is "No" please continue to the next page; if the answer to either is "Yes" please answer the four (4) remaining questions.**

- a. What percentage of the cost of the Project (including that portion of the cost to be financed from equity or sources other than Agency financing) will be expended on such facilities or property primarily used in making retail sales of goods or services to customers who personally visit the Project?

1.0 %

- b. Is the Project likely to attract a significant number of visitors from outside the economic development region (i.e., Western New York) in which the Project is or will be located?

YES ☐ NO ☒

- c. Is the predominant purpose of the Project to make available goods or services which would not, but for the Project, be reasonably accessible to the residents of the city, town or village within which the Project will be located, because of a lack of reasonably accessible retail trade facilities offering such goods or services?

YES ☐ NO ☒

- d. Will the Project be located in one of the following: (a) an area designated as an empire zone 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 in which the data relates, or at least 20% of the households receiving public assistance, and (ii) an unemployment rate of at least 1.25 times the statewide unemployment rate for the year to which the data relates?

YES ☐ NO ☒

Details: Without the IDA's Assistance this project would not be feasible (See Appendix A for more details)

CERTIFICATIONS AND ACKNOWLEDGMENTS OF THE APPLICANT

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.

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.

EIGHTH:

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/Assumptions/Modifications: 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 law.

Regardless of the success of this Application or whether the hoped-for Financial Assistance is realized, Applicant agrees to pay all costs in connection with any efforts by the Agency on behalf of the Applicant including any fees and expenses of the Agency's general counsel, bond counsel, and all applicable recording, filing or other related fees, taxes and charges upon receipt and review of the Application, securing necessary approvals, closing the necessary transaction, and/or terminating any transaction entered into by the Applicant and the Agency.

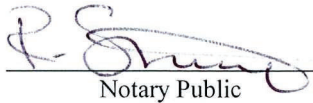
NINTH:

The Applicant authorizes the Agency to make inquiry of the United States Environmental Protection Agency, the New York State Department of Environmental Conservation or any other appropriate federal, state or local governmental agency or authority as to whether the Project site or any property adjacent to or within the immediate vicinity of the Project site is or has been identified as a site at which hazardous substances are being or have been used, stored, treated, generated, transported, processed, handled, produced, released or disposed of. The Applicant will be required to secure the written consent of the owner of the Project site to such inquiries (if the Applicant is not the owner), upon request of the Agency.

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.


Name: Keith Rogers
Title: Chief Operating Officer

Subscribed and affirmed to me this 13th
day of June, 2025


Notary Public

Rosemarie Strandburg
Notary Public, State of New York
Reg. No. 01ST0021819
Qualified in Chautauqua County
Commission Expires March 5, 2028

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.

6/13/25

DATE

MAPLEVALE - FINDLEY LAKE11.24.25

Land	1,500,000	
Construction	32,808,589	
FF & E	3,192,000	
Other	2,362,929	
Cont	1,500,024	
Total project cost	41,363,542	
Total sales tax savings*	2,000,000	
Property tax savings		
Estimated assessment on new building (AV)*	17,000,000	
Current tax rate per \$1,000 assessed value	23.337756	
Year	Full Taxation	PILOT Savings
1	396,742	39,674 357,068
2	396,742	39,674 357,068
3	396,742	79,348 317,393
4	396,742	79,348 317,393
5	396,742	119,023 277,719
6	396,742	119,023 277,719
7	396,742	158,697 238,045
8	396,742	158,697 238,045
9	396,742	198,371 198,371
10	396,742	198,371 198,371
11	396,742	198,371 198,371
12	396,742	198,371 198,371
13	396,742	198,371 198,371
14	396,742	198,371 198,371
15	396,742	198,371 198,371
Total	5,951,128	2,182,080 3,769,048
Mortgage Recording Tax 1.25 %		465,340
Total Savings (Before Fees):		6,234,388
Agency Fee: 1% of total project cost	\$	413,635
Application Fee & Counsel Deposit:	\$	2,000
Attorney Fees (TBD):	\$	30,000
Total Fees:	\$	445,635
Total Savings After Fees are Deducted:	\$	5,788,752

* These are all estimates, subject to change based on variations in project costs

Exhibit B

State Environmental Quality Review Act Compliance Checklist

The County of Chautauqua Industrial Development Agency ("CCIDA"), pursuant to the State Environmental Quality Review Act ("SEQRA"), must evaluate the environmental impacts of a project before deciding whether to undertake the project. The below checklist is intended to aid Applicants in determining which version of NYSDEC's Environmental Assessment Form ("EAF"), available on NYSDEC's website, to submit as a part of a complete application package to the CCIDA.

