

APPROVING RESOLUTION
(Fairport Landing, LLC Project)

At a regular meeting of the Village of Fairport Industrial Development Agency (the "Agency"), held at 31 South Main Street, Fairport, New York on July 16, 2018 at 4:30 PM, the meeting was called to order by the chairman, and upon the roll being called, the following were present:

The following resolution was offered and seconded to wit:

(1) TAKING OFFICIAL ACTION TOWARDS THE DEVELOPMENT OF A CERTAIN PROJECT (AS MORE FULLY DESCRIBED BELOW) BY FAIRPORT LANDING, LLC (THE "COMPANY") AT 50 SOUTH MAIN STREET, VILLAGE OF FAIRPORT, TOWN OF PERINTON, COUNTY OF MONROE, STATE OF NEW YORK; (2) ADOPTING FINDINGS PURSUANT TO THE STATE ENVIRONMENTAL QUALITY REVIEW ACT ("SEQRA") IN RELATION TO THE PROJECT; (3) AUTHORIZING FINANCIAL ASSISTANCE TO THE COMPANY FOR THE PROJECT IN THE FORM OF (A) A SALES TAX EXEMPTION FOR PURCHASES AND RENTALS RELATED TO THE RENOVATION, IMPROVEMENT, AND EQUIPPING OF THE PROJECT; (B) A MORTGAGE RECORDING TAX EXEMPTION FOR THE FINANCING RELATED TO THE PROJECT (C) PARTIAL ABATEMENT OF REAL PROPERTY TAXES IN ACCORDANCE WITH THE DEVIATION FROM THE AGENCY'S UNIFORM TAX EXEMPTION POLICY MORE SPECIFICALLY DESCRIBED HEREIN; (4) AUTHORIZING ACCEPTANCE OF A LEASEHOLD INTEREST IN CERTAIN REAL PROPERTY AND THE IMPROVEMENTS THEREON IN RELATION TO UNDERTAKING THE PROJECT; AND (5) APPROVING THE FORM, SUBSTANCE AND EXECUTION OF RELATED DOCUMENTS.

WHEREAS, the Village of Fairport Industrial Development Agency (the "Agency") is authorized and empowered, by Title 1 of Article 18-A of the General Municipal Law of the State of New York (the "State") as amended, and Chapter 779 of the Laws of 1976 of the State, as amended (collectively, the "Act"), among other things, to assist with the acquisition of certain industrial development projects as authorized by the Act.

WHEREAS, Fairport Landing, LLC (the "Company") has requested that the Agency assist with a certain project (the Project") consisting of (A) the renovation and upgrade of the approximately 120,000 square foot Fairport Village Landing mixed-use development located at 50 South Main Street, Village of Fairport, Town of Perinton, County of Monroe, State of New York (more particularly described as tax map parcels 153.13-1-1./A and 153.13-1-1./B) (the "Project Site"); (B) the renovation, improvement and upgrade of the Main Street storefronts and the renovation, improvement, and upgrade of a portion of the parking lot facades and certain structural elements (collectively the "Improvements"); and (C) the acquisition and installation in and around the Improvements of certain items of fixtures, signage, equipment, and other tangible personal property (the "Equipment") (collectively, the "Equipment" and, together with the Project Site and the Improvements, the "Facility"); and

WHEREAS, it is contemplated that the Agency will (i) negotiate, execute and deliver a company lease agreement ("Company Lease") and an agency lease and project agreement (the "Lease Agreement") (ii) take a leasehold interest in the Facility (once the Company Lease and Lease Agreement have been negotiated), and (iii) provide financial assistance to the Company in the form of (a) a sales and use tax exemption for purchases and rentals related to the renovation, improvement and equipping of the Project, (the "Sales Tax Exemption") (b) a mortgage recording tax exemption for the financing related to the Project, other than the portion of mortgage recording tax allocated to transportation districts referred to in Section 253(2)(a) of the Tax Law, (the "Mortgage Tax Exemption") and (c) an exemption from real property taxes as more particularly set forth at Exhibit C hereof (the "Real Property tax Exemption"), (the Sales Tax Exemption, Mortgage Tax Exemption and Real Property Tax Exemption collectively the "Financial Assistance"); and

WHEREAS, in connection with the Financial Assistance the Company has requested a deviation (the "Deviation") from the Agency's Uniform Tax Exemption Policy originally adopted in January of 1994, as amended to date (the "Policy"); and

