

TOWN OF ISLIP
INDUSTRIAL DEVELOPMENT AGENCY
AGENDA ITEMS FOR MARCH 21, 2017

AGENDA ITEM # 1

TYPE OF RESOLUTION: PLEASE CALL THE MEETING
OF THE TOWN OF ISLIP IDA TO ORDER

COMPANY: N/A

PROJECT LOCATION: N/A

JOBS (RETAINED/CREATED): RETAINED - -
CREATE - -

INVESTMENT: N/A



MEETING OF THE TOWN OF ISLIP
INDUSTRIAL DEVELOPMENT AGENCY

March 21, 2107

Agenda

1. The Meeting of the Town of Islip Industrial Development Agency was called to order.
2. To consider the adoption of a Resolution on behalf of the Town of Islip Industrial Development Agency to approve the **Minutes** from the meeting on February 28, 2017.
3. To consider an Inducement Resolution/Authorizing Resolution between the Town of Islip Industrial Development Agency and **B.B.C. Associates, LLC./Lab Crafters, Inc.** Located at 2085 5th Avenue, Ronkonkoma, New York.
4. To consider an Inducement Resolution between the Town of Islip Industrial Development Agency and **The Nature's Bounty Company**. Located at 10 Vitamin Drive, Bayport. 35 Vitamin Drive, Bayport. 60 Orville Drive, Bohemia. 90 Orville Drive, Bohemia. 105 Orville Drive, Bohemia. 115 Orville Drive, Bohemia. 815 Grundy Avenue, Holbrook and 2100 Smithtown Avenue, Ronkonkoma.
5. To consider an Authorizing Resolution between the Town of Islip Industrial Development Agency and **75 Sunrise Highway, LLC**. Located at 75 Sunrise Highway, West Islip, New York.
6. To consider a Resolution Authorizing Magu Realty Co. and **Creative Bath Products, Inc.** to enter into rooftop leases with Boulevard Associates, LLC. Located at 250 Creative Bath Drive and 555 North Research Drive, Central Islip, New York.
7. To consider the adoption of an Amended Resolution to grant full mortgage tax exemption for **Andreassi Associates, LLC**. Located at 45 Crossway East, Bohemia, New York.
8. To consider the adoption of a Resolution Authorizing an amendment to the mortgage recording tax for **Macy Estates, LLC**. Located at 40-46 Islip Avenue, Islip, New York.
9. To consider **any other business** to come before the Agency.

**TOWN OF ISLIP
INDUSTRIAL DEVELOPMENT AGENCY
AGENDA ITEMS FOR MARCH 21, 2017**

AGENDA ITEM # 2

TYPE OF RESOLUTION: PLEASE APPROVE THE
MEETING MINUTES FROM FEBRUARY 28, 2017

COMPANY: N/A

PROJECT LOCATION: N/A

JOBS (RETAINED/CREATED): RETAINED - -
CREATE - -

INVESTMENT: N/A



MEETING OF THE TOWN OF ISLIP
INDUSTRIAL DEVELOPMENT AGENCY
February 28, 2017
Meeting Minutes

1. The Meeting of the Town of Islip Industrial Development Agency was **called to order** on a motion by Councilman Steve Flotteron and seconded by Councilwoman Trish Bergin Weichbrodt.

Members Angie M. Carpenter, Councilwoman Mary Kate Mullen, Councilman John Cochrane, Councilman Steve Flotteron and Councilwoman Trish Bergin Weichbrodt were present and the Chairwoman acknowledged a **quorum**.

2. To consider the adoption of a Resolution on behalf of the Town of Islip Industrial Development Agency to approve the **Minutes** from the meeting on January 24, 2107. On a motion by Councilwoman Bergin Weichbrodt and seconded by Councilwoman Mullen, said motion was approved unanimously.

3. To consider the adoption of an Inducement Resolution between the Town of Islip Industrial Development Agency and **75 Sunrise Highway, LLC/Atlantic Veterinary Center**. Located at 75 Sunrise Highway, West Islip, New York. On a motion by Councilman Cochrane and seconded by Councilman Flotteron, said motion was approved unanimously.

4. To consider the adoption of an Authorizing Resolution between the Town of Islip Industrial Development Agency and **Caneel Bay, LLC**. Located at 98 Carleton Avenue, Central Islip, New York. On a motion by Councilwoman Bergin Weichbrodt and seconded by Councilman Flotteron, said motion was approved unanimously.

5. To consider an Authorizing Resolution between the Town of Islip Industrial Development Agency and **Big Apple Sign Corporation**. Located at 3 Oval Drive, Islandia, New York and 0 Bridge Road, Central Islip, New York. On a motion by Councilman Cochrane seconded by Councilman Flotteron, said motion was approved unanimously.

6. To consider the adoption of an Authorizing Resolution between the Town of Islip Industrial Development Agency and **Thuro Metal Product, Inc.** Located 21-25 Grand Boulevard North, Brentwood, New York and 46-50 Grand Boulevard, Brentwood, New York. On a motion by Councilwoman Mullen and seconded by Councilwoman Bergin Weichbordt, said motion was approved unanimously.

7. To consider a Resolution Authorizing OneMain Financial Group as a Tenant in the Building for the Hauppauge Office Park Facility and authorizing the execution and delivery of a Tenant Agency Compliance Agreement. Located at 888/898 Veterans Memorial Highway, Hauppauge, New York. On a motion by Councilwoman Mullen and seconded by Councilman Cochrane, said motion was approved unanimously.

8. To consider a Resolution Authorizing **Brown-Forman Corporation**, as a Tenant in the Building for the Hauppauge Office Park Facility and authorizing the execution and delivery of a Tenant Agency Compliance Agreement Resolution. Located at 888/898 Veterans Memorial Highway, Hauppauge, New York. On a motion by Councilman Flotteron and seconded by Councilwoman Bergin Weichbrodt, said motion was approved unanimously.

9. To consider an Amended Authorizing Resolution between the Town of Islip Industrial Development Agency and **Prime Eleven Tower, LLC**. Located at 555 Prime Place, Hauppauge, New York. To amend the current transaction documents for the construction and equipping of the facility. On a motion by Councilwoman Mullen and seconded by Councilman Cochrane, said motion was approved unanimously.

10. To consider the adoption of an Authorizing Resolution between the Town of Islip Industrial Development Agency and **Andreassi Associates, LLC/NYSARC**. Located at 45 Crossway East, Bohemia, New York. To extend the term of the lease agreement, amend current transaction documents and extend the PILOT agreement. On a motion by Councilman Cochrane and seconded by Councilwoman Bergin Weichbrodt, said motion was approved unanimously.

11. To consider the adoption of a Resolution Authorizing the **Conveyance of Quitclaim Deeds** to Edgewood Land, L.P. and Executive Land, L.P. for Wilshire Boulevard roadway and recharge basin, Edgewood, New York. On a motion by Councilwoman Bergin Weichbrodt and seconded by Councilman Flotteron, said motion was approved unanimously.

12. To consider **any other business** to come before the Agency. Meeting adjourned by Councilman Cochrane and seconded by Councilman Flotteron.

**TOWN OF ISLIP
INDUSTRIAL DEVELOPMENT AGENCY
AGENDA ITEMS FOR MARCH 21, 2017**

AGENDA ITEM # 3

TYPE OF RESOLUTION: INDUCEMENT RESOLUTION

COMPANY: B.B.C. ASSOCIATES/LAB CRAFTERS, INC.

**PROJECT LOCATION: 2085 5TH AVENUE,
RONKONKOMA, NEW YORK**

**JOBS (RETAINED/CREATED): RETAINED - 95 -
CREATE - 18 -**

INVESTMENT: \$2,150,000.00

Date: March 21, 2017

At a meeting of the Town of Islip Industrial Development Agency (the “**Agency**”), held at Islip Town Hall, 655 Main Street, Islip, New York on the 21st day of March, 2017, the following members of the Agency were:

Present:

Absent:

Also Present:

After the meeting had been duly called to order, the Chairman announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to acquisition of title to a certain industrial development facility more particularly described below (B.B.C. Associates LLC /Lab Crafters, Inc./Aero-Data Metal Crafters Inc. 2017 Facility) and the leasing of the facility to B.B.C. Associates LLC for further subleasing to Lab Crafters, Inc. and Aero-Data Metal Crafters Inc.