If one or more of the below items applies to the project, then a Full EAF must be prepared for submission. If none of the below items apply, then a Short EAF may be submitted. Please note that the below list is not exhaustive, and Applicants who have completed a short EAF may be required to fill out a Full EAF upon review of the project information by the CCIDA. Applicants should consult with their engineers and consultants to aid them in preparing the EAF.

Does the project involve:

- ☒ activities, other than the construction of residential facilities, that meet or exceed any of the following thresholds:
 - ☐ a project or action that involves the physical alteration of 10 acres?
 - ☐ a project or action that would use ground or surface water in excess of 2,000,000 gallons per day?
 - ☐ parking for 500 vehicles?
 - ☒ a facility with more than 100,000 square feet of gross floor area?
- ☐ the expansion of existing nonresidential facilities that meet or exceed any of the following thresholds:
 - ☐ a project or action that involves the physical alteration of 5 acres?
 - ☐ a project or action that would use ground or surface water in excess of 1,000,000 gallons per day?
 - ☐ parking for 250 vehicles?
 - ☐ a facility with more than 50,000 square feet of gross floor area?

☐ activities which meet at least one of the criteria in **both** Columns A **and** B below:

☐ Column A:

- ☐ occurring wholly or partially within an agricultural district certified by Agriculture and Markets?
- ☐ occurring wholly or partially within, or substantially contiguous to, any historic building, structure, facility, site or district or prehistoric site that is listed on the State or National Register of Historic Places, or has been determined by the Commissioner of the Office of Parks, Recreation and Historic Preservation to be eligible for listing?
- ☐ occurring wholly or partially within or substantially contiguous to any publicly owned or operated parkland, recreation area or designated open space, including any site on the Register of National Natural Landmarks?

☐ Column B:

- ☒ activities, other than the construction of residential facilities, that meet or exceed any of the following thresholds:
 - ☐ a project or action that involves the physical alteration of 2.5 acres?
 - ☐ a project or action that would use ground or surface water in excess of 500,000 gallons per day?
 - ☐ parking for 125 vehicles?
 - ☒ a facility with more than 25,000 square feet of gross floor area?
- ☐ the expansion of existing nonresidential facilities that meet or exceed any of the following thresholds:
 - ☐ a project or action that involves the physical alteration of 1.25 acres?
 - ☐ a project or action that would use ground or surface water in excess of 250,000 gallons per day?
 - ☐ parking for 63 vehicles?
 - ☐ a facility with more than 12,500 square feet of gross floor area?

617.20
Appendix B
Short Environmental Assessment Form

Instructions for Completing

Part 1 - Project Information. The applicant or project sponsor is responsible for the completion of Part 1. Responses become part of the application for approval or funding, are subject to public review, and may be subject to further verification. Complete Part 1 based on information currently available. If additional research or investigation would be needed to fully respond to any item, please answer as thoroughly as possible based on current information.

Complete all items in Part 1. You may also provide any additional information which you believe will be needed by or useful to the lead agency; attach additional pages as necessary to supplement any item.

Part 1 - Project and Sponsor Information				
Name of Action or Project:				
Project Location (describe, and attach a location map):				
Brief Description of Proposed Action: See Environmental Phase I study attached				
Name of Applicant or Sponsor:		Telephone:		
		E-Mail:		
Address:				
City/PO:		State:	Zip Code:	
1. Does the proposed action only involve the legislative adoption of a plan, local law, ordinance, administrative rule, or regulation?			NO	YES
If Yes, attach a narrative description of the intent of the proposed action and the environmental resources that may be affected in the municipality and proceed to Part 2. If no, continue to question 2.				
2. Does the proposed action require a permit, approval or funding from any other governmental Agency?			NO	YES
If Yes, list agency(s) name and permit or approval:				
3.a. Total acreage of the site of the proposed action? _____ acres				
b. Total acreage to be physically disturbed? _____ acres				
c. Total acreage (project site and any contiguous properties) owned or controlled by the applicant or project sponsor? _____ acres				
4. Check all land uses that occur on, adjoining and near the proposed action.				
<input type="checkbox"/> Urban <input type="checkbox"/> Rural (non-agriculture) <input type="checkbox"/> Industrial <input type="checkbox"/> Commercial <input type="checkbox"/> Residential (suburban)				
<input type="checkbox"/> Forest <input type="checkbox"/> Agriculture <input type="checkbox"/> Aquatic <input type="checkbox"/> Other (specify): _____				
<input type="checkbox"/> Parkland				

