

TOWN OF ISLIP INDUSTRIAL DEVELOPMENT AGENCY
(TOWN OF ISLIP, NEW YORK)

(CENTURY DIRECT, LLC 2015 FACILITY)

Parties

Town of Islip Industrial Development Agency	“Agency”
Century Direct, LLC	“Company”

INDEX TO TRANSCRIPT

<u>Index No.</u>	<u>Description of Documents</u>
1.	Company Lease Agreement with Real Estate and Equipment Exhibits Attached (between Company and Agency).
2.	Lease Agreement with Real Estate and Equipment Exhibits Attached (between Agency and Company).
3.	Agreement of Lease (between Chaika Holdings Corp. (the “ <u>Owner</u> ”) and Company).
4.	Payment-in-Lieu-of-Tax Agreement (between Agency and Company) with attached Form RP-412-a.
5.	Recapture Agreement (between Agency and Company).
6.	Environmental Compliance and Indemnification Agreement (from Company to Agency).
7.	Preliminary Inducement Resolution of Agency, adopted on December 16, 2014.
8.	Title Report.

9. Memorandum of Company Lease (between Company and Agency) with attached Form TP-584.
10. Memorandum of Lease (between Agency and Company) with attached Form TP-584.
11. Agency's Recording Affidavit.
12. Bill of Sale (from Company to Agency).
13. Authorizing Resolution of Agency adopted on March 3, 2015.
14. Closing Certificate of the Agency.
15. Closing Certificate of the Company.
16. Notice of Public Hearing and Minutes thereof.
17. Opinion of Counsel to Agency.
18. Opinion of Transaction Counsel.
19. Opinion of Counsel to Company.
20. Distribution List.

Nixon Peabody LLP
Draft Dated 03/31/15

Transcript Document No. 1

CENTURY DIRECT, LLC

and


TOWN OF ISLIP INDUSTRIAL DEVELOPMENT AGENCY

COMPANY LEASE AGREEMENT

Dated as of March 1, 2015

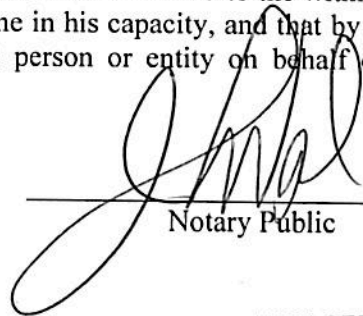
Town of Islip Industrial Development Agency
(Century Direct, LLC 2015 Facility)

**TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY**

By: 
Name: William G. Mannix
Title: Executive Director

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

On the 30 day of March in the year 2015, before me, the undersigned, personally appeared **William G. Mannix**, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument, and acknowledged to me that he executed the same in his capacity, and that by his signature on the within instrument, the individual, or the person or entity on behalf of which the individual acted, executed the instrument.

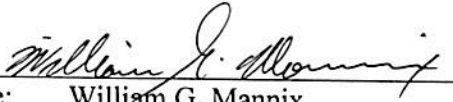


Notary Public

JOHN WALSER
Notary Public, State of New York
Registration # 01WA6195090
Qualified in Suffolk County
Commission Expires October 20, 20 16

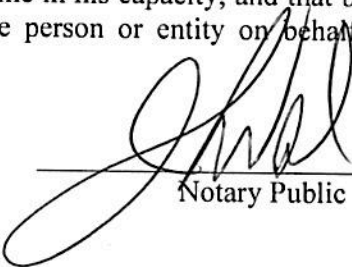
Company Lease Agreement
Signature Page 2 of 2

**TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY**

By: 
Name: William G. Mannix
Title: Executive Director

STATE OF NEW YORK)
) ss.:
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Notary Public

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Commission Expires October 20, 2016

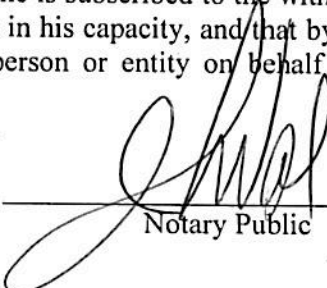
Company Lease Agreement
Signature Page 2 of 2

**TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY**

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Title: Executive Director

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

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Company Lease Agreement
Signature Page 2 of 2

**TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY**

By: William G. Mannix
Name: William G. Mannix
Title: Executive Director

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

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John Walser
Notary Public

JOHN WALSER
Notary Public, State of New York
Registration # 01WA6195090
Qualified in Suffolk County
Commission Expires October 20, 2016

Company Lease Agreement
Signature Page 2 of 2

Nixon Peabody LLP
Draft Dated 03/31/15

Transcript Document No. 2

TOWN OF ISLIP INDUSTRIAL DEVELOPMENT AGENCY

(TOWN OF ISLIP, NEW YORK)

and

CENTURY DIRECT, LLC


LEASE AGREEMENT

Dated as of March 1, 2015

Town of Islip Industrial Development Agency
(Century Direct, LLC 2015 Facility)

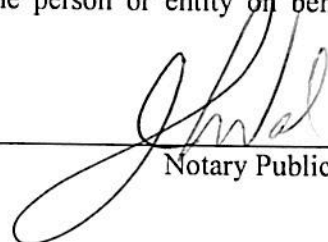
IN WITNESS WHEREOF, the Agency and the Company have caused this Lease Agreement to be executed in their respective names by their duly authorized representatives, all as of March 1, 2015.

**TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY**

By: 
Name: William G. Mannix
Title: Executive Director

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

On the 30th day of March in the year 2015, before me, the undersigned, personally appeared **William G. Mannix**, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument, and acknowledged to me that he executed the same in his capacity, and that by his signature on the within instrument, the individual, or the person or entity on behalf of which the individual acted, executed the instrument.

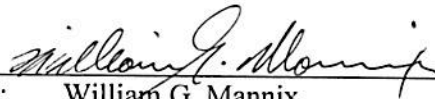

Notary Public

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Registration # 01WA6195090
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Commission Expires October 20, 2016

Lease Agreement
Signature Page 1 of 2

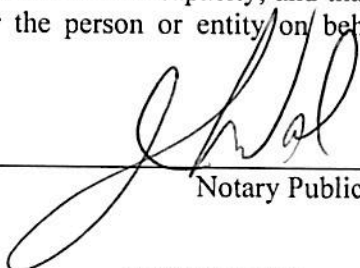
IN WITNESS WHEREOF, the Agency and the Company have caused this Lease Agreement to be executed in their respective names by their duly authorized representatives, all as of March 1, 2015.

**TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY**

By: 
Name: William G. Mannix
Title: Executive Director

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

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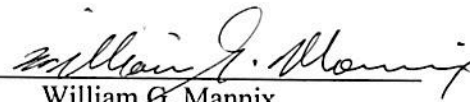

Notary Public

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Commission Expires October 20, 2016

Lease Agreement
Signature Page 1 of 2

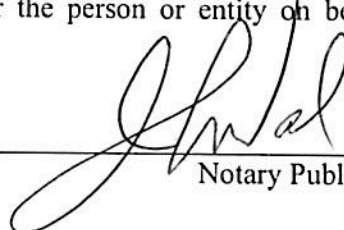
IN WITNESS WHEREOF, the Agency and the Company have caused this Lease Agreement to be executed in their respective names by their duly authorized representatives, all as of March 1, 2015.

**TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY**

By: 
Name: William G. Mannix
Title: Executive Director

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

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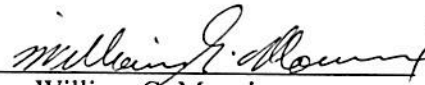

Notary Public

JOHN WALSER
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Lease Agreement
Signature Page 1 of 2

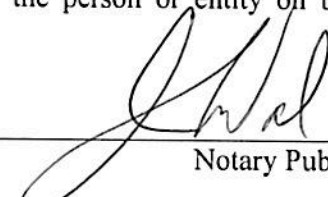
IN WITNESS WHEREOF, the Agency and the Company have caused this Lease Agreement to be executed in their respective names by their duly authorized representatives, all as of March 1, 2015.

**TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY**

By: 
Name: William G. Mannix
Title: Executive Director

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

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Notary Public
JOHN WALSER
Notary Public, State of New York
Registration # 01WA6195090
Qualified in Suffolk County
Commission Expires October 20, 2016

Lease Agreement
Signature Page 1 of 2

Nixon Peabody LLP
Draft Dated 03/31/15

Transcript Document No. 4

CENTURY DIRECT, LLC
and
TOWN OF ISLIP INDUSTRIAL DEVELOPMENT AGENCY

PAYMENT-IN-LIEU-OF-TAX AGREEMENT

Town of Islip Industrial Development Agency
(Century Direct, LLC 2015 Facility)

Dated as of March 1, 2015

Town of Islip, Village of Islandia, Hauppauge School District, Suffolk County

Premises: 130 Hoffman Lane, Islandia, Town of Islip, New York

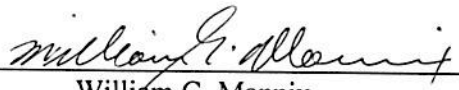
Tax Map Number: 0504-007.00-02.00-006.000

IN WITNESS WHEREOF, the parties hereto have executed this PILOT Agreement as of the date first written above.

CENTURY DIRECT, LLC

By: _____
Name: Michael Kellogg
Title: Chief Executive Officer

**TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY**

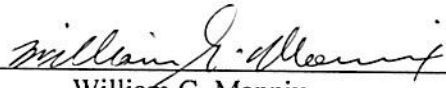
By: 
Name: William G. Mannix
Title: Executive Director

IN WITNESS WHEREOF, the parties hereto have executed this PILOT Agreement
as of the date first written above.

CENTURY DIRECT, LLC

By: _____
Name: Michael Kellogg
Title: Chief Executive Officer

**TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY**


By: 
Name: William G. Mannix
Title: Executive Director

IN WITNESS WHEREOF, the parties hereto have executed this PILOT Agreement as of the date first written above.

CENTURY DIRECT, LLC

By: _____
Name: Michael Kellogg
Title: Chief Executive Officer

**TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY**

By: 
Name: William G. Mannix
Title: Executive Director

IN WITNESS WHEREOF, the parties hereto have executed this PILOT Agreement as of the date first written above.

CENTURY DIRECT, LLC

By: _____
Name: Michael Kellogg
Title: Chief Executive Officer

**TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY**

By: William G. Mannix
Name: William G. Mannix
Title: Executive Director

Nixon Peabody LLP
Draft Dated 03/31/15

Transcript Document No. 5

CENTURY DIRECT, LLC

to

TOWN OF ISLIP INDUSTRIAL DEVELOPMENT AGENCY
(TOWN OF ISLIP, NEW YORK)

RECAPTURE AGREEMENT

Dated as of March 1, 2015

Town of Islip Industrial Development Agency
(Century Direct, LLC 2015 Facility)

Premises Address: 130 Hoffman Lane, Islandia, Town of Islip, New York

Tax Map Number: 0504-007.00-02.00-006.000

Record and return to:
Nixon Peabody LLP
1300 Clinton Square
Rochester, New York 14604
Attention: Jessica L. Paulin Esq.

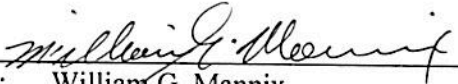
IN WITNESS WHEREOF, the Company has caused this Recapture Agreement to be duly executed and delivered as of the day and year first above written.

CENTURY DIRECT, LLC

By: _____
Name: Michael Kellogg
Title: Chief Executive Officer

ACCEPTED:

**TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY**

By: 
Name: William G. Mannix
Title: Executive Director

Recapture Agreement
Signature Page 1 of 2


IN WITNESS WHEREOF, the Company has caused this Recapture Agreement to be duly executed and delivered as of the day and year first above written.

CENTURY DIRECT, LLC

By: _____
Name: Michael Kellogg
Title: Chief Executive Officer

ACCEPTED:

**TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY**

By: 
Name: William G. Mannix
Title: Executive Director

Recapture Agreement
Signature Page 1 of 2

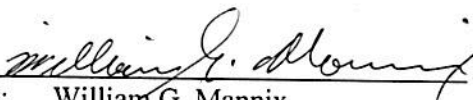
IN WITNESS WHEREOF, the Company has caused this Recapture Agreement to be duly executed and delivered as of the day and year first above written.

CENTURY DIRECT, LLC

By: _____
Name: Michael Kellogg
Title: Chief Executive Officer

ACCEPTED:

**TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY**

By: 
Name: William G. Mannix
Title: Executive Director

Recapture Agreement
Signature Page 1 of 2

IN WITNESS WHEREOF, the Company has caused this Recapture Agreement to be duly executed and delivered as of the day and year first above written.

CENTURY DIRECT, LLC

By: _____
Name: Michael Kellogg
Title: Chief Executive Officer

ACCEPTED:

**TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY**

By: William G. Mannix
Name: William G. Mannix
Title: Executive Director

Recapture Agreement
Signature Page 1 of 2

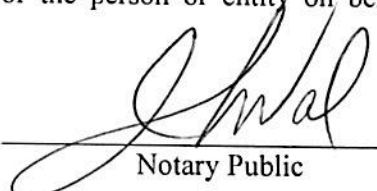
STATE OF NEW YORK)
 : SS:
COUNTY OF)

On the ____ day of March in the year 2015 before me, the undersigned, personally appeared **Michael Kellogg**, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the within instrument, the individual, or the person or entity on behalf of which the individual acted, executed the instrument.

