

CLOSING ITEM NO.: A-2

BILL OF SALE

TO

ONONDAGA COUNTY INDUSTRIAL DEVELOPMENT AGENCY

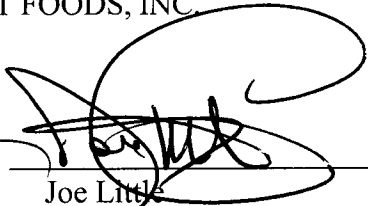
DOT FOODS, INC., a corporation organized and existing under the laws of the State of Illinois and authorized to do business in the State of New York, having an office for the transaction of business located at 200 Monarch Drive, Liverpool, New York 13088 (the "Grantor"), for the consideration of One Dollar (\$1.00), cash in hand paid, and other good and valuable consideration received by the Grantor from the ONONDAGA COUNTY INDUSTRIAL DEVELOPMENT AGENCY, a public benefit corporation of the State of New York having an office for the transaction of business located at 333 West Washington Street, Syracuse, New York 13202 (the "Grantee"), the receipt of which is hereby acknowledged by the Grantor, hereby sells, transfers and delivers unto the Grantee, and its successors and assigns, all right, title and interest of the Grantor in and to the materials, machinery, equipment, fixtures or furnishings that are described in Exhibit B attached hereto (the "Equipment"), whether now owned or hereafter acquired by the Grantor, which Equipment is located or intended to be located on the real property located at 200 Monarch Drive (tax map nos. 026.-02-16.1, 026.-02-16.3) in the Town of Salina, Onondaga County, New York and on Morgan Road (tax map no. 114-02-02.2) in the Town of Clay, Onondaga County, New York, which Land is more particularly described in Exhibit A attached hereto.

TO HAVE AND TO HOLD the same unto the Grantee, and its successors and assigns, forever, and the said Grantor, for itself, its successors and assigns, covenants and agrees to and with the Grantee, and its successors and assigns, to warrant and defend the sale of said Equipment hereby made unto the Grantee, and its successors and assigns, against the claims and demands of every and all persons whomsoever.

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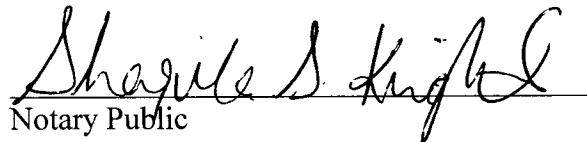
IN WITNESS WHEREOF, the Grantor has caused this bill of sale to be executed in its name by its duly authorized member and dated as of July 1, 2019.

DOT FOODS, INC.

By: 
Joe Little
General Manager –
New York Distribution Center

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

On the 24th day of July in the year 2018 before me, the undersigned, a Notary Public in and for said State, the undersigned, personally appeared Joe Little, 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 instrument, the individual or the person upon behalf of which the individual acted, executed the instrument.


Notary Public

SHAQUILA S. KNIGHT
NOTARY PUBLIC
STATE OF DELAWARE
MY COMMISSION EXPIRES
05/21/2021

SWORN TO AND SUBSCRIBED
BEFORE ME ON THIS 24
DAY OF July, 2019

Signature page to Bill of Sale
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EXHIBIT A

DESCRIPTION OF THE LAND

Part of Farm Lot #88 Town of Clay, part of Military Lot#1 – Town of Salina

EXHIBIT B

DESCRIPTION OF THE EQUIPMENT

All articles of personal property and all appurtenances now or hereafter attached to, contained in or used in connection with the construction and operation of the Facility or placed on any part hereof, though not attached thereto, including, but not limited to, all equipment, machinery, pipes, screens, fixtures, heating, lighting, plumbing, ventilation, air conditioning, compacting and elevator plants, drapes, blinds and accessories, moveable partitions, cleaning equipment, maintenance equipment, shelving, signs, waste containers, sprinkler systems and other fire prevention and extinguishing apparatus and materials; and together with any and all products of any of the above, all substitutions, replacements, additions or accessions therefor, and any and all cash proceeds or non-cash proceeds realized from the sale, transfer or conversion of any of the above.