5. Is the proposed action, a. A permitted use under the zoning regulations? b. Consistent with the adopted comprehensive plan?	NO	YES	N/A
6. Is the proposed action consistent with the predominant character of the existing built or natural landscape?	NO	YES	
7. Is the site of the proposed action located in, or does it adjoin, a state listed Critical Environmental Area? If Yes, identify: _____	NO	YES	
8. a. Will the proposed action result in a substantial increase in traffic above present levels? b. Are public transportation service(s) available at or near the site of the proposed action? c. Are any pedestrian accommodations or bicycle routes available on or near site of the proposed action?	NO	YES	
9. Does the proposed action meet or exceed the state energy code requirements? If the proposed action will exceed requirements, describe design features and technologies: _____	NO	YES	
10. Will the proposed action connect to an existing public/private water supply? [If Yes, does the existing system have capacity to provide service? <input type="checkbox"/> NO <input type="checkbox"/> YES] If No, describe method for providing potable water: _____	NO	YES	
11. Will the proposed action connect to existing wastewater utilities? [If Yes, does the existing system have capacity to provide service? <input type="checkbox"/> NO <input type="checkbox"/> YES] If No, describe method for providing wastewater treatment: _____	NO	YES	
12. a. Does the site contain a structure that is listed on either the State or National Register of Historic Places? b. Is the proposed action located in an archeological sensitive area?	NO	YES	
13. a. Does any portion of the site of the proposed action, or lands adjoining the proposed action, contain wetlands or other waterbodies regulated by a federal, state or local agency? b. Would the proposed action physically alter, or encroach into, any existing wetland or waterbody? If Yes, identify the wetland or waterbody and extent of alterations in square feet or acres: _____	NO	YES	
14. Identify the typical habitat types that occur on, or are likely to be found on the project site. Check all that apply: <input type="checkbox"/> Shoreline <input type="checkbox"/> Forest <input type="checkbox"/> Agricultural/grasslands <input type="checkbox"/> Early mid-successional <input type="checkbox"/> Wetland <input type="checkbox"/> Urban <input type="checkbox"/> Suburban			
15. Does the site of the proposed action contain any species of animal, or associated habitats, listed by the State or Federal government as threatened or endangered?	NO	YES	
16. Is the project site located in the 100 year flood plain?	NO	YES	
17. Will the proposed action create storm water discharge, either from point or non-point sources? If Yes, a. Will storm water discharges flow to adjacent properties? <input type="checkbox"/> NO <input type="checkbox"/> YES b. Will storm water discharges be directed to established conveyance systems (runoff and storm drains)? If Yes, briefly describe: <input type="checkbox"/> NO <input type="checkbox"/> YES	NO	YES	

18. Does the proposed action include construction or other activities that result in the impoundment of water or other liquids (e.g. retention pond, waste lagoon, dam)? If Yes, explain purpose and size: _____ _____ _____	NO	YES
19. Has the site of the proposed action or an adjoining property been the location of an active or closed solid waste management facility? If Yes, describe: _____ _____ _____	NO	YES
20. Has the site of the proposed action or an adjoining property been the subject of remediation (ongoing or completed) for hazardous waste? If Yes, describe: _____ _____ _____	NO	YES
I AFFIRM THAT THE INFORMATION PROVIDED ABOVE IS TRUE AND ACCURATE TO THE BEST OF MY KNOWLEDGE Applicant/sponsor name: <u>Bruce Neckers</u> Date: _____ Signature: _____		

Part 2 - Impact Assessment. The Lead Agency is responsible for the completion of Part 2. Answer all of the following questions in Part 2 using the information contained in Part 1 and other materials submitted by the project sponsor or otherwise available to the reviewer. When answering the questions the reviewer should be guided by the concept "Have my responses been reasonable considering the scale and context of the proposed action?"

