

## SUPPLEMENTAL AUTHORIZING RESOLUTION

*(Appletree Acres LLC Project)*

A regular meeting of the Genesee County Industrial Development Agency d/b/a Genesee County Economic Development Center was convened on Thursday, March 27, 2025.

The following resolution was duly offered and seconded, to wit:

Resolution No. 03/2025 - 02

RESOLUTION OF THE GENESEE COUNTY INDUSTRIAL DEVELOPMENT AGENCY D/B/A GENESEE COUNTY ECONOMIC DEVELOPMENT CENTER (THE "AGENCY") (i) AUTHORIZING A SUPPLEMENTAL PUBLIC HEARING WITH RESPECT TO THE AMENDED PROJECT (AS DESCRIBED HEREIN), (ii) DESCRIBING THE FORMS OF MODIFIED FINANCIAL ASSISTANCE BEING CONTEMPLATED BY THE AGENCY WITH RESPECT TO THE AMENDED PROJECT, AND (iii) RATIFYING AND CONFIRMING THE FINDINGS OF THE AGENCY MADE IN THE RESOLUTION PREVIOUSLY ADOPTED BY THE AGENCY ON DECEMBER 18, 2024

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 565 of the Laws of 1970 of the State of New York, as amended (hereinafter collectively called the "Act"), the **GENESEE COUNTY INDUSTRIAL DEVELOPMENT AGENCY d/b/a GENESEE COUNTY ECONOMIC DEVELOPMENT CENTER** (the "Agency") was created with the authority and power to own, lease and sell property for the purpose of, among other things, acquiring, constructing and equipping industrial, manufacturing and commercial facilities as authorized by the Act; and

WHEREAS, the Agency previously undertook a certain project (the "2022 Project") for the benefit of **APPLETREE ACRES LLC**, for itself or on behalf of an entity formed or to be formed by it or on its behalf (the "Company") consisting of: (i) the acquisition by the Agency of a leasehold or other interest in certain property located at Buffalo Road, Town of Bergen, Genesee County, New York (the "Land", being more particularly identified as tax parcel No. 13.-1-59.221) and the existing improvements located thereon, consisting principally of the existing approximately 60,000 square-foot building (the "2022 Existing Improvements"); (ii) the planning, design, construction and operation of an approximately 50,000 square-foot building to be utilized as a warehouse and storage facility (the "2022 Improvements"); and (iii) the acquisition by the Company in and around the 2022 Improvements of certain items of machinery, equipment and other tangible personal property (the "2022 Equipment"; and, together with the Land and the 2022 Improvements, the "2022 Facility"); and

WHEREAS, in furtherance of the 2022 Project, the Agency and Company entered into (i) a Project Agreement, (ii) a Lease Agreement, (iii) a Leaseback Agreement, (iv) a Tax Agreement, and (v) related documents (collectively, the "2022 Agency Documents"), whereby

the Agency appointed the Company as agent to undertake the 2022 Project and provided the Company with certain forms of financial assistance (the "2022 Financial Assistance"); and

WHEREAS, pursuant to a resolution adopted on December 18, 2024 (the "Initial Resolution"), the Agency accepted an application and described the forms of financial assistance being contemplated by the Agency with respect to a certain project (the "Project") to be undertaken by the Company, as agent of the Agency, consisting of: (i) the acquisition and/or retention by the Agency of a leasehold interest the Land along with the approximately 110,000 square feet of building improvements located thereon (comprised of the 2022 Existing Improvements, 2022 Improvements, and hereinafter, the "Existing Improvements"); (ii) the planning, design, construction and reconstruction of improvements to the Existing Improvements, including an approximately 15,000 square foot addition to the Existing Improvements for an aggregate total of approximately 125,000 square feet of building space to be owned and operated by the Company for expanded warehousing space, along with related utility and site improvements, parking lots, access and egress improvements, signage, curbage, sidewalks, landscaping and stormwater retention improvements (collectively, the "Improvements"); and (iii) the acquisition by the Company in and around the Improvements of certain items of machinery, equipment and other tangible personal property (the "Equipment"; and, together with the Land and the Improvements, the "Facility"), such Project to be undertaken by the Agency and the Company primarily through a Project Agreement ("Project Agreement") and the amendment of the 2022 Agency Documents; and

WHEREAS, pursuant to Section 859-a of the Act, on Friday, January 3, 2025, at 3:30 p.m., local time, at the Bergen Town Hall, 10 Hunter Street, Bergen, New York 14416, the Agency held a public hearing with respect to the Project and the proposed Financial Assistance being contemplated by the Agency (the "Initial Public Hearing") whereat interested parties were provided a reasonable opportunity, both orally and in writing, to present their views; and