WHEREAS, pursuant to the Deviation annual PILOT payments made pursuant to the Lease Agreement will be in fixed certain amounts for the duration of the Lease Agreement which deviates from the standard abatement schedule set forth in Section 3 of the Policy; and

WHEREAS, the Agency is considering the Deviation from its Policy because the investments to be made in the Project are expected to have a material positive impact on existing business and encourage further economic development projects in the Village of Fairport; and

WHEREAS, the Company has not submitted to the Agency an Environmental Assessment Form (the "EAF") as, based upon the Company's Application dated June 14, 2018 (the "Application"), the Project is a "Type II" action under Article 8 of the Environmental Conservation Law and Regulations adopted pursuant thereto by the Department of Environmental Conservation of the State (collectively, "SEQRA"); and

WHEREAS, as security for a loan or loans, the Agency and the Company will execute to The Canandaigua National Bank and Trust Company or one or more lenders not yet determined (collectively the "Lender"), a mortgage or mortgages, and such other loan documents satisfactory to the Agency, upon advice of Counsel, in both form and substance, as may be reasonably required by the Lender, to be dated a date to be determined, in connection with the financing of the costs of the renovation, improvement, and equipping of the Facility (collectively, the "Loan Documents"); and

WHEREAS, a public hearing (the "Hearing") was held on July 16, 2018, so that all persons with views in favor of or opposed to either the financial assistance contemplated by the Agency or the location or nature of the Facility could be heard; and

WHEREAS, notice of the Hearing was given on July 2, 2018 and such notice (together with notice letter, proof of mailing and affidavit of publication), was substantially in the form annexed hereto as Exhibit A; and

WHEREAS, the report of the Hearing is annexed hereto as Exhibit B.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE AGENCY AS FOLLOWS:

Section 1. Based upon the Application, the Project involves the renovation of the Facility and that there will be no substantial changes in any existing structure or facility and it therefore is a Type II action as contemplated by 6 NYCRR Section 617.5(c)(1) and it is not subject to further review under SEQRA.

Section 2. The Agency hereby finds and determines:

(a) By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act; and

(b) The Facility constitutes a “project”, as such term is defined in the Act; and

(c) The renovation, improvement and equipping of the Facility and the leasing of the Facility to the Company, will promote and maintain the job opportunities, health, general prosperity and economic welfare of the citizens of the Village of Fairport, and the State of New York and improve their standard of living and thereby serve the public purposes of the Act; and

(d) The renovation, improvement and equipping of the Facility is reasonably necessary to induce the Company to maintain and expand its business operations in the State of New York; and

(e) Based upon representations of the Company and counsel to the Company, the Facility conforms with the Village of Fairport local zoning laws and planning regulations and all regional and local land use plans for the area in which the Facility is located; and

(f) The Facility and the operations conducted therein do not have a significant effect on the environment, as determined in accordance with Article 8 of the Environmental Conservation Law of the State of New York and the regulations promulgated thereunder; and

(g) It is desirable and in the public interest for the Agency to lease the Facility to the Company; and

(h) The Company Lease will be an effective instrument whereby the Agency leases the Facility from the Company; and

(i) The Lease Agreement will be an effective instrument whereby the Agency leases the Facility to the Company, the Agency and the Company set forth the terms and conditions of their agreement regarding payments-in-lieu of taxes, the Company agrees to comply with all Environmental Laws (as defined therein) applicable to the Facility and will describe the circumstances in which the Agency may recapture some or all of the benefits granted to the Company; and

(j) The Loan Documents to which the Agency is a party will be effective instruments whereby the Agency and the Company agree to secure the Loan made to the Company by the Lender.

(k) The Facility is in need of renovation and, being located next to the New York State Canal and in the downtown of the Village of Fairport (the "Village"), is important to the economic development of the Village. The Facility, originally constructed as part of the Village's Urban Renewal Plan of 1969 serves as a key component of the Village's commercial component and Main Street corridor. The Facility is experiencing significant vacancy rates and is in need of renovation.

(l) The Deviation incentivizes the Company to complete the Project, which is expected to have a material positive impact on existing business and encourage further economic development projects in the Village; and

Section 3. The Agency has assessed all material information included in connection with the application for financial assistance submitted by the Company, including but not limited to, the cost-benefit analysis prepared by the Agency and such information has provided the Agency a reasonable basis for its decision to provide the Financial Assistance to the Company.