	No, or small impact may occur	Moderate to large impact may occur
1. Will the proposed action create a material conflict with an adopted land use plan or zoning regulations?		
2. Will the proposed action result in a change in the use or intensity of use of land?		
3. Will the proposed action impair the character or quality of the existing community?		
4. Will the proposed action have an impact on the environmental characteristics that caused the establishment of a Critical Environmental Area (CEA)?		
5. Will the proposed action result in an adverse change in the existing level of traffic or affect existing infrastructure for mass transit, biking or walkway?		
6. Will the proposed action cause an increase in the use of energy and it fails to incorporate reasonably available energy conservation or renewable energy opportunities?		
7. Will the proposed action impact existing: a. public / private water supplies? b. public / private wastewater treatment utilities?		
8. Will the proposed action impair the character or quality of important historic, archaeological, architectural or aesthetic resources?		
9. Will the proposed action result in an adverse change to natural resources (e.g., wetlands, waterbodies, groundwater, air quality, flora and fauna)?		

	No, or small impact may occur	Moderate to large impact may occur
10. Will the proposed action result in an increase in the potential for erosion, flooding or drainage problems?		
11. Will the proposed action create a hazard to environmental resources or human health?		

Part 3 - Determination of significance. The Lead Agency is responsible for the completion of Part 3. For every question in Part 2 that was answered "moderate to large impact may occur", or if there is a need to explain why a particular element of the proposed action may or will not result in a significant adverse environmental impact, please complete Part 3. Part 3 should, in sufficient detail, identify the impact, including any measures or design elements that have been included by the project sponsor to avoid or reduce impacts. Part 3 should also explain how the lead agency determined that the impact may or will not be significant. Each potential impact should be assessed considering its setting, probability of occurring, duration, irreversibility, geographic scope and magnitude. Also consider the potential for short-term, long-term and cumulative impacts.

<input type="checkbox"/>	Check this box if you have determined, based on the information and analysis above, and any supporting documentation, that the proposed action may result in one or more potentially large or significant adverse impacts and an environmental impact statement is required.
<input type="checkbox"/>	Check this box if you have determined, based on the information and analysis above, and any supporting documentation, that the proposed action will not result in any significant adverse environmental impacts.
<div style="display: flex; justify-content: space-between;"> <div> <hr/> Name of Lead Agency </div> <div> <hr/> Date </div> </div>	
<div style="display: flex; justify-content: space-between;"> <div> <hr/> Print or Type Name of Responsible Officer in Lead Agency </div> <div> <hr/> Title of Responsible Officer </div> </div>	
<div style="display: flex; justify-content: space-between;"> <div> <hr/> Signature of Responsible Officer in Lead Agency </div> <div> <hr/> Signature of Preparer (if different from Responsible Officer) </div> </div>	

Appendix A to CCIDA PILOT Application:

Briefly describe the purpose of the proposed Project, the reasons why the Project is necessary to the Applicant and why the Agency's financial assistance is necessary, and the effect the Project will have on the Applicant's business or operations:

Maplevale Farms Inc. has outgrown its existing facility in Falconer, which does not allow for expansion and is in need of critical upgrades.

Construction and equipping of a 150,000+/- square foot refrigerated food warehouse and distribution facility on a 194 +/- acre parcel of land located at 3196 Route 426 in Findley Lake, NY. The project, located adjacent to an I-86 interchange and close to a connection with I-90, will allow Maplevale Farms Inc. to upgrade and expand its food distribution operations and provide critical access to its customer base which extends east toward Rochester, NY, west toward Cleveland, and south to Erie and Pittsburgh. Total cost for construction and FF&E is estimated at \$41.3mm.

For a family-owned business like Maplevale, such a significant commitment of resources requires careful consideration, as to both location and economic feasibility. While a portion of the funding is expected to come from shareholder loans and bank financing, high interest rates present challenges. Finding other funding sources to offset project costs and reduce the cost of financing is critical to making the project viable. Incentives to support development of the Findley Lake site will also retain 208 jobs in Chautauqua County, NY and result in the creation of a minimum of 19 new jobs, although the company could see employment grow to 250 in the near term (42 new jobs).

Public Hearing
Maplevale Farms Inc.
Mina-Findley Lake Community Center
2883 North Road
Findley Lake
November 9, 2025
9:00 AM



County of Chautauqua Industrial Development Agency

Public Hearing Attendance Sheet

Project: Maplevale Farms Inc.