Notary Public

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

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Notary Public

Recapture Agreement
Signature page 2 of 2

JOHN WALSER
Notary Public, State of New York
Registration # 01WA6195090
Qualified in Suffolk County
Commission Expires October 20, 2016

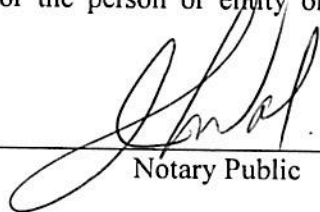
STATE OF NEW YORK)
 : SS:
COUNTY OF)

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Notary Public

Recapture Agreement
Signature page 2 of 2

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Notary Public, State of New York
Registration # 01WA6195090
Qualified in Suffolk County
Commission Expires October 20, 2016

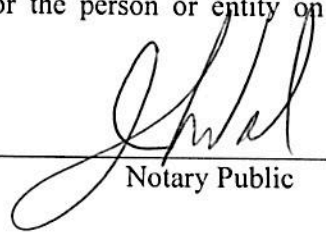
STATE OF NEW YORK)
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COUNTY OF)

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Notary Public

Recapture Agreement
Signature page 2 of 2

JOHN WALSER
Notary Public, State of New York
Registration # 01WA6195090
Qualified in Suffolk County
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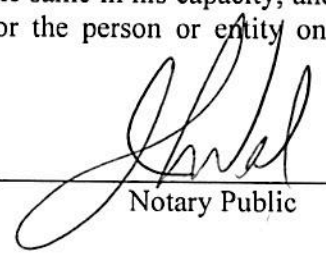
STATE OF NEW YORK)
 : SS:
COUNTY OF)

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Recapture Agreement
Signature page 2 of 2

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Registration # 01WA6195090
Qualified in Suffolk County
Commission Expires October 20, 2016

Nixon Peabody LLP
Draft Dated 03/31/15

Transcript Document No. 6

TOWN OF ISLIP INDUSTRIAL DEVELOPMENT AGENCY

(TOWN OF ISLIP, NEW YORK)

and

CENTURY DIRECT, LLC

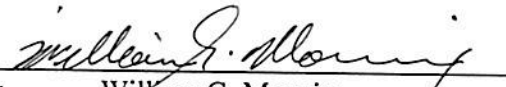
ENVIRONMENTAL COMPLIANCE
AND INDEMNIFICATION
AGREEMENT

Dated as of March 1, 2015

Town of Islip Industrial Development Agency
(Century Direct, LLC 2015 Facility)

IN WITNESS WHEREOF, the parties have caused this Environmental Compliance and Indemnification Agreement to be duly executed as of the day and year first above written.

**TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY**

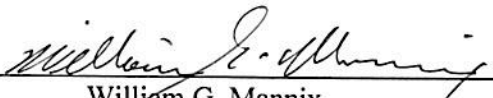
By: 
Name: William G. Mannix
Title: Executive Director

CENTURY DIRECT, LLC

By: _____
Name: Michael Kellogg
Title: Chief Executive Officer

IN WITNESS WHEREOF, the parties have caused this Environmental Compliance and Indemnification Agreement to be duly executed as of the day and year first above written.

**TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY**

By: 
Name: William G. Mannix
Title: Executive Director

CENTURY DIRECT, LLC

By: _____
Name: Michael Kellogg
Title: Chief Executive Officer

IN WITNESS WHEREOF, the parties have caused this Environmental Compliance and Indemnification Agreement to be duly executed as of the day and year first above written.

**TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY**

By: William G. Mannix
Name: William G. Mannix
Title: Executive Director

CENTURY DIRECT, LLC

By: _____
Name: Michael Kellogg
Title: Chief Executive Officer

IN WITNESS WHEREOF, the parties have caused this Environmental Compliance and Indemnification Agreement to be duly executed as of the day and year first above written.

**TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY**

By: William G. Mannix
Name: William G. Mannix
Title: Executive Director

CENTURY DIRECT, LLC

By: _____
Name: Michael Kellogg
Title: Chief Executive Officer

MEMORANDUM OF COMPANY LEASE

The undersigned CENTURY DIRECT, LLC, a limited liability company organized and existing under the laws of the State New York, having an office at 130 Hoffman Lane, Islandia, New York 11749 (the "**Company**"), and the TOWN OF ISLIP INDUSTRIAL DEVELOPMENT AGENCY, a public benefit corporation of the State of New York, having its office at 40 Nassau Avenue, Islip, New York 11751 (the "**Agency**"), entered into a Company Lease Agreement as of March 1, 2015 (the "**Company Lease**"). The Company Lease covers the premises described in Exhibit A attached hereto and made a part hereof.

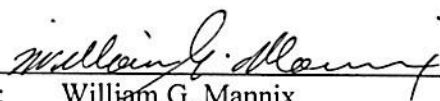
The Company Lease provides for the rental of the premises by the Agency for a term commencing on March 31, 2015 and terminating at 11:59 p.m. on November 30, 2025 unless extended for a one five (5) year extension ending at 11:59 p.m. on November 30, 2030 (the "**Company Lease Term**").

The Company Lease is available for inspection during normal business hours at the offices of the Agency indicated above.

Premises: 130 Hoffman Lane, Islandia, Town of Islip, New York
Tax Mailing Address: 130 Hoffman Lane, Islandia, New York 11749
Tax Map Number: 0504-007.00-02.00-006.000

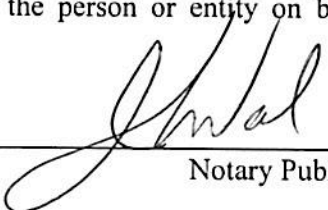
Record and return to:
Nixon Peabody LLP
1300 Clinton Square
Rochester, New York 14604
Attention: Jessica L. Paulin, Esq.

**TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY**

By: 
Name: William G. Mannix
Title: Executive Director

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

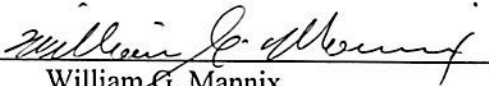
On the 30th day of March in the year 2015, before me, the undersigned, personally appeared **William G. Mannix**, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument, and acknowledged to me that he executed the same in his capacity, and that by his signature on the within instrument, the individual, or the person or entity on behalf of which the individual acted, executed the instrument.