Section 4. In consequence of the foregoing, the Agency hereby determines to: (i) lease the Land and the Improvements from the Company pursuant to the Company Lease, (ii) execute, deliver and perform the Company Lease, (iii) lease the Facility to the Company pursuant to the Lease Agreement, (iv) execute, deliver and perform the Lease Agreement, (v) grant a mortgage on and security interests in and to the Facility pursuant to the Loan Documents, and (vi) execute, deliver and perform the Loan Documents to which the Agency is a party.

Section 5. The Agency is hereby authorized to acquire the real property and personal property described in Exhibit A and Exhibit B, respectively, to the Lease Agreement, and to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisition are hereby approved, ratified and confirmed.

Section 6. The Agency is hereby authorized to acquire the Facility and to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisition are hereby approved, ratified and confirmed. The Agency is hereby further authorized to execute and deliver

the Loan Documents in connection with the financing of the costs of renovating, improving and equipping the Facility.

Section 7. The Agency hereby authorizes and approves the following economic benefits to be granted to the Company in connection with the renovation, improvement and equipping of the Facility in the form of (i) exemptions from mortgage recording taxes (other than the portion of the mortgages recording tax allocated to transportation districts referred to in Section 253(2)(a) of the Tax Law) for one or more mortgages securing an amount presently estimated to be \$1,200,000 in connection with the financing of the renovation, improvement and equipping of the Facility and any future financing, refinancing or permanent financing of the costs of renovating, improving and equipping the Facility, (ii) exemptions from sales and use taxes in an amount not to exceed \$50,000, in connection with the purchase or lease of equipment, building materials, services or other personal property, and (iii) the abatement of real property taxes (as set forth in the PILOT Schedule attached as Exhibit C hereof), consistent with the policies of the Agency.

Section 8. Subject to the provisions of this resolution, the Company is herewith and hereby appointed the agent of the Agency to renovate, improve and equip the Facility. The Company is hereby empowered to delegate its status as agent of the Agency to its agents, subagents, contractors, subcontractors, materialmen, suppliers, vendors and such other parties as the Company may choose in order to renovate, improve and equip the Facility. The Agency hereby appoints the agents, subagents, contractors, subcontractors, materialmen, vendors and suppliers of the Company as agents of the Agency solely for purposes of making sales or leases of goods, services and supplies to the Facility, and any such transaction between any agent, subagent, contractor, subcontractor, materialmen, vendor or supplier, and the Company, as agent of the Agency, shall be deemed to be on behalf of the Agency and for the benefit of the Facility. This agency appointment expressly excludes the purchase by the Company of any motor vehicles, including any cars, trucks, vans or buses which are licensed by the Department of Motor Vehicles for use on public highways or streets. The Company shall indemnify the Agency with respect to any transaction of any kind between and among the agents, subagents, contractors, subcontractors, materialmen, vendors and/or suppliers and the Company, as agent of the Agency. The aforesaid appointment of the Company as agent of the Agency to renovate, improve and equip the Facility shall expire at the earlier of (a) the completion of such activities and improvements, (b) a date which the Agency designates, or (c) the date on which the Company has received exemptions from sales and use taxes in an amount not to exceed \$50,000 in connection with the purchase or lease of equipment, building materials, services or other personal property; provided however, such appointment may be extended at the discretion of the Agency, upon the written request of the Company if such activities and improvements are not completed by such time. The aforesaid appointment of the Company is subject to the completion of the transaction and the execution of the documents contemplated by this resolution.

Section 9. The Company hereby agrees to comply with Section 875 of the Act. The Company further agrees that the exemption of sales and use tax provided pursuant

to the Act and the appointment of the Company as agent of the Agency pursuant to this Authorizing Resolution is subject to termination and recapture of benefits pursuant to Section 875 of the Act and the Recapture Agreement.

Section 10. The form and substance of the Company Lease, the Lease Agreement, and the Loan Documents to which the Agency is a party (each in substantially the forms presented to or approved by the Agency and which, prior to the execution and delivery thereof, may be redated and renamed) are hereby approved.

Section 11.