Public Hearing Location: 2883 North Road, Mina-Findley Lake Community Center, Findley Lake, NY

Public Hearing Date and Time: December 9, 2025 – 9:00 AM

Full Name (Please Print)

Signature

Affiliation

1. REBECCA N. BRUMAGIN Rebecca N. Brumagin MINA TOWN SUPERVISOR
2. Rosie Standish Rosie Standish CCIDA
3. _____
4. _____
5. _____
6. _____
7. _____
8. _____
9. _____
10. _____
11. _____
12. _____
13. _____

MS. STRANDBURG: Good morning. My name is Rosie Strandburg. I am a Project Manager and a duly authorized hearing officer of the County of Chautauqua Industrial Development Agency (the “Agency”) and I have been authorized to hold a public hearing pursuant to Section 859-a of the New York General Municipal Law, as amended (the “Act”).

Today is December 9, 2025 and the time is now 9:00 a.m. We are at 2883 North Road, Mina-Findley Lake Community Center, Findley Lake, County of Chautauqua, New York.

The Agency has received an application for financial assistance in connection with the following matter:

MAPLEVALE FARMS, INC., a corporation duly organized and existing under the laws of the State of New York, on behalf of itself and/or the principals of Maplevale Farms, Inc. and/or an entity or entities formed or to be formed on behalf of any of the foregoing (collectively, the “Applicant”), presented an application for financial assistance (the “Application”) to the Agency, which Application requested that the Agency consider undertaking a project (the “Project”) consisting of the following: (A)(1) the acquisition of an interest in an approximately 194 acre parcel of land known as 3196 Route 426, Findley Lake, Town of Mina, County of Chautauqua, New York (Tax Map Parcel ID Nos. 342.00-1-1) (the “Land”), (2) the construction of an approximately 144,405 square foot building on the Land, together with related improvements to the Land (the “Building”), and (3) the acquisition of certain furniture, fixtures, machinery, equipment and building materials necessary for the completion thereof (collectively, the “Equipment”, and together with the Land and the Building, the “Facility”), all of the foregoing for use by the Applicant as a refrigerated food warehouse and distribution facility; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the General Municipal Law) with respect to the foregoing in the form of potential exemptions or partial exemptions from sales and use taxes, mortgage recording taxes and real property taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase), license or sale of the Project Facility to the Applicant or such other entity(ies) as may be designated by the Applicant and agreed upon by the Agency.

The Project Facility would be initially owned, operated and/or managed by the Applicant (or such other designated entity(ies)).

The Applicant (or such other designated entity(ies)) would receive the Financial Assistance from the Agency in the form of potential exemptions or partial exemptions from real property taxes, mortgage recording taxes and sales and use taxes. The Property Tax Exemption, if approved by the Agency, would represent a deviation from the Policy.

Notice of this public hearing was published in *the Post Journal* on November 25, 2025 and provided to the Chief Executive Officer of each affected tax jurisdiction within which the Project Facility is or will be located by letter dated November 24, 2025.

The purpose of this public hearing is to provide an opportunity for all interested parties to present their views, both orally and in writing, with respect to the granting of the Financial Assistance contemplated by the Agency or the location or nature of the Project. As set forth in the notice of this public hearing, comments may also be submitted to the Agency in writing or electronically at the following email address: Strandbr@chqgov.com.

Subject to applicable law, copies of the Application, including an analysis of the costs and benefits of the Project, are available for review by the public online at www.ccida.com.

This public hearing is being streamed on the Agency's website in real-time and a video recording of this public hearing is being made and will be posted on the Agency's website, all in accordance with Section 857 of the New York General Municipal Law, as amended. In addition, a report or summary of this hearing will be made and such report or summary of all comments received by the Agency shall be provided to the Agency's members and posted on the Agency's website. Comments received in writing will be also be included in the report and any summary of this public hearing.

Is there anyone wishing to be heard with respect to the Project or the Financial Assistance?

NONE

MS. STRANDBURG: It is now 9:05 a.m. Let the record show that, no members of the public have indicated a desire to comment with respect to the Project or the Financial Assistance. No written comments have been received by the Agency with respect to the Project or the Financial Assistance. I therefore call this hearing to a close.

(TIME NOTED: 9:05 a.m.)