Notary Public

JOHN WALSER
Notary Public, State of New York
Registration # 01WA6195090
Qualified in Suffolk County
Commission Expires October 20, 2016

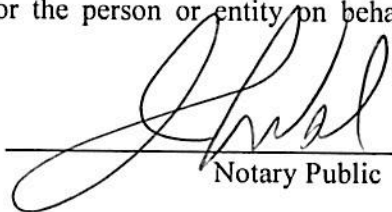
Memorandum of Company Lease
Signature Page 2 of 2

TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY

By: 
Name: William G. Mannix
Title: Executive Director

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


On the 30th day of March in the year 2015, before me, the undersigned, personally appeared **William G. Mannix**, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument, and acknowledged to me that he executed the same in his capacity, and that by his signature on the within instrument, the individual, or the person or entity on behalf of which the individual acted, executed the instrument.


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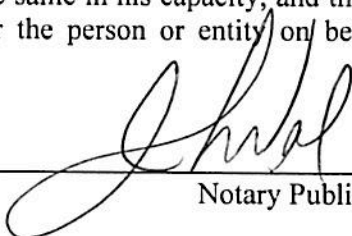
Memorandum of Company Lease
Signature Page 2 of 2

**TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY**

By: 
Name: William G. Mannix
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STATE OF NEW YORK)
 : SS.:
COUNTY OF SUFFOLK)

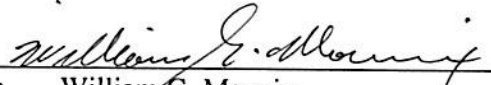
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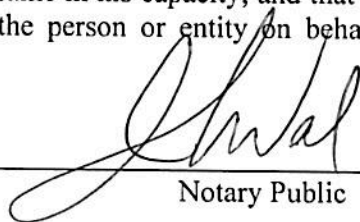
Memorandum of Company Lease
Signature Page 2 of 2

**TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY**

By: 
Name: William G. Mannix
Title: Executive Director

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

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Notary Public

JOHN WALSER
Notary Public, State of New York
Registration # 01WA6195090
Qualified in Suffolk County
Commission Expires October 20, 2016

Memorandum of Company Lease
Signature Page 2 of 2

MEMORANDUM OF LEASE

The undersigned TOWN OF ISLIP INDUSTRIAL DEVELOPMENT AGENCY, a public benefit corporation of the State of New York, having its office at 40 Nassau Avenue, Islip, New York 11751 (the "**Agency**"), as sub-sublessor, and CENTURY DIRECT, LLC, a limited liability company organized and existing under the laws of the State New York, having an office at 130 Hoffman Lane, Islandia, New York 11749 (the "**Company**"), as sub-sublessee, entered into a Lease Agreement dated as of March 1, 2015 (the "**Lease Agreement**"). The Lease Agreement covers the premises described in Exhibit A attached hereto and made a part hereof.

The Lease Agreement provides for the rental of the premises by the Company for a term commencing on March 31, 2015, and terminating at 11:59 p.m. on November 30, 2025 unless extended for a one five (5) year extension ending at 11:59 p.m. on November 30, 2030 (the "**Lease Term**").

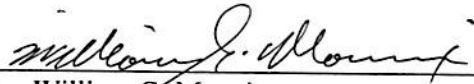
The Lease Agreement is available for inspection during normal business hours at the offices of the Agency indicated above.

Premises:	130 Hoffman Lane, Islandia, Town of Islip, New York
Tax Mailing Address:	130 Hoffman Lane, Islandia, New York 11749
Tax Map Number:	0504-007.00-02.00-006.000

Record and return to:
Nixon Peabody LLP
1300 Clinton Square
Rochester, New York 14604
Attention: Jessica L. Paulin, Esq.

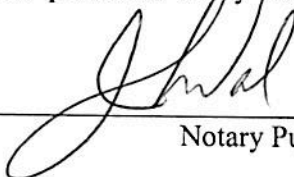
IN WITNESS WHEREOF, the Agency and the Company have caused this Memorandum of Lease to be executed in their respective names as of the 31st day of March, 2015.

**TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY**

By: 
Name: William G. Mannix
Title: Executive Director

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

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Notary Public

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Notary Public, State of New York
Registration # 01WA6195090
Qualified in Suffolk County
Commission Expires October 20, 2016

Memorandum of Lease
Signature Page 1 of 2

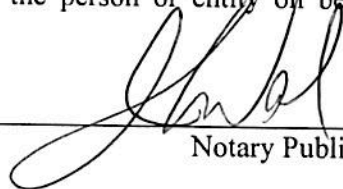
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DEVELOPMENT AGENCY**

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Title: Executive Director

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

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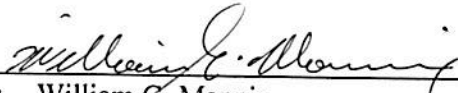

Notary Public

JOHN WALSER
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Registration # 01WAG195090
Qualified in Suffolk County
Commission Expires October 20, 2016

Memorandum of Lease
Signature Page 1 of 2

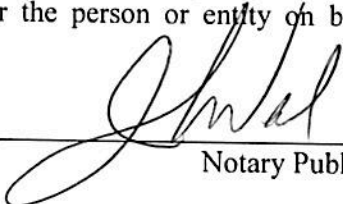
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**TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY**

By: 
Name: William G. Mannix
Title: Executive Director

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

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Notary Public

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Notary Public, State of New York
Registration # 01WAG195090
Qualified in Suffolk County
Commission Expires October 20, 20 16

Memorandum of Lease
Signature Page 1 of 2

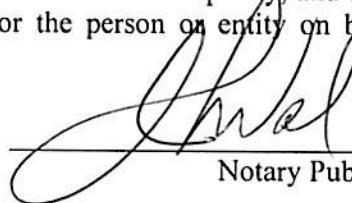
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**TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY**

By: 
Name: William G. Mannix
Title: Executive Director

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 : SS.:
COUNTY OF SUFFOLK)

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Notary Public

JOHN WALSER
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Registration # 01WA6195090
Qualified in Suffolk County
Commission Expires October 20, 2016

Memorandum of Lease
Signature Page 1 of 2

CLOSING CERTIFICATE OF
TOWN OF ISLIP INDUSTRIAL DEVELOPMENT AGENCY

I, the undersigned officer of the Town of Islip Industrial Development Agency (the "**Agency**"), DO HEREBY CERTIFY THAT:

1. I am the officer of the Agency indicated by the official title set forth opposite my signature to this Certificate.

2. I did officially cause the following documents (hereinafter referred to collectively as the "**Agency Documents**") to be executed in the name of the Agency by the signing of each of such Agency Documents with the signature of the Chairman, the Executive Director or any other member of the Agency:

- (a) The Company Lease Agreement, dated as of March 1, 2015 (the "**Company Lease**"), by and between Century Direct, LLC (the "**Company**"), as sublessor, and the Agency, as sublessee; and
- (b) The Lease Agreement, dated as of March 1, 2015 (the "**Lease Agreement**"), by and between the Agency, as sub-sublessor, and the Company, as sub-sublessee; and
- (c) The Payment-in-Lieu-of-Tax Agreement, dated as of March 1, 2015 (the "**PILOT Agreement**"), by and between the Agency and the Company; and
- (d) The Environmental Compliance and Indemnification Agreement, dated as of March 1, 2015 (the "**Environmental Compliance and Indemnification Agreement**"), from the Company to the Agency; and
- (e) The Recapture Agreement, dated as of March 1, 2015 (the "**Recapture Agreement**"), by and between the Company and the Agency.