(a) The Chairman, the Executive Director of the Agency or any member of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver the Company Lease, the Lease Agreement and the Loan Documents to which the Agency is a party, all in substantially the forms thereof presented to this meeting with such changes, variations, omissions and insertions as the Chairman, the Director of the Agency or any member of the Agency shall approve, and such other related documents as may be, in the judgment of the Executive Director and counsel to the Agency, necessary or appropriate to effect the transactions contemplated by this resolution (hereinafter collectively called the "Agency Documents"). The execution thereof by the Chairman, the Executive Director of the Agency or any member of the Agency shall constitute conclusive evidence of such approval.

(b) The Chairman, the Executive Director of the Agency or any member of the Agency are further hereby authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency (as defined in and pursuant to the Lease Agreement).

Section 12. 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 the provisions of the Agency Documents, and to execute and deliver all such additional certificates, instruments and documents, 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 resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Agency Documents binding upon the Agency.

Section 13. This resolution shall take effect immediately.

CERTIFICATION

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

I, the undersigned Executive Director of the Village of Fairport Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY:

That I have compared the annexed extract of minutes of the meeting of the Agency, including the resolution contained therein, held on July 16, 2018, with the original thereof on file in my office, and that the same is a true and correct copy of the said original 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 (A) all board members of said Agency had due notice of said meeting; (B) that the meeting was in all respects duly held; and (C) pursuant to Article 7 of the Public Officers Law (the "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 the Open Meetings Law.

I FURTHER CERTIFY, that there was a quorum of the board 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, rescinded or modified.

IN WITNESS WHEREOF, I have hereunto set my hand as of August 13, 2018



Martha M. Malone
Executive Director

EXHIBIT A

NOTICE OF PUBLIC HEARING
NOTICE LETTER
PROOF OF MAILING
AFFIDAVIT OF PUBLICATION

NOTICE OF PUBLIC HEARING

NOTICE IS HEREBY GIVEN that a public hearing will be held by the Village of Fairport Industrial Development Agency (the "Agency") on July 16, 2018 at 4:00 p.m., local time, at 31 South Main Street, Fairport, New York 14450, in connection with the following matter:

FAIRPORT LANDING LLC, a New York limited liability company, (the "Company"), has requested that the Agency assist with a certain project (the Project") consisting of (A) the renovation and upgrade of the approximately 120,000 square foot Fairport Village Landing mixed-use development located at 50 South Main Street, Village of Fairport, Town of Perinton, County of Monroe, State of New York (the "Land"); (B) the renovation, improvement and upgrade of the Main Street storefronts and the renovation, improvement, and upgrade of a portion of the parking lot facades and certain structural elements (collectively the "Improvements"); and (C) the acquisition and installation in and around the Improvements of certain items of fixtures, signage, , equipment, and other tangible personal property (collectively, the "Equipment" and, together with the Land and the Improvements, the "Facility").

The Facility will be operated and/or managed by the Company. The Agency will acquire an interest in the Facility. The financial assistance contemplated by the Agency will consist generally of the exemption from taxation expected to be claimed by the Company as a result of the Agency taking an interest in, possession or control (by lease, license or otherwise) of the Facility, or of the Company acting as the agent of the Agency, consisting of: (i) exemption from state and local sales and use tax with respect to the renovation and upgrade of the Facility, (ii) exemption for mortgage recording tax with respect to any qualifying mortgage on the Facility, and (iii) exemption from general real property taxation with respect to the Facility, which exemption shall be offset, in whole or in part, by contractual payments in lieu of taxes (the "PILOT") by the Company for the benefit of the affected tax jurisdictions.

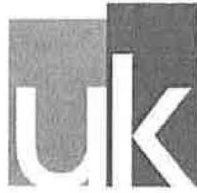
A copy of the Company's application, containing a cost/benefit analysis, is available for inspection at the Agency's offices at 31 S. Main St., Fairport, New York during normal business hours, Monday through Friday.

A representative of the Agency will at the above stated time and place hear all persons with views in favor of or opposed to either the location or nature of the Facility, or the proposed financial assistance being contemplated by the Agency. In addition, at, or prior to, such hearing, interested parties may submit to the agency written materials pertaining to such matters.

This public hearing will be conducted in accordance with subdivision 2 of Section 859-a of the New York General Municipal Law.