Chautauqua County Industrial Development Agency

MRB Cost Benefit Calculator

Date June 11, 2025
Project Title Maplevale Farms
Project Location 3196 Route 426, Fidley Lake, NY 14736



Economic Impacts

Summary of Economic Impacts over the Life of the PILOT

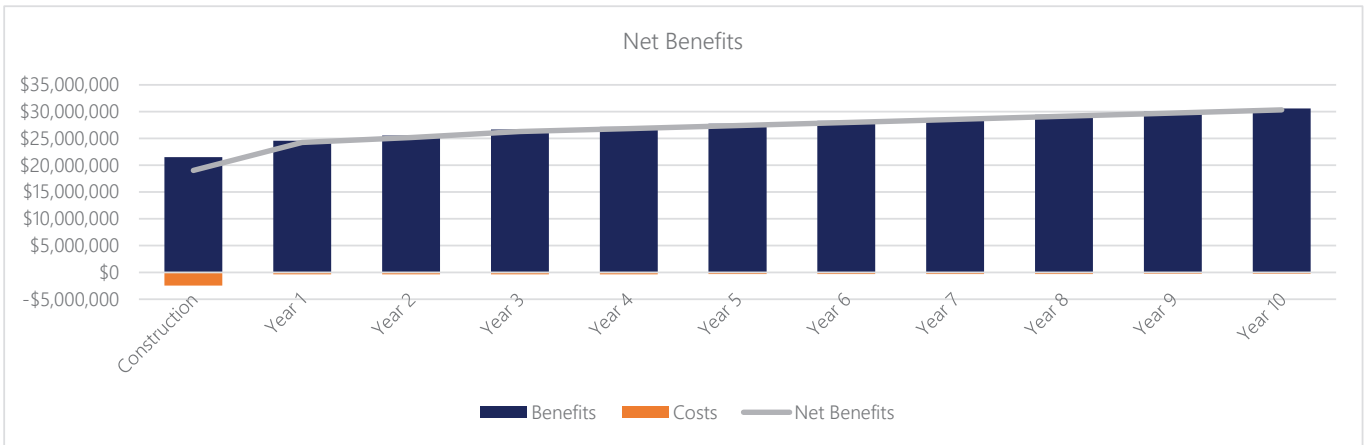
Construction Project Costs

\$41,363,542

Temporary (Construction)			
	Direct	Indirect	Total
Jobs	224	87	311
Earnings	\$15,931,110	\$4,371,633	\$20,302,744
Local Spend	\$41,363,542	\$14,646,943	\$56,010,485

Ongoing (Operations)			
Aggregate over life of the PILOT			
	Direct	Indirect	Total
Jobs	231	177	408
Earnings	\$287,136,804	\$129,605,127	\$416,741,931

Figure 1



Net Benefits chart will always display construction through year 10, irrespective of the length of the PILOT.

Figure 2

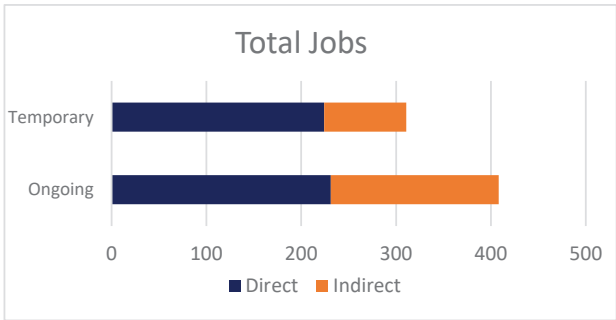
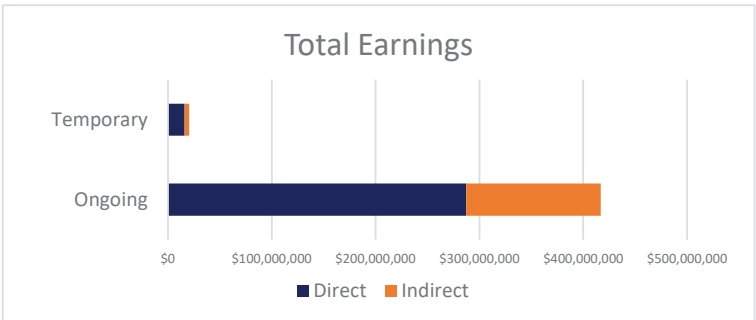