3. I did officially cause all certificates necessary for the transaction and included in the Transcript of Proceedings to be executed, as required, in the name of the Agency by the signing of each of such certificates with the signature of the Chairman, the Executive Director or any other member of the Agency.

4. On the date of delivery of such Agency Documents, which is also the date of this Certificate, I am the duly chosen and acting officer indicated on such Agency Documents and on this Certificate, and am duly authorized to cause such Agency Documents and certificates to be executed as recited above.

WITNESS our official signatures as of the 31st day of March, 2015.

NAME

SIGNATURE

OFFICIAL TITLE

William G. Mannix

 Executive Director

WITNESS our official signatures as of the 31st day of March, 2015.

NAME

SIGNATURE

OFFICIAL TITLE

William G. Mannix

 Executive Director

WITNESS our official signatures as of the 31st day of March, 2015.

NAME

SIGNATURE

OFFICIAL TITLE

William G. Mannix

A handwritten signature in black ink, appearing to read "William G. Mannix", written over a horizontal line.

Executive Director

WITNESS our official signatures as of the 31st day of March, 2015.

NAME

SIGNATURE

OFFICIAL TITLE

William G. Mannix

 Executive Director

AFFIDAVIT

William G. Mannix, being duly sworn, deposes and says:

1. That he resides in the Town of Islip, New York, and is the duly appointed Executive Director of the Town of Islip Industrial Development Agency, a public benefit corporation duly organized and existing under the laws of the State of New York, having its office at 40 Nassau Avenue, Islip, New York 11751 (the “**Agency**”).

2. That the Agency is acquiring a subleasehold interest from Century Direct, LLC, a limited liability company organized and existing under the laws of the State of New York (the “**Company**”), in certain real property situate in the Town of Islip, Suffolk County and State of New York (the “**State**”) and more particularly described on Exhibit A attached hereto, pursuant to a Company Lease Agreement, dated as of March 1, 2015 (the “**Company Lease**”), from the Company, as sublessor, to the Agency, as sublessee, and a Memorandum of said Company Lease, will be recorded in the office of the Clerk of Suffolk County, New York.

3. That the Agency is sub-subleasing the property described on Exhibit A attached hereto, to the Company pursuant to the terms of a Lease Agreement, dated as of March 1, 2015 (the “**Lease Agreement**”), between the Agency, as sub-sublessor and the Company, as sub-sublessee, and a Memorandum of said Lease Agreement (the “**Memo of Lease**”), will be recorded in the office of the Clerk of Suffolk County, New York.

4. That, the Agency and the Company have executed and delivered a certain Recapture Agreement, dated as of March 1, 2015 (the “**Recapture Agreement**”), which is intended to be recorded in the office of the Clerk of Suffolk County, New York immediately following the Memo of Lease.

5. That in said Recapture Agreement and elsewhere, the Agency covenants that it will record or cause the Recapture Agreement to be recorded in all offices where recordation thereof is necessary.

6. That in the opinion of your deponent, no mortgage recording tax is due or payable in connection with the recording of the Recapture Agreement because the Agency is exempt from the payment of mortgage recording tax by reason of Sections 874 and 876 of the General Municipal Law of the State of New York.

(Remainder of Page Intentionally Left Blank- Signature Page Follows)

WHEREFORE, your deponent respectfully requests that the Recapture Agreement be recorded without the imposition of any mortgage recording tax.

**TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY**

By: William G. Mannix
Name: William G. Mannix
Title: Executive Director

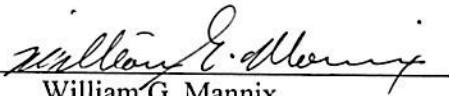
Subscribed and sworn to before me
this 30th day of March, 2015.

[Signature]
Notary Public

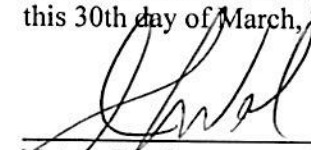
JOHN WALSER
Notary Public, State of New York
Registration # 01WA6195090
Qualified in Suffolk County
Commission Expires October 20, 2016

WHEREFORE, your deponent respectfully requests that the Recapture Agreement be recorded without the imposition of any mortgage recording tax.

**TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY**

By: 
Name: William G. Mannix
Title: Executive Director


Subscribed and sworn to before me
this 30th day of March, 2015.


Notary Public

JOHN WALSER
Notary Public, State of New York
Registration # 01WA6195090
Qualified in Suffolk County
Commission Expires October 20, 2016

WHEREFORE, your deponent respectfully requests that the Recapture Agreement be recorded without the imposition of any mortgage recording tax.

**TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY**

By: 
Name: William G. Mannix
Title: Executive Director

Subscribed and sworn to before me
this 30th day of March, 2015.


Notary Public

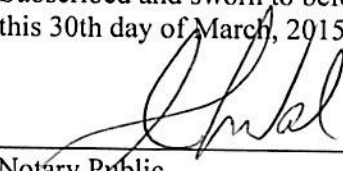
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Qualified in Suffolk County
Commission Expires October 20, 2016

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**TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY**

By: William G. Mannix
Name: William G. Mannix
Title: Executive Director

Subscribed and sworn to before me
this 30th day of March, 2015.


Notary Public

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NYS BOARD OF REAL PROPERTY SERVICES

RP-412-a (1/95)

INDUSTRIAL DEVELOPMENT AGENCIES
APPLICATION FOR REAL PROPERTY TAX EXEMPTION
(Real Property Tax Law, Section 412-a and General Municipal Law, Section 874)

1. INDUSTRIAL DEVELOPMENT AGENCY (IDA)

Name Town of Islip Industrial Development Agency
Street 40 Nassau Avenue
City Islip 11751
Telephone no. Day (631) 224-5488
Evening () _____
Contact William G. Mannix
Title Executive Director

2. OCCUPANT (IF OTHER THAN IDA)

(If more than one occupant attach separate listing)

Name Century Direct, LLC
Street 130 Hoffman Lane
City Islandia 11749
Telephone no. Day
Evening () _____
Contact Michael T. Kellogg
Title Chief Executive Officer