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

Voting Aye

Voting Nay

RESOLUTION OF THE TOWN OF ISLIP INDUSTRIAL DEVELOPMENT AGENCY APPROVING THE ACQUISITION, RENOVATION AND EQUIPPING OF A CERTAIN INDUSTRIAL DEVELOPMENT FACILITY AND APPROVING THE APPOINTMENT OF B.B.C. ASSOCIATES LLC , A NEW YORK LIMITED LIABILITY COMPANY, ON BEHALF OF ITSELF AND/OR THE PRINCIPALS OF B.B.C. ASSOCIATES LLC AND/OR AN ENTITY FORMED OR TO BE FORMED ON BEHALF OF ANY OF THE FOREGOING, LAB CRAFTERS, INC., A NEW YORK BUSINESS CORPORATION, ON BEHALF OF ITSELF AND/OR THE PRINCIPALS OF LAB CRAFTERS, INC. AND/OR AN ENTITY FORMED OR TO BE FORMED ON BEHALF OF ANY OF THE FOREGOING AND AERO-DATA METAL CRAFTERS INC., A NEW YORK BUSINESS CORPORATION, ON BEHALF OF ITSELF AND/OR THE PRINCIPALS OF AERO-DATA METAL CRAFTERS INC. AND/OR AN ENTITY FORMED OR TO BE FORMED ON BEHALF OF ANY OF THE FOREGOING AS AGENT(S) OF THE AGENCY FOR THE PURPOSE OF ACQUIRING, RENOVATING AND EQUIPPING AN INDUSTRIAL DEVELOPMENT FACILITY AND APPROVING THE FORM, SUBSTANCE AND EXECUTION OF RELATED DOCUMENTS AND MAKING CERTAIN FINDINGS AND DETERMINATIONS

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

WHEREAS, B.B.C. Associates LLC, a limited liability company, organized and existing under the laws of the State of New York, on behalf of itself and/or the principals of B.B.C. Associates LLC and/or an entity formed or to be formed on behalf of any of the foregoing (the “**Company**”), Lab Crafters, Inc., a business corporation, organized and existing under the laws of the State of New York, on behalf of itself and/or the principals of Lab Crafters, Inc. and/or an entity formed or to be formed on behalf of any of the foregoing (“**LCI**”), and Aero-Data Metal Crafters Inc., a business corporation, organized and existing under the laws of the State of New York, on behalf of itself and/or the principals of Aero-Data Metal Crafters Inc. and/or an entity formed or to be formed on behalf of any of the foregoing (“**MCI**”; and together with LCI, the “**Sublessees**”), have applied to the Agency to enter into a transaction in which the Agency will assist in: (a) the acquisition of an approximately 1.99 acre parcel of land located at 2085 5th Avenue, Ronkonkoma, New York 11779 (the “**5th Avenue Land**”), and an approximately 3.16 acre parcel of land located at 200 Comac Street, Ronkonkoma, New York 11779 (the “**Comac Street Land**”; and together with the 5th Avenue Land, the “**Land**”), the renovation of an existing approximately 31,489 square foot building located on the 5th Avenue Land and an existing approximately 46,936 square foot building located on the Comac Street Land (collectively the “**Improvements**”), and the equipping thereof (the “**Facility Equipment**”; and, together with the Land and the Improvements, the “**Company Facility**”), which Company Facility is to be leased and subleased by the Agency to the Company and further subleased by the Company to the Sublessees; (b) the acquisition and installation of certain equipment and personal property to be

installed in the Company Facility by LCI (the “**LCI Equipment**”), which LCI Equipment is to be leased to LCI; and (c) the acquisition and installation of certain equipment and personal property to be installed in the Company Facility by MCI (the “**MCI Equipment**”; and together with the LCI Equipment and the Company Facility, the “**Facility**”), which MCI Equipment is to be leased to MCI and which Facility is to be used in part by LCI for its primary use as design, sales office, engineering and manufacturing space in its business of the design and manufacture of laboratory casework, lab benches, tables and fume hoods for the pharmaceutical industry, higher education and other industries utilizing laboratories for quality control and research and development, and in part by MCI for its primary use as design, sales office, engineering and manufacturing space in its business of the design and manufacture of precision sheet metal components and assemblies for a varied customer base (the “**Project**”), including the following as they relate to the appointment of the Company and the Sublessees as agents of the Agency with respect to the acquisition, renovation and equipping of such Facility, whether or not any materials or supplies described below are incorporated into or become an integral part of such Facility: (i) all purchases, leases, rentals and other uses of tools, machinery and equipment in connection with the acquisition, renovation and equipping of the Facility, (ii) all purchases, rentals, uses or consumption of supplies, materials and services of every kind and description used in connection with the acquisition, renovation and equipping of the Facility, and (iii) all purchases, leases, rentals and uses of equipment, machinery and other tangible personal property (including installation costs with respect thereto) installed or placed in, upon or under such Facility; and

WHEREAS, the Agency will acquire a leasehold interest in the Land and the Improvements pursuant to a certain Company Lease Agreement, dated as of March 1, 2017 or such other date as the Chairman or Executive Director of the Agency and counsel to the Agency shall agree (the “**Company Lease**”), by and between the Company and the Agency; and

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

WHEREAS, the Agency will sublease and lease the Company Facility to the Company pursuant to a certain Lease and Project Agreement, dated as of March 1, 2017 or such other date as the Chairman or Executive Director of the Agency and counsel to the Agency shall agree (the “**Lease Agreement**”), by and between the Agency and the Company; and

WHEREAS, the Agency will acquire title to the LCI Equipment pursuant to a certain LCI Equipment Bill of Sale (the “**LCI Equipment Bill of Sale**”), from LCI to the Agency; and

WHEREAS, the Agency will lease the LCI Equipment to LCI pursuant to a certain LCI Equipment Lease Agreement, dated as of March 1, 2017 or such other date as the Chairman or Executive Director of the Agency and counsel to the Agency shall agree (the “**LCI Equipment Lease Agreement**”), by and between the Agency and LCI; and

WHEREAS, the Agency will acquire title to the MCI Equipment pursuant to a certain MCI Equipment Bill of Sale (the “**MCI Equipment Bill of Sale**”), from MCI to the Agency; and

WHEREAS, the Agency will lease the MCI Equipment to MCI pursuant to a certain MCI Equipment Lease Agreement, dated as of March 1, 2017 or such other date as the Chairman or Executive Director of the Agency and counsel to the Agency shall agree (the “**MCI Equipment Lease Agreement**”), by and between the Agency and MCI; and

WHEREAS, in connection with the subleasing of a portion of the Facility to LCI, LCI and the Agency will enter into a certain LCI Agency Compliance Agreement, dated as of March 1, 2017 or such other date as the Chairman or Executive Director of the Agency and counsel to the Agency shall agree (the “**LCI Agency Compliance Agreement**”), whereby LCI will provide certain assurances to the Agency with respect to the Facility; and

WHEREAS, in connection with the subleasing of a portion of the Facility to MCI, MCI and the Agency will enter into a certain MCI Agency Compliance Agreement, dated as of March 1, 2017 or such other date as the Chairman or Executive Director of the Agency and counsel to the Agency shall agree (the “**MCI Agency Compliance Agreement**”), whereby MCI will provide certain assurances to the Agency with respect to the Facility; and

WHEREAS, the Agency contemplates that it will provide financial assistance to the Company and the Sublessees, in the form of (i) exemptions from mortgage recording taxes for one or more mortgages securing an amount presently estimated to be \$5,170,000 but not to exceed \$5,700,000 in connection with the financing of the acquisition, renovation and equipping of the Facility and any future financing, refinancing or permanent financing of the costs of acquiring, renovating and equipping the Facility, (ii) exemptions from sales and use taxes in an amount not to exceed \$90,131, in connection with the purchase or lease of equipment, building materials, services or other personal property with respect to the Facility, (iii) abatement of real property taxes on the 5th Avenue Land and the Improvements thereon (as set forth in the PILOT Schedule attached as Exhibit C-1 hereof), and (iv) abatement of real property taxes on the Comac Street Land and the Improvements thereon (as set forth in the PILOT Schedule attached as Exhibit C-2 hereof), all consistent with the policies of the Agency; and

WHEREAS, as security for a loan or loans (as such term is defined in the Lease Agreement), the Agency and the Company will execute and deliver to M&T Bank, or a lender or lenders not yet determined (collectively, the “**Lender**”), a mortgage or mortgages, and such other loan documents satisfactory to the Agency, upon advice of counsel, in both form and substance, as may be reasonably required by the Lender, to be dated a date to be determined, in connection with the financing, any refinancing or permanent financing of the costs of the acquisition, renovation and equipping of the Facility (collectively, the “**Loan Documents**”); and

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

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

WHEREAS, the Agency has given due consideration to the application of the Company and the Sublessees and to representations by the Company and the Sublessees that the proposed transfer of a leasehold interest or a fee title interest is either an inducement to the Company and/or the Sublessees to maintain and expand the Facility in the Town of Islip or is necessary to maintain the competitive position of the Company and the Sublessees in their respective industry; and

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

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

WHEREAS, the Questionnaire has been reviewed by the Agency; and

WHEREAS, the Company and the Sublessees have agreed to indemnify the Agency against certain losses, claims, expenses, damages and liabilities that may arise in connection with the transaction contemplated by the transfer of leasehold title to the Company Facility and title to the LCI Equipment and the MCI Equipment; and

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

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

Section 2. The Agency hereby finds and determines:

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

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

(c) The acquisition, renovation and equipping of the Company Facility, the leasing of the Company Facility to the Company, the subleasing of the Company Facility by the Company to the Sublessees, the acquisition and installation of the LCI Equipment, the leasing of the LCI

Equipment to the LCI, the acquisition and installation of the MCI Equipment and the leasing of the MCI Equipment to MCI will promote and maintain the job opportunities, health, general prosperity and economic welfare of the citizens of Town of Islip, and the State of New York and improve their standard of living and thereby serve the public purposes of the Act.