Figure 3



Fiscal Impacts

Estimated Costs of Exemptions

	Nominal Value	Discounted Value*
Property Tax Exemption	\$4,678,945	\$4,026,484
Sales Tax Exemption	\$2,000,000	\$2,000,000
Local Sales Tax Exemption	\$1,000,000	\$1,000,000
State Sales Tax Exemption	\$1,000,000	\$1,000,000
Mortgage Recording Tax Exemption	\$465,340	\$465,340
Local Mortgage Recording Tax Exemption	\$465,340	\$465,340
State Mortgage Recording Tax Exemption	\$0	\$0
Total Costs	\$7,144,285	\$6,491,824

State and Local Benefits

	Nominal Value	Discounted Value*
Local Benefits	\$442,067,798	\$378,748,779
To Private Individuals	\$437,044,675	\$374,504,899
Temporary Payroll	\$20,302,744	\$20,302,744
Ongoing Payroll	\$416,741,931	\$354,202,155
Other Payments to Private Individuals	\$0	\$0
To the Public	\$5,023,123	\$4,243,880
Increase in Property Tax Revenue	\$1,963,810	\$1,622,346
Temporary Jobs - Sales Tax Revenue	\$142,119	\$142,119
Ongoing Jobs - Sales Tax Revenue	\$2,917,194	\$2,479,415
Other Local Municipal Revenue	\$0	\$0
State Benefits	\$22,726,323	\$19,474,255
To the Public	\$22,726,323	\$19,474,255
Temporary Income Tax Revenue	\$913,623	\$913,623
Ongoing Income Tax Revenue	\$18,753,387	\$15,939,097
Temporary Jobs - Sales Tax Revenue	\$142,119	\$142,119
Ongoing Jobs - Sales Tax Revenue	\$2,917,194	\$2,479,415
Total Benefits to State & Region	\$464,794,121	\$398,223,034

Benefit to Cost Ratio

	Benefit*	Cost*	Ratio
Local	\$378,748,779	\$5,491,824	69:1
State	\$19,474,255	\$1,000,000	19:1
Grand Total	\$398,223,034	\$6,491,824	61:1

*Discounted at the public sector discount rate of: 2%

Additional Comments from IDA

0

Does the IDA believe that the project can be accomplished in a timely fashion?

Yes

Does this project provide onsite childcare facilities?

No

CCIDA - Board Report
Statement of Revenues and Expenditures
From 1/1/2025 Through 11/30/2025

	CCIDA	North Chaut Industrial	South County Industrial Park	CRLF	AI Tech	EDA CARES	Total
Revenue							
Application and Administrative Fees	941,028	-	-	-	-	-	941,028
Grant Income	459,515	165,046	96,676	-	-	-	721,237
Grant Income Chautauqua County	177,978	396,556	-	-	-	-	574,535
Rental Income	14,400	6,564	-	-	-	-	20,964
Interest Income	51,177	-	-	16,169	422,409	326,982	816,736
Gain on Sale of Assets	39,137	-	-	-	-	-	39,137
Total Revenue	1,685,312	568,166	96,676	16,169	422,409	375,079	3,163,810
Expense							
Payroll and Benefits	575,865	-	-	12,343	149,789	129,153	867,150
Professional Fees	669,531	557,253	63,703	-	-	-	1,290,486
Conferences, Trainings, and Meetings	11,699	-	-	-	-	99	11,797
Office Supplies	15,328	-	-	-	-	-	15,328
Insurance	17,946	-	-	-	-	-	17,946
Travel expense	14,554	-	-	-	-	-	14,554
Publicity and Promotion	201,653	-	-	-	-	-	201,653
Industrial Park Expense	16,045	10,233	9,205	-	-	-	35,483
Rent	185,066	-	-	-	-	-	185,066
Utilities	6,662	-	-	-	-	-	6,662
Interest	36,599	-	-	-	-	-	36,599
Grant Contractual Services	175	-	23,768	-	-	-	23,943
Other Expense	27,580	680	-	-	-	-	28,260
Depreciation	11,771	-	-	-	-	-	11,771
Total Expense	1,790,473	568,166	96,676	12,343	149,789	129,252	2,746,698
Excess of Revenue over Expense	(105,161)	-	-	3,826	272,620	245,827	417,112