3. DESCRIPTION OF PARCEL

- a. Assessment roll description (tax map no./roll year)
0504-007.00-02.00-006.000
- b. Street address 130 Hoffman Lane
- c. City, Town or Village Islandia
- d. School District Hauppauge
- e. County Suffolk
- f. Current assessment \$
- g. Deed to IDA (date recorded; liber and page)
N/A - see #5e

4. GENERAL DESCRIPTION OF PROPERTY (if necessary, attach plans or specifications)

- a. Brief description (include property use)
Renovation and equipping of a building for use in commercial printing, data and mailing service.
- b. Type of construction unavailable
- c. Square footage app. 30,000 sq ft
- d. Total cost app \$
- e. Date construction commenced unavailable
- f. Projected expiration of exemption (i.e. date when property is no longer possessed, controlled, supervised or under the jurisdiction of IDA)
November 30, 2029

5. SUMMARIZE AGREEMENT (IF ANY) AND METHOD TO BE USED FOR PAYMENTS TO BE MADE TO MUNICIPALITY REGARDLESS OF STATUTORY EXEMPTION

(Attach copy of the agreement or extract of the terms relating to the project).

- a. Formula for payment see attached PILOT Agreement

- b. Projected expiration date of agreement November 30, 2029

c. Municipal corporations to which payments will be made

	Yes	No
County <u>Suffolk</u>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Town/City <u>Hauppauge</u>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Village <u>Hauppauge</u>		<input checked="" type="checkbox"/>
School District <u>Hauppauge</u>	<input checked="" type="checkbox"/>	

d. Person or entity responsible for payment

Name Michael T. Kellogg
 Title Chief Executive Officer
 Address 130 Hoffman Lane
Islandia 11749

e. Is the IDA the owner of the property? Yes/No (circle one)

If "No" identify owner and explain IDA rights or interest

Telephone [REDACTED]

in an attached statement. The IDA has a leasehold interest in the property pursuant to a Company Lease Agreement, dated as of March 1, 2015, a memo of Co Lease has been submitted for recording, Liber & Page unavailable.

6. Is the property receiving or has the property ever received any other exemption from real property taxation? (check one) Yes ☒ No

If yes, list the statutory exemption reference and assessment roll year on which granted:
 exemption _____ assessment roll year _____

7. A copy of this application, including all attachments, has been mailed or delivered on 04/ /15 (date) to the chief executive official of each municipality within which the project is located as indicated in Item 3.

CERTIFICATION

I, William G. Mannix, Executive Director of
 Name Title
Town of Islip Industrial Development Agency hereby certify that the information
 Organization
 on this application and accompanying papers constitutes a true statement of facts.

March 31, 2015
 Date

William G. Mannix
 Signature

FOR USE BY ASSESSOR

1. Date application filed _____
2. Applicable taxable status date _____
- 3a. Agreement (or extract) date _____
- 3b. Projected exemption expiration (year) _____
4. Assessed valuation of parcel in first year of exemption \$ _____
5. Special assessments and special as valorem levies for which the parcel is liable:

 Date

 Assessor's signature



NYS BOARD OF REAL PROPERTY SERVICES

RP-412-a (1/95)

INDUSTRIAL DEVELOPMENT AGENCIES
APPLICATION FOR REAL PROPERTY TAX EXEMPTION
(Real Property Tax Law, Section 412-a and General Municipal Law, Section 874)

1. INDUSTRIAL DEVELOPMENT AGENCY (IDA)

Name Town of Islip Industrial Development Agency
Street 40 Nassau Avenue
City Islip 11751
Telephone no. Day (631) 224-5488
Evening () _____
Contact William G. Mannix
Title Executive Director

2. OCCUPANT (IF OTHER THAN IDA)

(If more than one occupant attach separate listing)

Name Century Direct, LLC
Street 130 Hoffman Lane
City Islandia 11749
Telephone no. Day _____
Evening () _____
Contact Michael T. Kellogg
Title Chief Executive Officer

3. DESCRIPTION OF PARCEL

- a. Assessment roll description (tax map no./roll year)
0504-007.00-02.00-006.000
- b. Street address 130 Hoffman Lane
- c. City, Town or Village Islandia
- d. School District Hauppauge
- e. County Suffolk
- f. Current assessment \$ _____
- g. Deed to IDA (date recorded; liber and page)
N/A - see #5e

4. GENERAL DESCRIPTION OF PROPERTY

(if necessary, attach plans or specifications)

- a. Brief description (include property use)
Renovation and equipping of a building for use in commercial printing, data and mailing service.
- b. Type of construction unavailable
- c. Square footage app. 30,000 sq ft
- d. Total cost app \$
- e. Date construction commenced unavailable
- f. Projected expiration of exemption (i.e. date when property is no longer possessed, controlled, supervised or under the jurisdiction of IDA)
November 30, 2029

5. SUMMARIZE AGREEMENT (IF ANY) AND METHOD TO BE USED FOR PAYMENTS TO BE MADE TO MUNICIPALITY REGARDLESS OF STATUTORY EXEMPTION

(Attach copy of the agreement or extract of the terms relating to the project).

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c. Municipal corporations to which payments will be made

	Yes	No
County <u>Suffolk</u>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Town/City <u>Hauppauge</u>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Village <u>Hauppauge</u>		<input checked="" type="checkbox"/>
School District <u>Hauppauge</u>	<input checked="" type="checkbox"/>	

d. Person or entity responsible for payment

Name Michael T. Kellogg
 Title Chief Executive Officer
 Address 130 Hoffman Lane
Islandia 11749

e. Is the IDA the owner of the property? Yes/No (circle one)

If "No" identify owner and explain IDA rights or interest

Telephone [REDACTED]

in an attached statement. The IDA has a leasehold interest in the property pursuant to a Company Lease Agreement, dated as of March 1, 2015, a memo of Co Lease has been submitted for recording, Liber & Page unavailable.

6. Is the property receiving or has the property ever received any other exemption from real property taxation? (check one) Yes ☒ No

If yes, list the statutory exemption reference and assessment roll year on which granted:
 exemption _____ assessment roll year _____

7. A copy of this application, including all attachments, has been mailed or delivered on 04/___/15 (date) to the chief executive official of each municipality within which the project is located as indicated in Item 3.

CERTIFICATION

I, William G. Mannix, Executive Director of _____
 Name Title
Town of Islip Industrial Development Agency hereby certify that the information
 Organization
 on this application and accompanying papers constitutes a true statement of facts.

March 31, 2015
 Date


 Signature

FOR USE BY ASSESSOR

1. Date application filed _____
2. Applicable taxable status date _____
- 3a. Agreement (or extract) date _____
- 3b. Projected exemption expiration (year) _____
4. Assessed valuation of parcel in first year of exemption \$ _____
5. Special assessments and special as valorem levies for which the parcel is liable:

 Date

 Assessor's signature



**Combined Real Estate
Transfer Tax Return,
Credit Line Mortgage Certificate, and
Certification of Exemption from the
Payment of Estimated Personal Income Tax**

Recording office time stamp

See Form TP-584-I, Instructions for Form TP-584, before completing this form. Print or type.

