

HINSDALE ROAD GROUP, LLC

DOCUMENT MODIFICATION RESOLUTION

At a regular meeting of the Onondaga County Industrial Development Agency convened in public session on June 28, 2017 at 8:00 a.m. at 333 West Washington Street, Syracuse, New York, the following members were:

PRESENT:

Janice Herzog
Victor Ianno
Steve Morgan
Susan Stanczyk
Fanny Villarreal

ABSENT:

Patrick Hogan
Kevin Ryan

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

Janice Herzog
Victor Ianno
Steve Morgan
Susan Stanczyk
Fanny Villarreal

**RESOLUTION CONSENTING TO THE MODIFICATION OF THE LEASE
DOCUMENTS AND THE PILOT AGREEMENT TO REFLECT THE NEW
SUBDIVISION AND AUTHORIZING AN OFFICER TO SIGN ALL NECESSARY
DOCUMENTS WITH RESPECT TO THE HINSDALE ROAD GROUP, LLC PROJECT**

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, and Chapter 676 of the 1975 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) or to cause said projects to be acquired, constructed, reconstructed, improved, maintained, equipped or furnished, and to sell, convey, mortgage, lease, pledge, exchange or otherwise dispose of said projects; and

WHEREAS, the Company wishes to modify the lease documents and PILOT to reflect the new subdivision of the lands.

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

Section 1. The Agency is hereby authorized to do all things necessary or appropriate for the accomplishment of Hinsdale Road Group, LLC and the Agency to modify the lease and PILOT documents (“Document Modification”).

Section 2. The Chairman, Vice Chairman, or Executive Director of the Agency are each hereby authorized, on behalf of the Agency, to execute and deliver any and all agreements, documents, certificates and instruments in connection with the Document Modification, all in such form as the Chairman, Vice Chairman or Executive Director shall approve, the execution thereof by the Chairman, Vice Chairman or Executive Director shall constitute conclusive evidence of such approval.

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 or provided for by any of the provisions of the modified documents, and to execute and deliver all

such additional certificates, instruments and documents and to do all further acts and things as may be necessary, or in the opinion of the officer, employee or agent, acting, desirable or 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 binding upon the Agency.

Section 4. This resolution shall take effect immediately.

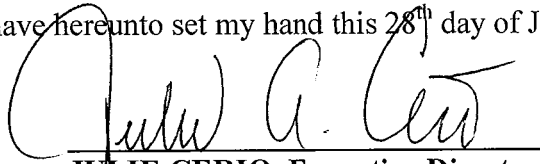
STATE OF NEW YORK)
) ss.:
COUNTY OF ONONDAGA)

I, the undersigned, Executive Director of the Onondaga County Industrial Development Agency, **DO HEREBY CERTIFY** that I have compared the forgoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on June 28, 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 Resolution set forth therein and of the whole of said original insofar as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Agency had due notice of the meeting; (B) the meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the “Open Meetings Law”), such meeting was opened to the general public, and due public notice of the time and place of such meeting was duly given in accordance with such Open Meetings Law;; and (D) 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 rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand this 28th day of June, 2017.



JULIE CERIO, Executive Director