(d) The acquisition, renovation and equipping of the Facility by the Agency is reasonably necessary to induce the Company and the Sublessees to maintain and expand their respective business operations in the State of New York.

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

(f) It is desirable and in the public interest for the Agency to lease the Company Facility to the Company, the LCI Equipment to LCI and the MCI Equipment to MCI; and

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

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

(i) The LCI Equipment Lease Agreement will be an effective instrument whereby the Agency leases the LCI Equipment to LCI; and

(j) The MCI Equipment Lease Agreement will be an effective instrument whereby the Agency leases the MCI Equipment to MCI; and

(k) The LCI Agency Compliance Agreement will be an effective instrument whereby LCI will provide certain assurances to the Agency with respect to the Facility; and

(l) The MCI Agency Compliance Agreement will be an effective instrument whereby MCI will provide certain assurances to the Agency with respect to the Facility; and

(m) The Loan Documents to which the Agency is a party will be effective instruments whereby the Agency and the Company agree to secure the loan made to the Company by the Lender.

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

(vi) execute, deliver and perform the LCI Equipment Lease Agreement, (vii) lease the MCI Equipment to MCI pursuant to the MCI Equipment Lease Agreement, (viii) execute, deliver and perform the MCI Equipment Lease Agreement, (ix) execute and deliver the LCI Agency Compliance Agreement, (x) execute and deliver the MCI Agency Compliance Agreement; (xi) grant a mortgage on and security interests in and to the Facility pursuant to the Loan Documents, and (xii) execute and deliver the Loan Documents to which the Agency is a party.

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

Section 5. The Agency is hereby authorized to acquire the Facility and to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisition are hereby approved, ratified and confirmed. The Agency is hereby further authorized to execute and deliver the Loan Documents in connection with the financing of the costs of acquiring, renovating and equipping the Facility and any future Loan Documents in connection with any future refinancing or permanent financing of such costs of acquiring, renovating and equipping of the Facility without the need for any further or future approvals of the Agency.

Section 6. The Agency hereby authorizes and approves the following economic benefits to be granted to the Company and the Sublessees in connection with the acquisition, renovation and equipping of the Facility in the form of (i) exemptions from mortgage recording taxes for one or more mortgages securing an amount presently estimated to be \$5,170,000 but not to exceed \$5,700,000 in connection with the financing of the acquisition, renovation and equipping of the Facility and any future financing, refinancing or permanent financing of the costs of acquiring, renovating and equipping the Facility, (ii) exemptions from sales and use taxes in an amount not to exceed \$90,131, in connection with the purchase or lease of equipment, building materials, services or other personal property with respect to the Facility, (iii) abatement of real property taxes on the 5th Avenue Land and the Improvements thereon (as set forth in the PILOT Schedule attached as Exhibit C-1 hereof), and (iv) abatement of real property taxes on the Comac Street Land and the Improvements thereon (as set forth in the PILOT Schedule attached as Exhibit C-2 hereof), all consistent with the policies of the Agency.

Section 7. Subject to the provisions of this resolution, the Company and the Sublessees are herewith and hereby appointed the agents of the Agency to acquire, renovate equip the Facility. The Company and the Sublessees are hereby empowered to delegate their respective status as agent of the Agency to its agents, subagents, contractors, subcontractors, materialmen, suppliers, vendors and such other parties as the Company and the Sublessees may choose in order to acquire, renovate and equip the Facility. The Agency hereby appoints the agents, subagents, contractors, subcontractors, materialmen, vendors and suppliers of the Company and the Sublessees as agents of the Agency solely for purposes of making sales or leases of goods, services and supplies to the Facility, and any such transaction between any agent, subagent, contractor, subcontractor, materialmen, vendor or supplier, and the Company and the Sublessees, as agents of the Agency,

shall be deemed to be on behalf of the Agency and for the benefit of the Facility. This agency appointment expressly excludes the purchase by the Company and the Sublessees of any motor vehicles, including any cars, trucks, vans or buses which are licensed by the Department of Motor Vehicles for use on public highways or streets. The Company and the Sublessees shall indemnify the Agency with respect to any transaction of any kind between and among the agents, subagents, contractors, subcontractors, materialmen, vendors and/or suppliers and the Company and the Sublessees, as agent of the Agency. The aforesaid appointment of the Company and the Sublessees as agents of the Agency to acquire, renovate and equip the Facility shall expire at the earlier of (a) the completion of such activities and improvements, (b) a date which the Agency designates, or (c) the date on which the Company has received exemptions from sales and use taxes in an amount not to exceed \$90,131 in connection with the purchase or lease of equipment, building materials, services or other personal property; provided however, such appointment may be extended at the discretion of the Agency, upon the written request of the Company and/or the Sublessees if such activities and improvements are not completed by such time. The aforesaid appointment of the Company and the Sublessees is subject to the completion of the transaction and the execution of the documents contemplated by this resolution.

Section 8. The Company and the Sublessees hereby agree to comply with Section 875 of the Act. The Company and the Sublessees further agree that the exemption of sales and use tax provided pursuant to the Act and the appointment of the Company and the Sublessees as agents of the Agency pursuant to this Authorizing Resolution is subject to termination and recapture of benefits pursuant to Section 875 of the Act and the recapture provisions of the Lease Agreement, the LCI Agency Compliance Agreement and the MCI Agency Compliance Agreement.

Section 9. The form and substance of the Company Lease, the Lease Agreement, the LCI Equipment Lease Agreement, the MCI Equipment Lease Agreement, the LCI Agency Compliance Agreement, the MCI Agency Compliance Agreement and the Loan Documents to which the Agency is a party (each in substantially the forms presented to or approved by the Agency and which, prior to the execution and delivery thereof, may be redated and renamed) are hereby approved.

Section 10. The Chairman, Vice Chairman, Executive Director or any member of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver the Company Lease, the Lease Agreement, the LCI Equipment Lease Agreement, the MCI Equipment Lease Agreement, the LCI Agency Compliance Agreement, the MCI Agency Compliance Agreement and the Loan Documents to which the Agency is a party, all in substantially the forms thereof presented to this meeting with such changes, variations, omissions and insertions as the Chairman, Vice Chairman, Executive Director or any member of the Agency shall approve, and such other related documents as may be, in the judgment of the Chairman and counsel to the Agency, necessary or appropriate to effect the transactions contemplated by this resolution (hereinafter collectively called the “**Agency Documents**”). The execution thereof by the Chairman, Vice Chairman, Executive Director or any member of the Agency shall constitute conclusive evidence of such approval.

Section 11. The Chairman, Vice Chairman, Executive Director or any member of the Agency are further hereby authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency (as defined in and pursuant to the Lease Agreement).

Section 12. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Agency Documents, and to execute and deliver all such additional certificates, instruments and documents, pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Agency Documents binding upon the Agency.

Section 13. This resolution shall take effect immediately.

ADOPTED: March 21, 2017

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

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

That I have compared the annexed extract of the minutes of the meeting of the Town of Islip Industrial Development Agency (the "**Agency**"), including the resolutions contained therein, held on the 21st day of March, 2017, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolutions set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

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

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

IN WITNESS WHEREOF, I have hereunto set my hand as of the 21st day of March, 2017.

By: _____
Assistant Secretary

**TOWN OF ISLIP
INDUSTRIAL DEVELOPMENT AGENCY
AGENDA ITEMS FOR MARCH 21, 2017**

AGENDA ITEM # 4

TYPE OF RESOLUTION: INDUCEMENT RESOLUTION

COMPANY: THE NATURE'S BOUNTY COMPANY

PROJECT LOCATION: 10 VITAMIN DR, BAYPORT. 35 VITAMIN DR, BAYPORT. 60 ORVILLE DR, BOHEMIA. 90 ORVILLE DR, BOHEMIA. 105 ORVILLE DR, BOHEMIA. 115 ORVILLE DR, BOHEMIA. 815 GRUNDY AVE, HOLBROOK AND 2100 SMITHTOWN AVE, RONKONKOMA, NEW YORK.