Schedule A — Information relating to conveyance Memo of Company Lease

Grantor/Transferor <input type="checkbox"/> Individual <input type="checkbox"/> Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> Estate/Trust <input type="checkbox"/> Single member LLC <input checked="" type="checkbox"/> Other LLC	Name (if individual, last, first, middle initial) (<input type="checkbox"/> check if more than one grantor) Century Direct, LLC Mailing address 130 Hoffman Lane City: Islandia State: NY ZIP code: 11749 Single member's name if grantor is a single member LLC (see instructions)	Social security number Social security number Federal EIN Single member EIN or SSN
Grantee/Transferee <input type="checkbox"/> Individual <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> Estate/Trust <input type="checkbox"/> Single member LLC <input type="checkbox"/> Other	Name (if individual, last, first, middle initial) (<input type="checkbox"/> check if more than one grantee) Town of Islip Industrial Development Agency Mailing address 40 Nassau Avenue City: Islip State: NY ZIP code: 11751 Single member's name if grantee is a single member LLC (see instructions)	Social security number Social security number Federal EIN Single member EIN or SSN

Location and description of property conveyed

Tax map designation – Section, block & lot (include dots and dashes)	SWIS code (six digits)	Street address	City, town, or village	County
0504-007.00-02.00-006.000		130 Hoffman Lane		Suffolk

Type of property conveyed (check applicable box)

1 <input type="checkbox"/> One- to three-family house 2 <input type="checkbox"/> Residential cooperative 3 <input type="checkbox"/> Residential condominium 4 <input type="checkbox"/> Vacant land	5 <input checked="" type="checkbox"/> Commercial/Industrial 6 <input type="checkbox"/> Apartment building 7 <input type="checkbox"/> Office building 8 <input type="checkbox"/> Other _____	Date of conveyance <table style="border: 1px solid black; width: 100%;"> <tr> <td style="text-align: center;">03</td> <td style="text-align: center;">31</td> <td style="text-align: center;">2015</td> </tr> <tr> <td style="text-align: center; font-size: small;">month</td> <td style="text-align: center; font-size: small;">day</td> <td style="text-align: center; font-size: small;">year</td> </tr> </table>	03	31	2015	month	day	year
03	31	2015						
month	day	year						

Percentage of real property conveyed which is residential real property 0.00 %
(see instructions)

Condition of conveyance (check all that apply)

a. <input type="checkbox"/> Conveyance of fee interest b. <input type="checkbox"/> Acquisition of a controlling interest (state percentage acquired _____ %) c. <input type="checkbox"/> Transfer of a controlling interest (state percentage transferred _____ %) d. <input type="checkbox"/> Conveyance to cooperative housing corporation e. <input type="checkbox"/> Conveyance pursuant to or in lieu of foreclosure or enforcement of security interest (attach Form TP-584.1, Schedule E)	f. <input type="checkbox"/> Conveyance which consists of a mere change of identity or form of ownership or organization (attach Form TP-584.1, Schedule F) g. <input type="checkbox"/> Conveyance for which credit for tax previously paid will be claimed (attach Form TP-584.1, Schedule G) h. <input type="checkbox"/> Conveyance of cooperative apartment(s) i. <input type="checkbox"/> Syndication j. <input type="checkbox"/> Conveyance of air rights or development rights k. <input type="checkbox"/> Contract assignment	l. <input type="checkbox"/> Option assignment or surrender m. <input type="checkbox"/> Leasehold assignment or surrender n. <input checked="" type="checkbox"/> Leasehold grant o. <input type="checkbox"/> Conveyance of an easement p. <input checked="" type="checkbox"/> Conveyance for which exemption from transfer tax claimed (complete Schedule B, Part III) q. <input type="checkbox"/> Conveyance of property partly within and partly outside the state r. <input type="checkbox"/> Conveyance pursuant to divorce or separation s. <input type="checkbox"/> Other (describe) _____
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For recording officer's use	Amount received Schedule B., Part I \$ _____ Schedule B., Part II \$ _____	Date received	Transaction number
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Schedule C — Credit Line Mortgage Certificate (Tax Law, Article 11)**Complete the following only if the interest being transferred is a fee simple interest.**

I (we) certify that: (check the appropriate box)


1. ☐ The real property being sold or transferred is not subject to an outstanding credit line mortgage.
 2. ☐ The real property being sold or transferred is subject to an outstanding credit line mortgage. However, an exemption from the tax is claimed for the following reason:
 - ☐ The transfer of real property is a transfer of a fee simple interest to a person or persons who held a fee simple interest in the real property (whether as a joint tenant, a tenant in common or otherwise) immediately before the transfer.
 - ☐ The transfer of real property is (A) to a person or persons related by blood, marriage or adoption to the original obligor or to one or more of the original obligors or (B) to a person or entity where 50% or more of the beneficial interest in such real property after the transfer is held by the transferor or such related person or persons (as in the case of a transfer to a trustee for the benefit of a minor or the transfer to a trust for the benefit of the transferor).
 - ☐ The transfer of real property is a transfer to a trustee in bankruptcy, a receiver, assignee, or other officer of a court.
 - ☐ The maximum principal amount secured by the credit line mortgage is \$3,000,000 or more, and the real property being sold or transferred is **not** principally improved nor will it be improved by a one- to six-family owner-occupied residence or dwelling.

Please note: for purposes of determining whether the maximum principal amount secured is \$3,000,000 or more as described above, the amounts secured by two or more credit line mortgages may be aggregated under certain circumstances. See TSB-M-96(6)-R for more information regarding these aggregation requirements.

 - ☐ Other (attach detailed explanation).
3. ☐ The real property being transferred is presently subject to an outstanding credit line mortgage. However, no tax is due for the following reason:
 - ☐ A certificate of discharge of the credit line mortgage is being offered at the time of recording the deed.
 - ☐ A check has been drawn payable for transmission to the credit line mortgagee or his agent for the balance due, and a satisfaction of such mortgage will be recorded as soon as it is available.
 4. ☐ The real property being transferred is subject to an outstanding credit line mortgage recorded in _____ (insert liber and page or reel or other identification of the mortgage). The maximum principal amount of debt or obligation secured by the mortgage is _____. No exemption from tax is claimed and the tax of _____ is being paid herewith. (Make check payable to county clerk where deed will be recorded or, if the recording is to take place in New York City but not in Richmond County, make check payable to the **NYC Department of Finance**.)

