

CINTAS CORPORATION No 2

AGENT RESOLUTION

At a regular meeting of the Onondaga County Industrial Development Agency convened in public session on September 8, 2015 at 333 West Washington Street, Syracuse, New York, the following members were:

PRESENT:

Daniel Queri
Victor Ianno
Janice Herzog
Patrick Hogan
Lisa Dell
Steven Morgan

ABSENT:

Jessica Crawford

ALSO PRESENT:

Julie Cerio, Executive Director
Anthony P. Rivizzigno, Esq., Agency Counsel

Upon motion duly made and seconded, the following resolution was duly adopted by the Agency with its members voting as follows:

Aye

Nay

Daniel Queri
Victor Ianno
Janice Herzog
Patrick Hogan
Lisa Dell
Steven Morgan

**RESOLUTION AUTHORIZING THE AGENT AGREEMENT FOR CINTAS
CORPORATION No 2**

WHEREAS, the Onondaga County Industrial Development Agency (the “Agency”) is authorized and empowered by Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the “Enabling Act”), Chapter 435 of the 1970 Laws of New York, as amended, constituting Section 895 of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the “Act”) to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial, research and recreation facilities, including industrial pollution control facilities, educational or cultural facilities, railroad facilities, horse racing facilities and continuing care retirement communities, among others, for the purpose of promoting, attracting, encouraging and developing recreation, and economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York and to improve their recreation opportunities, prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct, reconstruct, improve, maintain, equip or furnish one or more “projects” (as defined in the Act); to sell, convey, mortgage, lease, pledge, exchange or otherwise dispose of said projects; and to issue bonds and provide for the rights of the holders thereof; and

WHEREAS, Cintas Corporation No. 2 (the “Company”) is hereby designated as Agent and agrees to limit its activities as agent for the Agency under the authority of the Resolution to acts reasonably related to the acquisition, construction and equipping of the Facility.

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

Section 1. The Chairman, Vice Chairman, Executive Director and/or Secretary of the Agency are each hereby individually authorized, on behalf of the Agency, to sign any and all documents to effectuate the passing of this Resolution.

Section 2. This Resolution shall take effect immediately.