**JOBS (RETAINED/CREATED): RETAINED - 2042 -
CREATE - 0 -**

INVESTMENT: \$142,030,000.00

RESOLUTION OF THE TOWN OF ISLIP INDUSTRIAL DEVELOPMENT AGENCY TAKING OFFICIAL ACTION TOWARD APPOINTING THE NATURE'S BOUNTY CO., A BUSINESS CORPORATION, ON BEHALF OF ITSELF AND/OR THE PRINCIPALS OF THE NATURE'S BOUNTY CO AND/OR AN ENTITY FORMED OR TO BE FORMED ON BEHALF OF ANY OF THE FOREGOING, AS AGENT(S) OF THE AGENCY FOR THE PURPOSE OF ACQUIRING, RENOVATING, CONSTRUCTING AND EQUIPPING THE FACILITY AND MAKING CERTAIN FINDINGS AND DETERMINATIONS WITH RESPECT TO THE FACILITY

WHEREAS, The Nature's Bounty Co., a business corporation organized and existing under the laws of the State of Delaware, on behalf of itself and/or the principals of The Nature's Bounty Co. and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "**Company**"), has applied to the Town of Islip Industrial Development Agency (the "**Agency**") to enter into a transaction in which the Agency will assist in:

- (a) the acquisition of an approximately 60.5 acre parcel of land located at 10 Vitamin Drive, Bayport, New York (the "**10 Vitamin Drive Land**") and the renovation and equipping of an existing approximately 161,500 square foot building located thereon (the "**10 Vitamin Drive Improvements**"; and, together with the 10 Vitamin Drive Land, the "**10 Vitamin Drive Facility**"), which 10 Vitamin Drive Facility will be leased by the Agency to the Company for use in its business of well-known vitamin and active nutrition products for manufacturing and a parking lot; and
- (b) the acquisition of an approximately 1.0 acre parcel of land located at 35 Vitamin Drive, Bayport, New York (the "**35 Vitamin Drive Land**") and the renovation and equipping of an existing approximately 12,000 square foot building located thereon (the "**35 Vitamin Drive Improvements**"; and, together with the 35 Vitamin Drive Land, the "**35 Vitamin Drive Facility**"), which 35 Vitamin Drive Facility will be leased by the Agency to the Company in its business for the storage of well-known vitamin and active nutrition products; and
- (c) the acquisition of an approximately 2.52 acre parcel of land located at 60 Orville Drive, Bohemia, New York (the "**60 Orville Drive Land**") and the renovation and equipping of an existing approximately 42,000 square foot building located thereon (the "**60 Orville Drive Improvements**"; and, together with the 60 Orville Drive Land, the "**60 Orville Drive Facility**"), which 60 Orville Drive Facility will be leased by the Agency to the Company for use as administrative office space in its business as a manufacturer and distributor of well-known vitamin and active nutrition products; and
- (d) the acquisition of an approximately 10.69 acre parcel of land located at 90 Orville Drive, Bayport, New York (the "**90 Orville Drive Land**") and the renovation and equipping of an existing approximately 169,000 square foot

building located thereon (the “**90 Orville Drive Improvements**”; and, together with the 90 Orville Drive Land, the “**90 Orville Drive Facility**”), which 90 Orville Drive Facility will be leased by the Agency to the Company for use in its business as administrative office space in the manufacturing and packaging location of well-known vitamin and active nutrition products; and

- (e) the acquisition of an approximately 3.9 acre parcel of land located at 105 Orville Drive, Bohemia, New York (the “**105 Orville Drive Land**”) and the renovation and equipping of an existing approximately 80,000 square foot building located thereon (the “**105 Orville Drive Improvements**”; and, together with the 105 Orville Drive Land, the “**105 Orville Drive Facility**”), which 105 Orville Drive Facility will be leased by the Agency to the Company for use in its business in the manufacturing of well-known vitamin and active nutrition products (approximately 2,500 square feet of the 105 Orville Drive Facility is used for retail space that is less than 10% of the total space of the 105 Orville Drive Facility); and
- (f) the acquisition of an approximately 4.9 acre parcel of land located at 115 Orville Drive, Bohemia, New York (the “**115 Orville Drive Land**”) and the renovation and equipping of an existing approximately 75,000 square foot building located thereon (the “**115 Orville Drive Improvements**”; and, together with the 115 Orville Drive Land, the “**115 Orville Drive Facility**”), which 115 Orville Drive Facility will be leased by the Agency to the Company for use in its business in the manufacturing and packaging of well-known vitamin and active nutrition products; and
- (g) the acquisition of an approximately 6.76 acre parcel of land located at 815 Grundy Avenue, Holbrook, New York (the “**815 Grundy Avenue Land**”) and the renovation and equipping of an existing approximately 108,000 square foot building located thereon (the “**815 Grundy Avenue Improvements**”; and, together with the 815 Grundy Avenue Land, the “**815 Grundy Avenue Facility**”), which 815 Grundy Avenue Facility will be leased by the Agency to the Company for use in its business in the manufacturing and packaging of well-known vitamin and active nutrition products; and
- (h) the acquisition of an approximately 8.96 acre parcel of land located at 2100 Smithtown Avenue, Ronkonkoma, New York (the “**2100 Smithtown Avenue Land**”) and the renovation and equipping of an existing approximately 110,000 square foot building located thereon (the “**2100 Smithtown Avenue Improvements**”; and, together with the 2100 Smithtown Avenue Land, the “**2100 Smithtown Avenue Facility**”), which 2100 Smithtown Avenue Facility will be leased by the Agency to the Company for use as its global corporate headquarters and administrative offices in its business as a manufacturer and distributor of well-known vitamin and active nutrition products; and

(collectively, (a) thru (h) above, the “**Project**”), each of the facilities will be owned, operated and/or managed by the Company; and

WHEREAS, the 10 Vitamin Drive Land, the 35 Vitamin Drive Land, the 60 Orville Drive Land, the 90 Orville Drive Land, the 105 Orville Drive Land, 115 Orville Drive Land, the 815 Grundy Avenue Land and the 2100 Smithtown Avenue Land are collectively, the “**Land**”; and

WHEREAS, the 10 Vitamin Drive Improvements, the 35 Vitamin Drive Improvements, the 60 Orville Drive Improvements, the 90 Orville Drive Improvements, the 105 Orville Drive Improvements, 115 Orville Drive Improvements, the 815 Grundy Avenue Improvements and the 2100 Smithtown Avenue Improvements are collectively, the “**Improvements**”; and

WHEREAS, the 10 Vitamin Drive Facility, the 35 Vitamin Drive Facility, the 60 Orville Drive Facility, the 90 Orville Drive Facility, the 105 Orville Drive Facility, 115 Orville Drive Facility, the 815 Grundy Avenue Facility and the 2100 Smithtown Avenue Facility are collectively, the “**Facility**”; and

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

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

WHEREAS, a portion of the 105 Orville Drive Facility will be used primarily in making “retail sales” as defined in accordance with the provisions of Section 862(2)(a) of the Act to customers who will personally visit the 105 Orville Drive Facility; and

WHEREAS, based upon the representations and warranties of the Company in the application for financial assistance filed by the Company to the Agency, dated February 17, 2017 (the “**Application**”), facilities and property that are primarily used in making retail sales of goods and services to customers who personally visit the 105 Orville Drive Facility will not constitute more than one-third (1/3) of the total size of the 105 Orville Drive Facility, so that the 105 Orville Drive Facility will not violate the prohibition against providing financial assistance to retail facilities contained in Section 862(2)(a) of the Act, except as provided therein; and

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

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

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

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

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

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

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

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

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

WHEREAS, the Questionnaire has been reviewed by the Agency.

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

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

Section 2. The acquisition, renovation, construction and equipping of the Facility by the Agency, the subleasing and leasing of the Facility to the Company and the provision of

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

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

Section 4. The Company hereby agrees to comply with Section 875 of the Act. The Company further agrees that the exemption of sales and use tax provided pursuant to the Act and the appointment of the Company as agent of the Agency pursuant to this resolution is subject to termination and recapture of benefits pursuant to Section 875 of the Act the recapture provisions of one or more Lease and Project Agreements, each dated a date to be determined (collectively, the "**Lease Agreement**"), by and between the Company and the Agency.