DATED: June 27, 2018

VILLAGE OF FAIRPORT INDUSTRIAL
DEVELOPMENT AGENCY



underberg & kessler LLP

EDMUND J. RUSSELL III, PARTNER
(585) 258-2834
erussell@underbergkessler.com

July 10, 2018

TO ALL ON THE ATTACHED DISTRIBUTION LIST:

RE: Village of Fairport Industrial Development Agency
Fairport Landing, LLC Project

Ladies and Gentleman:

On July 16, at 4:00 P.M., local time, at 31 South Main Street, Fairport, New York, the Village of Fairport Industrial Development Agency (the "Agency") will conduct a public hearing regarding the Fairport Landing, LLC Project (the "Project"). Attached is a copy of the Notice of Public Hearing regarding the Project. The Notice has been submitted to The Daily Record for publication.

The requested financial assistance with the respect to the abatement of real property taxes deviates from the Agency's Uniform Tax Exemption Policy originally adopted in January of 1994, as amended to date (the "Policy"), because the payments under the PILOT Agreement will be fixed for 10 years. The Agency is considering deviating from its Policy because the investments to be made in the Project are expected to have a material positive impact on existing business and encourage further economic development projects in the Village of Fairport.

You are welcome to attend such hearing at which time you will have an opportunity, both orally and in writing, to present your views with respect to the project. We are providing this notice to you pursuant to New York State General Municipal Law Section 859-a(3), as the chief executive or other interested officer of an affected tax jurisdiction.

Very truly yours,

Edmund J. Russell III
Attorney to the Agency

cc: Martha M. Malone, Executive Director
Village of Fairport Industrial Development Agency



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Hon. Cheryl Dinolfo
Monroe County Executive
110 County Office Building
39 West Main Street
Rochester, New York 14614
CERTIFIED MAIL RECEIPT #
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Mr. Kevin Tubiolo
Monroe County Treasury
COB- B2
39 West Main Street
Rochester, New York 14614
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Frederick H. May, Mayor
Village of Fairport
31 South Main Street
Fairport, New York 14450
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Email: fhm@fairportny.com

Laura K. Wharmby, Clerk/Treasurer
Village of Fairport
31 South Main Street
Fairport, New York 14450
CERTIFIED MAIL RECEIPT #
7018 0680 0000 8462 5395
Email: lkw@fairportny.com

Peter D. Forsgren, Board President
Fairport Central School District
38 West Church Street
Fairport, New York 14450
CERTIFIED MAIL RECEIPT #
7018 0680 0000 8462 5302
Email: peteforsgrenboe@gmail.com

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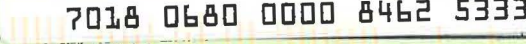
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SENDER: COMPLETE THIS SECTION	COMPLETE THIS SECTION ON DELIVERY
<ul style="list-style-type: none"> ■ Complete items 1, 2, and 3. ■ Print your name and address on the reverse so that we can return the card to you. ■ Attach this card to the back of the mailpiece, or on the front if space permits. 	<p>A. Signature <input checked="" type="checkbox"/> Agent <input type="checkbox"/> Addressee</p> <p>B. Received by (Printed Name) C. Date of Delivery</p>
<p>1. Article Addressed to:</p> <div style="border: 1px solid black; padding: 5px; text-align: center;"> <p>Frederick H. May, Mayor Village of Fairport 31 South Main Street Fairport, New York 14450</p> </div>  <p style="text-align: center;">9590 9402 3641 7335 5507 43</p>	<p>D. Is delivery address different from item 1? <input type="checkbox"/> Yes If YES, enter delivery address below: <input checked="" type="checkbox"/> NO</p> <p>3. Service Type <input type="checkbox"/> Priority Mail Express® <input type="checkbox"/> Registered Mail™ <input type="checkbox"/> Registered Mail Restricted Delivery <input type="checkbox"/> Certified Mail® <input type="checkbox"/> Certified Mail Restricted Delivery <input type="checkbox"/> Collect on Delivery <input type="checkbox"/> Collect on Delivery Restricted Delivery <input type="checkbox"/> Signature Confirmation™ <input type="checkbox"/> Signature Confirmation Restricted Delivery</p>
<p>2. Article Number (Transfer from service label)</p> <p style="text-align: center;">7018 0680 0000 8462 5326</p>	
<p>PS Form 3811, July 2015 PSN 7530-02-000-9053 Domestic Return Receipt</p>	