CCIDA - Board Report
Balance Sheet
As of 11/30/2025

	CCIDA	North Chaut Industrial	South County Industrial Park	CRLF	AI Tech	EDA CARES	Total
Assets							
Cash and Cash Equivalents	2,090,180	2,373,049	419,760	318,369	1,497,114	1,364,646	8,063,119
Accounts Receivable	1,018,558	-	-	-	-	-	1,018,558
Loans Receivable							
Loan Receivable DMP Spec Building	774,008	-	-	-	-	-	774,008
Loan Receivable 2071 Stoneman, LLC	586,522	-	-	-	-	-	586,522
Total Loans Receivable	1,360,529	-	-	-	-	-	1,360,529
Notes Receivable	-	-	-	326,564	10,065,705	9,456,954	19,849,223
Fixed Assets net of Depreciation	911,690	-	-	-	-	-	911,690
Land Held for Resale	898,931	2,052,176	-	-	-	-	2,951,107
Other Assets	14,751	-	-	-	-	-	14,751
Bad Debt Reserve	-	-	-	(75,000)	(2,152,000)	(2,047,000)	(4,274,000)
Total Assets	6,294,640	4,425,225	419,760	569,933	9,410,819	8,774,600	29,894,976
Liabilities							
Current Liabilities							
39,548		-	3,325	-	-	-	42,873
Long Term Liabilities							
Lease Liability	707,870	-	-	-	-	-	707,870
Total Long Term Liabilities	707,870	-	-	-	-	-	707,870
Bonds Payable							
Bond Payable Chadwick Spec Blg	779,483	-	-	-	-	-	779,483
Bond Payable Stoneman Spec Blg	552,342	-	-	-	-	-	552,342
Bond Payable Airport Hanger Chaut Co	81,371	-	-	-	-	-	81,371
Total Bonds Payable	1,413,196	-	-	-	-	-	1,413,196
Deferred Revenue							
Deferred Revenue County Capital	-	8,479	-	-	-	-	8,479
Other	324,324	2,369,763	416,435	-	-	-	3,110,521
Total Deferred Revenue	324,324	2,378,242	416,435	-	-	-	3,119,001
Total Liabilities	2,484,938	2,378,242	419,760	-	-	-	5,282,939
Equity							
Current Year	(105,161)	-	-	3,826	272,620	245,827	417,112
Prior Year	3,914,863	2,046,983	-	566,107	9,138,200	8,528,773	24,194,925
Total Equity	3,809,702	2,046,983	-	569,933	9,410,819	8,774,600	24,612,037
Total Liabilities and Equity	6,294,640	4,425,225	419,760	569,933	9,410,819	8,774,600	29,894,976

CCIDA
Statement of Revenues and Expenditures
From 1/1/2025 - 11/30/2025

	Current Year Actual	YTD Budget	Total Budget 2025	YTD Budget Variance
Revenue				
Application and Administrative Fees	941,028	1,375,000	1,500,000	(433,972)
Grant Income Other	13,632	-	-	13,632
Grant Income NC Industrial CC	561,602	458,333	500,000	103,269
Grant Income Broadband CC	439,406	550,000	600,000	(110,594)
Grant Income Bus Dev and Tourism	281,131	225,500	246,000	55,631
Rental Income	20,964	19,617	21,400	1,347
Interest Income	816,736	709,500	774,000	107,236
Gain on Sale of Assets	39,137	-	-	39,137
Other Income/ CC Mason	50,173	19,250	21,000	30,923
Total Revenue	3,163,810	3,357,200	3,662,400	(193,390)
Expense				
Payroll and Benefits	867,150	855,644	933,430	(11,506)
Professional Fees	1,285,998	733,333	800,000	(552,665)
Conferences, Trainings, and Meetings	11,797	20,167	22,000	8,369
Office Supplies	15,328	21,542	23,500	6,214
Insurance	17,946	20,625	22,500	2,679
Travel expense	14,554	19,708	21,500	5,154
Publicity and Promotion Prof Serv	4,488	49,500	54,000	45,012
Publicity and Promotion	201,653	175,945	191,940	(25,708)
Industrial Park Expense	35,483	29,333	32,000	(6,149)
Rent	185,066	166,833	182,000	(18,233)
Grant Expense/ CC Mason	23,943	550,000	600,000	526,057
Utilities	6,662	20,625	22,500	13,963
Interest	36,599	33,549	36,599	(3,050)
Other Expense	28,260	41,250	45,000	12,990
Bad Debt	-	229,167	250,000	229,167
Depreciation	11,771	14,552	15,875	2,781
Total Expense	2,746,698	2,981,774	3,252,844	235,075
Excess of Revenue over Expense	417,112	375,426	409,556	41,685