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

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

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

Section 8. This resolution shall take effect immediately.

ADOPTED: March 21, 2017

ACCEPTED: _____, 2017

THE NATURE'S BOUNTY CO.

By: _____

Name:

Title:

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

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

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

Such resolution was passed at a meeting of the Agency duly convened in public session on March 21, 2017, at Islip Town Hall, 655 Main Street, Islip, New York, at which meeting the following members were:

Present:

Absent:

Also Present:

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

Voting Aye

and, therefore, the resolution was declared duly adopted.

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

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

IN WITNESS WHEREOF, I have hereunto set my hand as of March 21, 2017.

Assistant Secretary

**TOWN OF ISLIP
INDUSTRIAL DEVELOPMENT AGENCY
AGENDA ITEMS FOR MARCH 21, 2017**

AGENDA ITEM # 5

TYPE OF RESOLUTION: AUTHORIZING RESOLUTION

COMPANY: 75 SUNRISE HIGHWAY, LLC

**PROJECT LOCATION: 75 SUNRISE HIGHWAY, WEST
ISLIP, NEW YORK**

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

INVESTMENT: N/A

Date: March 21, 2017

At a meeting of the Town of Islip Industrial Development Agency (the “**Agency**”), held at Islip Town Hall, 655 Main Street, Islip, New York on the 21st day of March, 2017 the following members of the Agency were:

Present:

Absent:

Also Present:

After the meeting had been duly called to order, the Chairman announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to acquisition of title to a certain industrial development facility more particularly described below (75 Sunrise Highway, LLC/Veterinary Medical Center of Long Island, PLLC 2017 Facility) and the leasing of the facility to 75 Sunrise Highway, LLC for further subleasing to Veterinary Medical Center of Long Island, PLLC.

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

Voting Aye

Voting Nay

RESOLUTION OF THE TOWN OF ISLIP INDUSTRIAL DEVELOPMENT AGENCY APPROVING THE ACQUISITION, RENOVATION, CONSTRUCTION AND EQUIPPING OF A CERTAIN INDUSTRIAL DEVELOPMENT FACILITY AND APPROVING THE APPOINTMENT OF 75 SUNRISE HIGHWAY, LLC, A NEW YORK LIMITED LIABILITY COMPANY ON BEHALF OF ITSELF AND/OR THE PRINCIPALS OF 75 SUNRISE HIGHWAY, LLC AND/OR AN ENTITY FORMED OR TO BE FORMED ON BEHALF OF THE FOREGOING AND VETERINARY MEDICAL CENTER OF LONG ISLAND, PLLC (F/K/A ATLANTIC VETERINARY EMERGENCY CENTER P.C.), A NEW YORK PROFESSIONAL LIMITED LIABILITY COMPANY, ON BEHALF OF ITSELF AND/OR THE PRINCIPALS OF VETERINARY MEDICAL CENTER OF LONG ISLAND, PLLC AND/OR AN ENTITY FORMED OR TO BE FORMED ON BEHALF OF THE FOREGOING AS AGENT(S) OF THE AGENCY FOR THE PURPOSE OF ACQUIRING, RENOVATING, CONSTRUCTING AND EQUIPPING CERTAIN INDUSTRIAL DEVELOPMENT FACILITIES AND APPROVING THE FORM, SUBSTANCE AND EXECUTION OF RELATED DOCUMENTS.

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

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

WHEREAS, 75 Sunrise Highway, LLC, a limited liability company organized and existing under the laws of the State of New York, on behalf of itself and/or the principals of 75 Sunrise Highway, LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the “**Company**”) and Veterinary Medical Center of Long Island, PLLC (f/k/a Atlantic Veterinary Emergency Center P.C.), a New York professional limited liability company on behalf of itself and/or the principals of Veterinary Medical Center of Long Island, PLLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the “**Sublessee**”), have applied to the Agency to enter into a transaction in which the Agency will assist in (a) the acquisition of an approximately 2.2 acre parcel of land located at 75 Sunrise Highway, West Islip, New York (the “**Land**”), the renovation of an approximately 7,500 square foot building located thereon (the “**Existing Building**”) and the construction and equipping of an approximately 6,156 square foot addition to the existing building totaling in all approximately 18,823 square feet (collectively with the Existing

Building, the "**Improvements**"), and the acquisition and installation therein of certain equipment and personal property, not part of the Equipment (as such term is defined herein) (the "**Facility Equipment**"; and, together with the Land and the Improvements, the "**Company Facility**"), which Company Facility will be subleased and leased by the Agency to the Company, and further subleased by the Company to the Sublessee, and (b) the acquisition and installation of certain equipment and personal property (the "**Equipment**"; and, together with the Company Facility, the "**Facility**"), which Equipment is to be leased by the Agency to the Sublessee and which Facility will be used by the Sublessee for its primary use as a veterinary emergency and specialty hospital; and

WHEREAS, the Agency, by resolution duly adopted on February 28, 2017 (the "**Inducement Resolution**"), decided to proceed under the provisions of the Act; and

WHEREAS, although the Facility is used in making retail sales or providing services to customers who personally visit the Facility and would be considered a "retail facility", based upon the representations and warranties of the Company in its request for financial assistance, the Facility will provide services not reasonably accessible to the residents of the Town of Islip and surrounding areas as described in Section 862(2)(b) of the Act; and

WHEREAS, by a confirmation to be executed prior to the closing of the transaction described herein (the "**Confirmation**"), the Supervisor of the Town of Islip, New York (the "**Town**"), will have confirmed the Agency's findings and determinations with respect to the Facility that the Facility qualifies as a "project" under the Act and that the Facility satisfies all other requirements of the Act; and

WHEREAS, the Agency will acquire a leasehold interest in the Land and the Improvements and title to the Facility Equipment and Equipment, will sublease and lease the Company Facility to the Company for further sublease to the Sublessee and will lease the Equipment to the Sublessee, all pursuant to the Act; and

WHEREAS, the Agency will acquire a leasehold interest in the Land and Improvements pursuant to a certain Company Lease Agreement, dated as of April 1, 2017 or such other date as the Chairman or Executive Director of the Agency and counsel to the Agency shall agree (the "**Company Lease**"), by and between the Company and the Agency; and

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

WHEREAS, the Agency will sublease and lease the Company Facility to the Company pursuant to a certain Lease and Project Agreement, dated as of April 1, 2017 or such other date as the Chairman or Executive Director of the Agency and counsel to the Agency shall agree (the "**Lease Agreement**"), by and between the Agency and the Company; and

WHEREAS, the Agency will acquire title to the Equipment pursuant to a certain Equipment Bill of Sale, dated the Closing Date (the "**Equipment Bill of Sale**"), from the Sublessee to the Agency; and

WHEREAS, the Agency will lease the Equipment to the Sublessee pursuant to a certain Equipment Lease Agreement, dated as of April 1, 2017 or such other date as the Chairman or Executive Director of the Agency and counsel to the Agency shall agree (the "**Equipment Lease Agreement**"), by and between the Agency and the Sublessee; and

WHEREAS, the Agency contemplates that it will provide financial assistance to the Company and the Sublessee consistent with the policies of the Agency, in the form of (i) exemptions from mortgage recording taxes for one or more mortgages securing an amount presently estimated to be \$3,385,000 but not to exceed \$4,000,000 in connection with the financing of the acquisition, renovation, construction and equipping of the Facility and any future financing, refinancing or permanent financing of the costs of acquiring, renovating, constructing and equipping the Facility, (ii) exemptions from sales and use taxes in an approximate amount not to exceed \$176,000, in connection with the purchase or lease of equipment, building materials, services or other personal property with respect to the Facility, and (iii) abatement of real property taxes (as set forth in the PILOT Schedule attached as Exhibit A hereof); and

WHEREAS, the Sublessee and the Agency will enter into a certain Agency Compliance Agreement, dated as of April 1, 2017 or such other date as may be determined by the Chairman or Executive Director of the Agency and counsel to the Agency (the "**Agency Compliance Agreement**"), whereby the Sublessee will provide certain assurances to the Agency with respect to the Facility; and

WHEREAS, as security for a loan or loans (as such term is defined in the Lease Agreement), the Agency and the Company will execute and deliver to a lender or lenders not yet determined (collectively, the "**Lender**"), a mortgage or mortgages, and such other loan documents satisfactory to the Agency, upon advice of counsel, in both form and substance, as may be reasonably required by the Lender, to be dated a date to be determined, in connection with the financing, any refinancing or permanent financing of the costs of the acquisition, renovation, construction and equipping of the Facility (collectively, the "**Loan Documents**"); and

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

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

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

Section 1. The Agency hereby finds and determines:

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

(b) While the Facility will be used in making retail sales or providing services to customers who personally visit the Facility and would be considered a "retail facility" based upon the representations and warranties of the Company and the Sublessee in the request for financial assistance, the Facility will provide services not reasonably accessible to the residents of the Town of Islip and surrounding areas, as described in Section 862(2)(b) of the Act, and therefore the Facility is not subject to the prohibitions on providing financial assistance to retail facilities

(c) The Facility preserves the public purposes of the Act by preserving or increasing the number of permanent private sector jobs in the Town of Islip. The Company and the Sublessee have represented to the Agency that they currently provide ninety-six (96) full-time employees and expect the number of jobs to increase upon project completion.