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Certified Mail Fee	
\$	
Extra Services & Fees (check box, add fee as appropriate)	
<input type="checkbox"/> Return Receipt (hardcopy) \$	
<input type="checkbox"/> Return Receipt (electronic) \$	
<input type="checkbox"/> Certified Mail Restricted Delivery \$	
<input type="checkbox"/> Adult Signature Required \$	
<input type="checkbox"/> Adult Signature Restricted Delivery \$	
Postage	
\$ <u>6.67</u>	
Total Postage and Fees	
\$	
Sent To	
Street and Apt. No., or PO Box No.	Frederick H. May, Mayor Village of Fairport 31 South Main Street
City, State, ZIP+4®	Fairport, New York 14450



PS Form 3800, April 2015 PSN 7530-02-000-9047

See Reverse for Instructions

7018 0680 0000 8462 5326

SENDER: COMPLETE THIS SECTION	COMPLETE THIS SECTION ON DELIVERY																
<ul style="list-style-type: none"> ■ Complete items 1, 2, and 3. ■ Print your name and address on the reverse so that we can return the card to you. ■ Attach this card to the back of the mailpiece, or on the front if space permits. 	<p>A. Signature <input checked="" type="checkbox"/> <i>Amy Albio</i> <input type="checkbox"/> Agent <input type="checkbox"/> Addressee</p> <p>B. Received by (Printed Name) <i>A Albio</i></p> <p>C. Date of Delivery <i>7-12-18</i></p>																
<p>1. Article Addressed to:</p> <div style="border: 1px solid black; padding: 5px; text-align: center;"> <p>Nicholas Morabito, Assessor Perinton Town Hall 1350 Turk Hill Road Fairport, New York 14450</p> </div>  <p>9590 9402 3641 7335 5507 67</p>	<p>D. Is delivery address different from Item 1? <input type="checkbox"/> Yes If YES, enter delivery address below: <input type="checkbox"/> No</p>																
<p>2. Article Number (Transfer from service label)</p> <p>7018 0680 0000 8462 5319</p>	<p>3. Service Type</p> <table border="0"> <tr> <td><input type="checkbox"/> Adult Signature</td> <td><input type="checkbox"/> Priority Mail Express®</td> </tr> <tr> <td><input type="checkbox"/> Adult Signature Restricted Delivery</td> <td><input type="checkbox"/> Registered Mail™</td> </tr> <tr> <td><input checked="" type="checkbox"/> Certified Mail®</td> <td><input type="checkbox"/> Registered Mail Restricted Delivery</td> </tr> <tr> <td><input type="checkbox"/> Certified Mail Restricted Delivery</td> <td><input checked="" type="checkbox"/> Return Receipt for Merchandise</td> </tr> <tr> <td><input type="checkbox"/> Collect on Delivery</td> <td><input type="checkbox"/> Signature Confirmation™</td> </tr> <tr> <td><input type="checkbox"/> Collect on Delivery Restricted Delivery</td> <td><input type="checkbox"/> Signature Confirmation Restricted Delivery</td> </tr> <tr> <td><input type="checkbox"/> Insured Mail</td> <td></td> </tr> <tr> <td><input type="checkbox"/> Insured Mail Restricted Delivery</td> <td></td> </tr> </table>	<input type="checkbox"/> Adult Signature	<input type="checkbox"/> Priority Mail Express®	<input type="checkbox"/> Adult Signature Restricted Delivery	<input type="checkbox"/> Registered Mail™	<input checked="" type="checkbox"/> Certified Mail®	<input type="checkbox"/> Registered Mail Restricted Delivery	<input type="checkbox"/> Certified Mail Restricted Delivery	<input checked="" type="checkbox"/> Return Receipt for Merchandise	<input type="checkbox"/> Collect on Delivery	<input type="checkbox"/> Signature Confirmation™	<input type="checkbox"/> Collect on Delivery Restricted Delivery	<input type="checkbox"/> Signature Confirmation Restricted Delivery	<input type="checkbox"/> Insured Mail		<input type="checkbox"/> Insured Mail Restricted Delivery	
<input type="checkbox"/> Adult Signature	<input type="checkbox"/> Priority Mail Express®																
<input type="checkbox"/> Adult Signature Restricted Delivery	<input type="checkbox"/> Registered Mail™																
<input checked="" type="checkbox"/> Certified Mail®	<input type="checkbox"/> Registered Mail Restricted Delivery																
<input type="checkbox"/> Certified Mail Restricted Delivery	<input checked="" type="checkbox"/> Return Receipt for Merchandise																
<input type="checkbox"/> Collect on Delivery	<input type="checkbox"/> Signature Confirmation™																
<input type="checkbox"/> Collect on Delivery Restricted Delivery	<input type="checkbox"/> Signature Confirmation Restricted Delivery																
<input type="checkbox"/> Insured Mail																	
<input type="checkbox"/> Insured Mail Restricted Delivery																	
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<p>Certified Mail Fee \$</p> <p>Extra Services & Fees (check box, add fee as appropriate)</p> <p><input type="checkbox"/> Return Receipt (hardcopy) \$</p> <p><input type="checkbox"/> Return Receipt (electronic) \$</p> <p><input type="checkbox"/> Certified Mail Restricted Delivery \$</p> <p><input type="checkbox"/> Adult Signature Required \$</p> <p><input type="checkbox"/> Adult Signature Restricted Delivery \$</p> <p>Postage \$ <i>6.67</i></p> <p>Total Postage and Fees \$</p> <p>Sent To</p> <p>Street and Apt. No., or PO Box No. Nicholas Morabito, Assessor Perinton Town Hall 1350 Turk Hill Road Fairport, New York 14450</p> <p>City, State, ZIP+4®</p>	<p style="text-align: center;">Postmark Here</p> <div style="border: 2px solid red; border-radius: 50%; padding: 10px; text-align: center; color: red;"> <p><i>EJR</i></p> <p><i>Fairport Landing</i></p> <p>10 JUL 10 2018</p> <p>ROCHESTER, NY 14614</p> </div>
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PS Form 3800, April 2015 PSN 7530-02-000-9047 See Reverse for Instructions