WHEREAS, following the Initial Public Hearing and the adoption by the Agency of the Initial Resolution, the Company informed the Agency that the Project would be amended (as so amended, the "Amended Project") as set forth below:

(i) the acquisition and/or retention by the Agency of a leasehold interest the Land along with the approximately 110,000 square feet of building improvements located thereon (comprised of the 2022 Existing Improvements, 2022 Improvements, and hereinafter, the "Existing Improvements"); (ii) the planning, design, construction and reconstruction of improvements to the Existing Improvements, including an approximately 20,000 square foot addition to the Existing Improvements for an aggregate total of approximately 125,000 square feet of building space to be owned and operated by the Company for expanded warehousing space, along with related utility and site improvements, parking lots, access and egress improvements, signage, curbage, sidewalks, landscaping and stormwater retention improvements (collectively, the "Improvements"); and (iii) the acquisition by the Company in and



around the Improvements of certain items of machinery, equipment and other tangible personal property (the "Equipment"; and, together with the Land and the Improvements, the "Facility"), such Project to be undertaken by the Agency and the Company primarily through a Project Agreement ("Project Agreement") and the amendment of the 2022 Agency Documents.

WHEREAS, the Company further informed the Agency that the value of goods and services relating to the Project that will be subject to New York State and local sales and use tax will be in an amount of up to \$735,000.00 (such amount being an increase of \$133,000.00), which will result in New York State and local sales and use tax exemption benefits not to exceed \$58,800.00 (such amount being an increase of \$10,640.00); and

WHEREAS, the Agency desires to adopt a resolution (i) authorizing the conduct of a supplemental public hearing with respect to the Amended Project, (ii) describing the forms of amended financial assistance in connection with the Amended Project, and (iii) ratifying and confirming the findings made by the Agency in the Initial Resolution.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE GENESEE COUNTY INDUSTRIAL DEVELOPMENT AGENCY D/B/A GENESEE COUNTY ECONOMIC DEVELOPMENT CENTER AS FOLLOWS:

Section 1. The Agency is hereby authorized to conduct a supplemental public hearing in connection with the Amended Project.

Section 2. Unless amended by the terms hereof, Agency hereby ratifies, confirms and reaffirms the findings made in the Initial Resolution.

Section 3. 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 and to execute and deliver all such certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolutions and to cause compliance by the Agency with all of the terms, covenants and provisions of the documents executed for and on behalf of the Agency.

Section 4. These Resolutions shall take effect immediately upon adoption.

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

	<i>Yea</i>	<i>Nay</i>	<i>Absent</i>	<i>Abstain</i>
Peter Zeliff	[X]	[ ]	[ ]	[ ]
Matthew Gray	[ ]	[ ]	[X]	[ ]
Paul Battaglia	[ ]	[ ]	[X]	[ ]
Craig Yunker	[X]	[ ]	[ ]	[ ]
Kathleen Manne	[X]	[ ]	[ ]	[ ]
Chandy Kemp	[X]	[ ]	[ ]	[ ]
Marianne Clattenburg	[X]	[ ]	[ ]	[ ]

The resolutions were thereupon duly adopted.

**CERTIFICATION**  
*(Appletree Acres, LLC Project)*

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

I, the undersigned Secretary of the Genesee County Industrial Development Agency d/b/a Genesee County Economic Development Center, DO HEREBY CERTIFY:

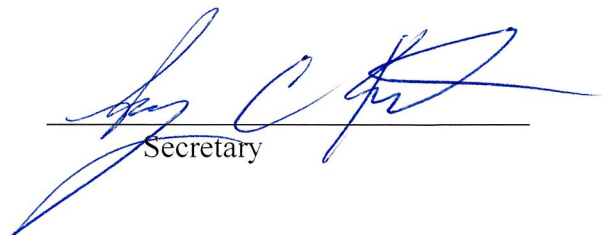
That I have compared the annexed extract of minutes of the meeting of the Genesee County Industrial Development Agency d/b/a Genesee County Economic Development Center (the "Agency"), including the resolution contained therein, held on March 27, 2025, with the original thereof on file at the Agency's office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolution set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

I FURTHER CERTIFY, that all members of said Agency had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with such Article 7.

I FURTHER CERTIFY, that there was a quorum of the members of the Agency present throughout said meeting.

I FURTHER CERTIFY, that as of the date hereof, the attached resolution is in full force and effect and has not been amended, repealed or modified.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Agency this 27<sup>th</sup> day of March, 2025.

  
\_\_\_\_\_  
Secretary