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

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

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

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

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

(i) It is desirable and in the public interest for the Agency to sublease the Land and the Improvements and to lease the Facility Equipment to the Company; and

(j) It is desirable and in the public interest for the Agency to lease the Equipment to the Sublessee; and

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

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

(m) The Equipment Lease Agreement will be an effective instrument whereby the Agency leases the Equipment to the Sublessee; and

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

(o) The Loan Documents to which the Agency is a party will be effective instruments whereby the Agency and the Company agree to secure the loan made to the Company by the Lender.

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

Section 3. In consequence of the foregoing, the Agency hereby determines to: (i) lease the Land and the Improvements from the Company pursuant to the Company Lease, (ii) execute, deliver and perform the Company Lease, (iii) sublease and lease the Company Facility to the Company pursuant to the Lease Agreement, (iv) execute, deliver and perform the Lease Agreement, (v) lease the Equipment to the Sublessee pursuant to the Equipment Lease Agreement, (vi) execute, deliver and perform the Equipment Lease Agreement, (vii) execute and deliver the Agency Compliance Agreement, (viii) grant a mortgage on and security interests in and to the Facility pursuant to the Loan Documents, and (ix) execute and deliver the Loan Documents to which the Agency is a party.

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

Section 5. The Agency is hereby authorized to acquire the Facility and to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisition are hereby approved, ratified and confirmed.

Section 6. In connection with the Facility the Agency hereby authorizes and approves the following economic benefits to be granted to the Company and the Sublessee in connection with the acquisition, renovation, construction and equipping of the Facility in the form of the Agency (i) exemptions from mortgage recording taxes for one or more mortgages securing an amount presently estimated to be \$3,385,000 but not to exceed \$4,000,000 in connection with the financing of the acquisition, renovation, construction and equipping of the Facility and any future financing, refinancing or permanent financing of the costs of acquiring, renovating and equipping the Facility, (ii) exemptions from sales and use taxes in an amount not to exceed \$176,000, in connection with the purchase or lease of equipment, building materials, services or other personal property with respect to the Facility, and (iii) abatement of real property taxes (as set forth in the PILOT Schedule attached as Exhibit A hereof), consistent with the policies of the Agency.

Section 7. Subject to the provisions of this resolution, the Company and the Sublessee are herewith and hereby appointed the agents of the Agency to acquire, renovate, construct and equip the Facility. The Company and the Sublessee are hereby empowered to delegate their respective status as agent of the Agency to their respective agents, subagents, contractors, subcontractors, materialmen, suppliers, vendors and such other parties as the Company and the Sublessee may choose in order to acquire, renovate, construct and equip the Facility. The Agency hereby appoints the agents, subagents, contractors, subcontractors, materialmen, vendors and suppliers of the Company and the Sublessee as agents of the Agency solely for purposes of making sales or leases of goods, services and supplies to the Facility, and any such transaction between any agent, subagent, contractor, subcontractor, materialmen, vendor or supplier, and the Company and the Sublessee, as agents of the Agency, shall be deemed to be on behalf of the Agency and for the benefit of the Facility. This agency appointment expressly excludes the purchase by the Company and the Sublessee of any motor vehicles, including any cars, trucks, vans or buses which are licensed by the Department of Motor Vehicles for use on public highways or streets. The Company and the Sublessee shall indemnify the Agency with respect to any transaction of any kind between and among the agents, subagents, contractors, subcontractors, materialmen, vendors and/or suppliers and the Company and the Sublessee, as agent of the Agency. The aforesaid appointment of the Company and the Sublessee as agents of the Agency to acquire, renovate, construct and equip the Facility shall expire at the earlier of (a) the completion of such activities and improvements, (b) a date which the Agency designates, or (c) the date on which the Company and the Sublessee have received exemptions from sales and use taxes for the Facility in an amount not to exceed \$176,000, in connection with the purchase or lease of equipment, building materials, services or other personal property; provided however, such appointment may be extended at the discretion of the Agency, upon the written request of the Company and/or the Sublessee if such activities and improvements are not completed by such time. The aforesaid appointment of the Company and the Sublessee is subject to the execution of the documents contemplated by this resolution.

Section 8. The Company and the Sublessee hereby agree to comply with Section 875 of the Act. The Company and the Sublessee further agree that the exemption of sales and use tax provided pursuant to the Act and the appointment of the Company and the Sublessee as agents of the Agency pursuant to this Authorizing Resolution is subject to termination and recapture of benefits pursuant to Section 875 of the Act.

Section 9. The form and substance of the Company Lease, the Lease Agreement, the Equipment Lease Agreement, the Agency Compliance Agreement, and the Loan Documents to which the Agency is a party (each in substantially the forms presented to or approved by the Agency and which, prior to the execution and delivery thereof, may be redated and renamed) are hereby approved.

Section 10.

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

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

Section 11. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Agency Documents, and to execute and deliver all such additional certificates, instruments and documents, pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Agency Documents binding upon the Agency.

Section 12. This resolution shall take effect immediately.

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

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

That I have compared the annexed extract of the minutes of the meeting of the Town
of Islip Industrial Development Agency (the “**Agency**”), including the resolutions contained
therein, held on the 21st day of March, 2017, with the original thereof on file in my office,
and that the same is a true and correct copy of the proceedings of the Agency and of such
resolutions set forth therein and of the whole of said original insofar as the same related to
the subject matters therein referred to.

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

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

IN WITNESS WHEREOF, I have hereunto set my hand as of the 21st day of March,
2017.

By: _____
Assistant Secretary

EXHIBIT A

Proposed PILOT Benefits

75 Sunrise Highway, West Islip, NY

Definitions

X = \$327,700

Y = increase in assessment above X resulting from the acquisition, construction and equipping of the Facility.

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

Payment

Tax Year (following first taxable status date after the election by Company, more specifically set forth in Section 5.1 of the Lease and Project Agreement)

Formula

1	100% normal tax on X and 0% normal tax on Y
2	100% normal tax on X and 10% normal tax on Y
3	100% normal tax on X and 20% normal tax on Y
4	100% normal tax on X and 30% normal tax on Y
5	100% normal tax on X and 40% normal tax on Y
6	100% normal tax on X and 50% normal tax on Y
7	100% normal tax on X and 60% normal tax on Y
8	100% normal tax on X and 70% normal tax on Y
9	100% normal tax on X and 80% normal tax on Y
10	100% normal tax on X and 90% normal tax on Y
11 and thereafter	100% normal tax on X and 100% normal tax on Y

TOWN OF ISLIP
INDUSTRIAL DEVELOPMENT AGENCY
AGENDA ITEMS FOR MARCH 21, 2017

AGENDA ITEM # 6

TYPE OF RESOLUTION: RESOLUTION AUTHORIZING

COMPANY: CREATIVE BATH PRODUCTS, INC

PROJECT LOCATION: 250 CREATIVE DRIVE,
CENTRAL ISLIP, NEW YORK

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

INVESTMENT: N/A

Date: March 21, 2017

At a meeting of the Town of Islip Industrial Development Agency (the “**Agency**”) held on the 21st day of March, 2017, at Islip Town Hall, 655 Main Street, Islip, New York 11751, the following members of the Agency were:

Present:

Absent:

Also Present:

After the meeting had been duly called to order, the Chairman announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to the consent to the subleasing of the Creative Bath Products, Inc. Facility and approving the execution and delivery of related documents.

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

Voting Aye

Voting Nay

RESOLUTION OF THE TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY PERTAINING TO THE
CONSENT TO THE SUBLEASING OF THE CREATIVE
BATH PRODUCTS, INC. FACILITY AND APPROVING THE
FORM, SUBSTANCE, EXECUTION AND DELIVERY OF
RELATED DOCUMENTS.