7018 0680 0000 8462 5319

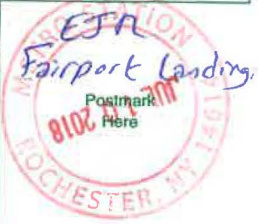
SENDER: COMPLETE THIS SECTION	COMPLETE THIS SECTION ON DELIVERY
<ul style="list-style-type: none"> ■ Complete items 1, 2, and 3. ■ Print your name and address on the reverse so that we can return the card to you. ■ Attach this card to the back of the mailpiece, or on the front if space permits. 	<p>A. Signature <input checked="" type="checkbox"/> Agent <input type="checkbox"/> Addressee</p> <p>B. Received by (Printed Name) C. Date of Delivery</p> <p><i>Carol A. Moran</i> 7/12/18</p>
<p>1. Article Number</p> <div style="border: 1px solid black; padding: 5px; text-align: center;"> <p>Laura K. Wharmby, Clerk/Treasurer Village of Fairport 31 South Main Street Fairport, New York 14450</p> </div>  <p>9590 9402 3641 7335 5507 74</p>	<p>D. Is delivery address different from Item 1? <input type="checkbox"/> Yes If YES, enter delivery address below: <input checked="" type="checkbox"/> No</p>
<p>2. Article Number (Transfer from service label)</p> <p>7018 0680 0000 8462 5395</p>	<p>3. Service Type</p> <p><input type="checkbox"/> Adult Signature <input type="checkbox"/> Priority Mail Express® <input type="checkbox"/> Adult Signature Restricted Delivery <input type="checkbox"/> Registered Mail™ <input checked="" type="checkbox"/> Certified Mail® <input type="checkbox"/> Registered Mail Restricted Delivery <input type="checkbox"/> Certified Mail Restricted Delivery <input checked="" type="checkbox"/> Return Receipt for Merchandise <input type="checkbox"/> Collect on Delivery <input type="checkbox"/> Signature Confirmation™ <input type="checkbox"/> Collect on Delivery Restricted Delivery <input type="checkbox"/> Signature Confirmation Restricted Delivery</p>
<p>PS Form 3811, July 2015 PSN 7530-02-000-9053 Domestic Return Receipt</p>	

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\$		
Extra Services & Fees (check box, add fee as appropriate)		
<input type="checkbox"/> Return Receipt (hardcopy)	\$	
<input type="checkbox"/> Return Receipt (electronic)	\$	
<input type="checkbox"/> Certified Mail Restricted Delivery	\$	
<input type="checkbox"/> Adult Signature Required	\$	
<input type="checkbox"/> Adult Signature Restricted Delivery	\$	
Postage		
\$	6.67	
Total Postage and Fees		
\$		
Sent To		
Street and Apt. No., or PO Box		
City, State, ZIP+4®		
<p>Laura K. Wharmby, Clerk/Treasurer Village of Fairport 31 South Main Street Fairport, New York 14450</p>		
PS Form 3800, April 2015 PSN 7530-02-000-9047		See Reverse for Instructions