Signature (both the grantor(s) and grantee(s) must sign)

The undersigned certify that the above information contained in schedules A, B, and C, including any return, certification, schedule, or attachment, is to the best of his/her knowledge, true and complete, and authorize the person(s) submitting such form on their behalf to receive a copy for purposes of recording the deed or other instrument effecting the conveyance.

Grantor signature Michael T. Kellogg Century Holdings, LLC	Chief Executive Officer Title	 William G. Mannix Town of Islip Industrial Development Agency	Executive Director Title
Grantor signature	Title	Grantee signature	Title

Reminder: Did you complete all of the required information in Schedules A, B, and C? Are you required to complete Schedule D? If you checked e, f, or g in Schedule A, did you complete Form TP-584.1? Have you attached your check(s) made payable to the county clerk where recording will take place or, if the recording is in the New York City boroughs of Manhattan, Bronx, Brooklyn, or Queens, to the **NYC Department of Finance**? If no recording is required, send your check(s), made payable to the **Department of Taxation and Finance**, directly to the NYS Tax Department, RETT Return Processing, PO Box 5045, Albany NY 12205-5045.

Schedule C – Credit Line Mortgage Certificate (Tax Law, Article 11)

Complete the following only if the interest being transferred is a fee simple interest.

I (we) certify that: (check the appropriate box)


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 2. ☐ The real property being sold or transferred is subject to an outstanding credit line mortgage. However, an exemption from the tax is claimed for the following reason:
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 - ☐ Other (attach detailed explanation).
3. ☐ The real property being transferred is presently subject to an outstanding credit line mortgage. However, no tax is due for the following reason:
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**Combined Real Estate
Transfer Tax Return,
Credit Line Mortgage Certificate, and
Certification of Exemption from the
Payment of Estimated Personal Income Tax**

Recording office time stamp

See Form TP-584-I, Instructions for Form TP-584, before completing this form. Print or type.

Schedule A — Information relating to conveyance

Memo of Lease

Grantor/Transferor		Name (if individual, last, first, middle initial) (<input type="checkbox"/> check if more than one grantor)		Social security number
<input type="checkbox"/> Individual		Town of Islip Industrial Development Agency		
<input checked="" type="checkbox"/> Corporation		Mailing address		Social security number
<input type="checkbox"/> Partnership		40 Nassau Avenue		
<input type="checkbox"/> Estate/Trust		City	State	ZIP code
<input type="checkbox"/> Single member LLC		Islip	NY	11751
<input type="checkbox"/> Other		Single member's name if grantor is a single member LLC (see instructions)		Federal EIN
				Single member EIN or SSN
Grantee/Transferee		Name (if individual, last, first, middle initial) (<input type="checkbox"/> check if more than one grantee)		Social security number
<input type="checkbox"/> Individual		Century Direct, LLC		
<input type="checkbox"/> Corporation		Mailing address		Social security number
<input type="checkbox"/> Partnership		130 Hoffman Lane		
<input type="checkbox"/> Estate/Trust		City	State	ZIP code
<input type="checkbox"/> Single member LLC		Islandia	NY	11749
<input checked="" type="checkbox"/> Other LLC		Single member's name if grantee is a single member LLC (see instructions)		Federal EIN
				Single member EIN or SSN

Location and description of property conveyed

Tax map designation – Section, block & lot (include dots and dashes)	SWIS code (six digits)	Street address	City, town, or village	County
0504-007.00-02.00-006.000		130 Hoffman Lane	Hauppauge	Suffolk

Type of property conveyed (check applicable box)

1 <input type="checkbox"/> One- to three-family house	5 <input checked="" type="checkbox"/> Commercial/Industrial	Date of conveyance <table border="1"> <tr> <td>03</td> <td>31</td> <td>2015</td> </tr> <tr> <td>month</td> <td>day</td> <td>year</td> </tr> </table>	03	31	2015	month	day	year	Percentage of real property conveyed which is residential real property <u>0.00</u> % (see instructions)
03	31		2015						
month	day		year						
2 <input type="checkbox"/> Residential cooperative	6 <input type="checkbox"/> Apartment building								
3 <input type="checkbox"/> Residential condominium	7 <input type="checkbox"/> Office building								
4 <input type="checkbox"/> Vacant land	8 <input type="checkbox"/> Other _____								

Condition of conveyance (check all that apply)

a. <input type="checkbox"/> Conveyance of fee interest	f. <input type="checkbox"/> Conveyance which consists of a mere change of identity or form of ownership or organization (attach Form TP-584.1, Schedule F)	i. <input type="checkbox"/> Option assignment or surrender
b. <input type="checkbox"/> Acquisition of a controlling interest (state percentage acquired _____ %)	g. <input type="checkbox"/> Conveyance for which credit for tax previously paid will be claimed (attach Form TP-584.1, Schedule G)	m. <input type="checkbox"/> Leasehold assignment or surrender
c. <input type="checkbox"/> Transfer of a controlling interest (state percentage transferred _____ %)	h. <input type="checkbox"/> Conveyance of cooperative apartment(s)	n. <input checked="" type="checkbox"/> Leasehold grant
d. <input type="checkbox"/> Conveyance to cooperative housing corporation	i. <input type="checkbox"/> Syndication	o. <input type="checkbox"/> Conveyance of an easement
e. <input type="checkbox"/> Conveyance pursuant to or in lieu of foreclosure or enforcement of security interest (attach Form TP-584.1, Schedule E)	j. <input type="checkbox"/> Conveyance of air rights or development rights	p. <input checked="" type="checkbox"/> Conveyance for which exemption from transfer tax claimed (complete Schedule B, Part III)
	k. <input type="checkbox"/> Contract assignment	q. <input type="checkbox"/> Conveyance of property partly within and partly outside the state
		r. <input type="checkbox"/> Conveyance pursuant to divorce or separation
		s. <input type="checkbox"/> Other (describe) _____

For recording officer's use	Amount received	Date received	Transaction number
	Schedule B., Part I \$ _____ Schedule B., Part II \$ _____		

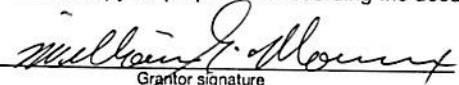
Schedule C — Credit Line Mortgage Certificate (Tax Law, Article 11)**Complete the following only if the interest being transferred is a fee simple interest.**

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 Grantor signature William G. Mannix Town of Islip Industrial Development Agency	Executive Director Title	_____ Grantee signature Michael T. Kellogg Century Direct, LLC	Chief Executive Officer Title
Grantor signature	Title	Grantee signature	Title

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 Grantor signature
 William G. Mannix
 Town of Islip Industrial Development Agency

Executive
 Director
 Title

Grantee signature
 Michael T. Kellogg
 Century Direct, LLC

Chief Executive Officer
 Title

Grantor signature

Title

Grantee signature

Title

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