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

WHEREAS, the Agency has previously acquired title to certain real property located at 250 Creative Drive, Central Islip, New York, and has acquired, constructed and equipped a certain industrial development facility thereon (the “**250 Creative Facility**”) more particularly described in the Lease Agreement, dated as of March 1, 1992 (the “**Original Lease Agreement**”), by and between the Agency and Magu Realty Company, (the “**Lessee**”), as amended by the Amendment and Modification Agreement, dated as of September 1, 1997 (the “**Amendment and Modification Agreement**”), as further amended by the Second Amendment and Modification Agreement, dated as of December 1, 2002 (the “**Second Amendment and Modification Agreement**”), and as further amended by the Third Amendment and Modification Agreement, dated as of June 1, 2005 (the “**Third Amendment and Modification Agreement**”; and together with the Original Lease Agreement, the Amendment and Modification Agreement and the Second Amendment and Modification Agreement, the “**250 Creative Lease Agreement**”); and

WHEREAS, the Agency has previously entered into a transaction with Creative Bath Products, Inc. (the “**Company**”), in which the Agency assisted in the acquisition, construction and equipping of a certain industrial development facility located at 555 North Research Drive, Central Islip, Suffolk County, New York (the “**555 Research Facility**”; and together with the 250 Creative Facility, the “**Facility**”) more particularly described in the Lease Agreement, dated as of September 1, 1997 (the “**Original Lease**”), by and between the Agency and the Company, as amended by (i) a certain Amendment and Modification Agreement, dated as of December 1, 2002 (the “**First Amendment and Modification**”), by and between the Agency and the Company, and (ii) a certain Second Amendment and Modification Agreement, dated as of June 1, 2005 (the “**Second Amendment and Modification**”; and, together with the Original Lease and the First Amendment and Modification, the “**555 Research Lease Agreement**”), by and between the Agency and the Company; and

WHEREAS, the Lessee and the Company have requested the Agency’s consent to enter into a subleasing of the roof tops of each of the 250 Creative Facility and the 555 Research Facility (collectively, the “**Demised Premises**”), to Boulevard Associates, LLC, a limited liability company organized and existing under the laws of the State of Delaware (the “**Tenant**”), pursuant to certain Option Agreement for Rooftop Lease, dated a date not yet

determined (the “**Tenant Lease**”), for the evaluation and construction of a solar photovoltaic electricity generation facility thereon; and

WHEREAS, the Lessee and the Company have requested that the Agency consent to the subleasing of the Demised Premises to the Tenant; and

WHEREAS, the Facility may not be subleased, in whole or in part, without the prior written consent of the Agency; and

WHEREAS, such consent may be manifested by the execution and delivery of a Tenant Agency Compliance Agreement, dated a date to be determined, between the Agency and the Tenant (the “**Tenant Agency Compliance Agreement**”); and

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

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

Section 1. The Agency hereby finds and determines:

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

(b) The subleasing of the Demised Premises to the Tenant will promote and maintain the job opportunities, health, general prosperity and economic welfare of the citizens of the Town of Islip and the State of New York and improve their standard of living and thereby serve the public purposes of the Act; and

(c) The Agency consents to the sublease of the Demised Premises to the Tenant; and

(d) The execution of the Tenant Agency Compliance Agreement will satisfy the requirements of Section 9.3 of each of the 250 Creative Lease Agreement and the 555 Research Lease Agreement that any sublease of the Facility be consented to in writing by the Agency; and

(e) It is desirable and in the public interest for the Agency to consent to the sublease of the Facility and to enter into the Tenant Agency Compliance Agreement.

Section 2. In consequence of the foregoing, the Agency hereby determines to enter into the Tenant Agency Compliance Agreement.

Section 3. The form and substance of the Tenant Agency Compliance Agreement (in substantially the form presented to the Agency and which, prior to the execution and delivery thereof, may be redated) is hereby approved.

Section 4.

(a) The Chairman, Vice Chairman, Executive Director, or any member of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver the Tenant Agency Compliance Agreement in the form the Chairman, Vice Chairman, Executive Director, or any member of the Agency shall approve, and such other related documents as may be, in the judgment of the Chairman, Vice Chairman, Executive Director, or any member and Agency Counsel, necessary or appropriate to effect the transactions contemplated by this resolution (hereinafter collectively called the “**Agency Documents**”). The execution thereof by Chairman, Vice Chairman, Executive Director, or any member of the Agency shall constitute conclusive evidence of such approval.

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

Section 5. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Agency Documents, and to execute and deliver all such additional certificates, instruments and documents, pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Agency Documents binding upon the Agency.

Section 6. This resolution shall take effect immediately.

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

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

That I have compared the annexed extract of the minutes of the meeting of the Town
of Islip Industrial Development Agency (the “**Agency**”), including the resolutions contained
therein, held on the 21st day of March, 2017, with the original thereof on file in my office,
and that the same is a true and correct copy of the proceedings of the Agency and of such
resolutions set forth therein and of the whole of said original insofar as the same related to
the subject matters therein referred to.

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

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

IN WITNESS WHEREOF, I have hereunto set my hand as of the 21st day of March,
2017.

By _____
Assistant Secretary

**TOWN OF ISLIP
INDUSTRIAL DEVELOPMENT AGENCY
AGENDA ITEMS FOR MARCH 21, 2017**

AGENDA ITEM # 7

TYPE OF RESOLUTION: AMENDED RESOLUTION

COMPANY: ANDREASSI ASSOCIATES, LLC

**PROJECT LOCATION: 45 CROSSWAY EAST, BOHEMIA,
NEW YORK**

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

INVESTMENT: N/A

Date: March 21, 2017

At a meeting of the Town of Islip Industrial Development Agency (the “Agency”), held at Islip Town Hall, 655 Main Street, Islip, New York on the 21st day of March, 2015, the following members of the Agency were:

Present:

Absent:

Recused:

Also Present:

After the meeting had been duly called to order, the Chairman announced that among the purposes of the meeting was to take action on a proposed mortgage financing and the execution of related loan documents in connection with a certain industrial development facility more particularly described below (Andreassi Associates, LLC/Suffolk Hostels, Inc. 2001 Facility) and approving the execution and delivery of related documents.

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

Voting Aye

Voting Nay

Recused

AMENDED RESOLUTION OF THE TOWN OF ISLIP
INDUSTRIAL DEVELOPMENT AGENCY AUTHORIZING
MORTGAGE FINANCING AND THE EXECUTION AND
DELIVERY OF LOAN DOCUMENTS IN CONNECTION
THEREWITH FOR THE ANDREASSI ASSOCIATES,
LLC/SUFFOLK HOSTELS, INC. 2001 FACILITY AND
APPROVING THE FORM, SUBSTANCE, EXECUTION AND
DELIVERY OF SUCH RELATED DOCUMENTS.

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

WHEREAS, the Agency has previously assisted Andreassi Associates, LLC, a New York limited liability company (the “**Company**”), and Suffolk Hostels, Inc., a not-for-profit corporation (the “**Sublessee**”), in connection with the acquisition of an approximately 2.3 acre parcel of land located at 45 Crossway East Road, Bohemia, Town of Islip, Suffolk County, New York (Tax Designation: 0500-145.00-01.00-001.012), and the construction and equipping thereon of an approximately 26,070 square foot facility, which was leased by the Agency to the Company, and subleased by the Company to, and used by the Sublessee as a school for children with developmental disabilities (the “**Facility**”); and

WHEREAS, the Agency and the Company previously entered into a Mortgage and Security Agreement, dated March 7, 2012 (the “**2012 Mortgage**”), from the Agency and the Company to Valley National Bank (the “**Lender**”), securing a principal amount of \$2,400,000 (the “**2012 Loan**”), which 2012 Mortgage was intended to be recorded in the Suffolk County Clerk’s; and

WHEREAS, to further secure the 2012 Loan, the Agency and the Company executed and delivered to the Lender, an Assignment of Rents, dated March 7, 2004 (the “**2012 Assignment of Rents**”), which 2012 Assignment of Rents was intended to be recorded in the Suffolk County Clerk’s office; and

WHEREAS, there was submitted by the Company to the Agency a proposal to undertake the refinancing of the Facility with the Lender, or a lender not yet determined, in connection with the financing, any refinancing or permanent financing of the costs of the acquisition, construction and equipping of the Facility (the “**2017 Loan**”); and

WHEREAS, the Agency, by resolution duly adopted on January 24, 2017 (the “**Authorizing Resolution**”), decided to proceed under the provisions of the Act and authorized the refinancing of the Facility (as defined in the Authorizing Resolution); and

WHEREAS, pursuant to the Authorizing Resolution, the Agency previously authorized financial assistance to the Company, in the form of exemptions from mortgage recording taxes (other than the portion of the mortgages recording tax allocated to

transportation districts referred to in Section 253(2)(a) of the Tax Law) for one or more mortgages securing the principal amount presently estimated to be in an aggregate amount presently estimated to be approximately \$3,000,000 but not to exceed \$4,000,000 in connection with the refinancing of the acquisition, construction and equipping of the Facility and any future financing, refinancing or permanent financing of the costs of acquiring, constructing and equipping of the Facility; and

WHEREAS, on September 30, 2016, the Governor of the State of New York (the “**State**”), enacted Chapter 394 of the Laws of 2016, which amended various sections of the General Municipal Law, the Public Authorities Law, and the Tax Law such that industrial development agencies (“**IDA**”), or an entity receiving financial assistance from an IDA are not exempt from the portion of the mortgages recording tax allocated to transportation districts referred to in Section 253(2)(a) of the Tax Law; and

WHEREAS, on February 1, 2017, the Governor signed legislation (Bill A374/S979) which amended the effective date of Chapter 394 of the Laws of 2016 from September 30, 2016 to July 1, 2017; and

WHEREAS, the Agency has agreed to amend the Authorizing Resolution pursuant to this resolution to with respect to certain financial assistance to be granted to the Company to reflect the above-referenced changes in the Tax Law; and

WHEREAS, subject to the provisions of this resolution, the Agency may provide financial assistance to the Company, in the form of exemptions from mortgage recording taxes, in accordance with State law then in effect, for one or more mortgages securing the principal amount presently estimated to be \$3,000,000 but not to exceed \$4,000,000 in connection with the refinancing of the acquisition, construction and equipping of the Facility and any future financing, refinancing or permanent financing of the costs of acquiring, demolishing, constructing and equipping of the Facility; and

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

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

WHEREAS, the Company has agreed to indemnify the Agency against certain losses, claims, expenses, damages and liabilities that may arise in connection with the transactions contemplated by the transfer of leasehold interest or a fee title interest in the Facility.

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

Section 1. The Agency hereby authorizes and approves the following economic benefits to be granted to the Company in connection with the refinancing of the acquisition, construction and equipping of the Facility in the form of exemptions from mortgage recording taxes, in accordance with State law then in effect, for one or more mortgages

securing the principal amount presently estimated to be \$3,000,000 but not to exceed \$4,000,000 in connection with the financing of the acquisition, construction and equipping of the Facility and any future financing, refinancing or permanent financing of the costs of acquiring, demolishing, constructing and equipping of the Facility.

Section 2. The Agency hereby ratifies and confirms all terms contemplated by the Authorizing Resolution, as amended by this Amended Authorizing Resolution, including the Agency Documents.

Section 3. This amended resolution shall take effect immediately.

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

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

That I have compared the annexed extract of the minutes of the meeting of the Town of Islip Industrial Development Agency (the "**Agency**"), including the resolutions contained therein, held on March 21, 2017, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolutions set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

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

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

IN WITNESS WHEREOF, I have hereunto set my hand as of the 21st day of March, 2017.

By: _____
Assistant Secretary

**TOWN OF ISLIP
INDUSTRIAL DEVELOPMENT AGENCY
AGENDA ITEMS FOR MARCH 21, 2017**

AGENDA ITEM # 8

TYPE OF RESOLUTION: RESOLUTION AUTHORIZING

COMPANY: MACY ESTATES, LLC

**PROJECT LOCATION: 40-46 ISLIP AVENUE, NEW
YORK**

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

INVESTMENT: N/A

Date: March 21, 2017

At a meeting of the Town of Islip Industrial Development Agency (the “**Agency**”), held at Islip Town Hall, 655 Main Street, Islip, New York, on the 21st day of March, 2017, the following members of the Agency were:

Present:

Absent:

Also Present:

After the meeting had been duly called to order, the Chairman announced that among the purposes of the meeting was to take action on a proposed mortgage financing and the execution of related loan documents in connection with a certain industrial development facility more particularly described below (Macy Estates, LLC 2015 Facility) and approving the execution and delivery of related documents.

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

Voting Aye

Voting Nay

AMENDED RESOLUTION OF THE TOWN OF ISLIP
INDUSTRIAL DEVELOPMENT AGENCY AUTHORIZING A
MORTGAGE FINANCING AND THE EXECUTION AND
DELIVERY OF LOAN DOCUMENTS IN CONNECTION
THEREWITH FOR THE MACY ESTATES, LLC 2015
FACILITY AND APPROVING THE FORM, SUBSTANCE,
EXECUTION AND DELIVERY OF SUCH RELATED
DOCUMENTS.

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

WHEREAS, there was submitted to the Agency a proposal to undertake the mortgage financing of a certain industrial development facility (more particularly described in the Authorizing Resolution defined below) for Macy Estates, LLC, a New York limited liability company, on behalf of itself and/or the principals of Macy Estates, LLC and/or an entity formed or to be formed on behalf of the foregoing (the “**Company**”); and

WHEREAS, the Agency, by resolution duly adopted on March 21, 2017 (the “**Authorizing Resolution**”), decided to proceed under the provisions of the Act and authorized the mortgage refinancing in connection with the acquisition, construction and equipping of the Facility (as defined in the Authorizing Resolution); and

WHEREAS, pursuant to the Authorizing Resolution, the Agency previously authorized financial assistance to the Company, in the form of exemptions from mortgage recording taxes (other than the portion of the mortgage recording tax allocated to transportation districts referred to in Section 253(2)(a) of the Tax Law) securing the principal amount presently estimated to be \$6,500,000 but not to exceed \$7,000,000 in connection with the financing or refinancing of the acquisition, demolition, construction, renovation and equipping of the Facility and any future financing, refinancing or permanent financing of the costs of acquiring, demolishing, constructing, renovating and equipping the Facility; and

WHEREAS, on September 30, 2016, the Governor of the State of New York (the “**State**”), enacted Chapter 394 of the Laws of 2016, which amended various sections of the General Municipal Law, the Public Authorities Law, and the Tax Law such that industrial development agencies (“**IDA**”), or an entity receiving financial assistance from an IDA are not exempt from the portion of the mortgages recording tax allocated to transportation districts referred to in Section 253(2)(a) of the Tax Law; and

WHEREAS, on February 1, 2017, the Governor signed legislation (Bill A374/S979) which amended the effective date of Chapter 394 of the Laws of 2016 from September 30, 2016 to July 1, 2017; and

WHEREAS, the Agency has agreed to amend the Authorizing Resolution pursuant to this resolution to with respect to certain financial assistance to be granted to the Company to reflect the above-referenced changes in the Tax Law; and

WHEREAS, subject to the provisions of this resolution, the Agency may provide financial assistance to the Company, in the form of exemptions from mortgage recording taxes, in accordance with State law then in effect, for one or more mortgages securing the principal amount presently estimated to be \$6,500,000 but not to exceed \$7,000,000 in connection with the financing or refinancing of the acquisition, demolition, construction, renovation and equipping of the Facility and any future financing, refinancing or permanent financing of the costs of acquiring, demolishing, constructing, renovating and equipping the Facility, consistent with the policies of the Agency; and

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

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

WHEREAS, the Company has agreed to indemnify the Agency against certain losses, claims, expenses, damages and liabilities that may arise in connection with the transactions contemplated by the transfer of leasehold interest or a fee title interest in the Facility.

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

Section 1. The Agency hereby authorizes and approves the following economic benefits to be granted to the Company in connection with the acquisition, construction and equipping of the Facility in the form of exemptions from mortgage recording taxes, in accordance with State law then in effect, for one or more mortgages securing the principal amount presently estimated to be \$6,500,000 but not to exceed \$7,000,000 in connection with the financing or refinancing of the acquisition, demolition, construction, renovation and equipping of the Facility and any future financing, refinancing or permanent financing of the costs of acquiring, demolishing, constructing, renovating and equipping of the Facility, consistent with the policies of the Agency.

Section 2. The Agency hereby ratifies and confirms all terms contemplated by the Authorizing Resolution, as amended by this Amended Authorizing Resolution, including the Agency Documents.

Section 3. This amended resolution shall take effect immediately.

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

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

That I have compared the annexed extract of the minutes of the meeting of the Town of Islip Industrial Development Agency (the “**Agency**”), including the resolutions contained therein, held on March 21, 2017, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolutions set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

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

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

IN WITNESS WHEREOF, I have hereunto set my hand as of the 21st day of March, 2017.

By: _____
Assistant Secretary

TOWN OF ISLIP
INDUSTRIAL DEVELOPMENT AGENCY
AGENDA ITEMS FOR MARCH 21, 2017

AGENDA ITEM # 9

TYPE OF RESOLUTION: TO CONSIDER ANY OTHER
BUSINESS TO COME BEFORE THE BOARD

COMPANY: N/A

PROJECT LOCATION: N/A

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

INVESTMENT: N/A