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<ul style="list-style-type: none"> ■ Complete items 1, 2, and 3. ■ Print your name and address on the reverse so that we can return the card to you. ■ Attach this card to the back of the mailpiece, or on the front if space permits. 	<p>A. Signature <input checked="" type="checkbox"/> <i>MBrown</i> <input type="checkbox"/> Agent <input type="checkbox"/> Addressee</p>												
<p>1. Article Addressed to:</p> <div style="border: 1px solid black; padding: 5px; width: fit-content; margin: 10px auto;"> <p>Brett Provenzano, Superintendent Fairport Central School District 38 West Church Street Fairport, New York 14450</p> </div>	<p>B. Received by (Printed Name) <i>MBrown</i> C. Date of Delivery <i>7/12/18</i></p> <p>D. Is delivery address different from Item 1? <input type="checkbox"/> Yes If YES, enter delivery address below: <input type="checkbox"/> No</p>												
<p>9590 9402 3641 7335 5507 81</p>	<p>3. Service Type</p> <table border="0"> <tr> <td><input type="checkbox"/> Adult Signature</td> <td><input type="checkbox"/> Priority Mail Express®</td> </tr> <tr> <td><input type="checkbox"/> Adult Signature Restricted Delivery</td> <td><input type="checkbox"/> Registered Mail™</td> </tr> <tr> <td><input type="checkbox"/> Certified Mail®</td> <td><input type="checkbox"/> Registered Mail Restricted Delivery</td> </tr> <tr> <td><input type="checkbox"/> Certified Mail Restricted Delivery</td> <td><input checked="" type="checkbox"/> Return Receipt for Merchandise</td> </tr> <tr> <td><input type="checkbox"/> Collect on Delivery</td> <td><input type="checkbox"/> Signature Confirmation™</td> </tr> <tr> <td><input type="checkbox"/> Collect on Delivery Restricted Delivery</td> <td><input type="checkbox"/> Signature Confirmation Restricted Delivery</td> </tr> </table>	<input type="checkbox"/> Adult Signature	<input type="checkbox"/> Priority Mail Express®	<input type="checkbox"/> Adult Signature Restricted Delivery	<input type="checkbox"/> Registered Mail™	<input type="checkbox"/> Certified Mail®	<input type="checkbox"/> Registered Mail Restricted Delivery	<input type="checkbox"/> Certified Mail Restricted Delivery	<input checked="" type="checkbox"/> Return Receipt for Merchandise	<input type="checkbox"/> Collect on Delivery	<input type="checkbox"/> Signature Confirmation™	<input type="checkbox"/> Collect on Delivery Restricted Delivery	<input type="checkbox"/> Signature Confirmation Restricted Delivery
<input type="checkbox"/> Adult Signature	<input type="checkbox"/> Priority Mail Express®												
<input type="checkbox"/> Adult Signature Restricted Delivery	<input type="checkbox"/> Registered Mail™												
<input type="checkbox"/> Certified Mail®	<input type="checkbox"/> Registered Mail Restricted Delivery												
<input type="checkbox"/> Certified Mail Restricted Delivery	<input checked="" type="checkbox"/> Return Receipt for Merchandise												
<input type="checkbox"/> Collect on Delivery	<input type="checkbox"/> Signature Confirmation™												
<input type="checkbox"/> Collect on Delivery Restricted Delivery	<input type="checkbox"/> Signature Confirmation Restricted Delivery												
<p>2. Article Number (Transfer from service label) 7018 0680 0000 8462 5401</p>	<p><input type="checkbox"/> Mail <input type="checkbox"/> Mail Restricted Delivery (00)</p>												
<p>PS Form 3811, July 2015 PSN 7530-02-000-9053 Domestic Return Receipt</p>													

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<p>Certified Mail Fee \$ _____</p> <p>Extra Services & Fees (check box, add fee as appropriate)</p> <p><input type="checkbox"/> Return Receipt (hardcopy) \$ _____</p> <p><input type="checkbox"/> Return Receipt (electronic) \$ _____</p> <p><input type="checkbox"/> Certified Mail Restricted Delivery \$ _____</p> <p><input type="checkbox"/> Adult Signature Required \$ _____</p> <p><input type="checkbox"/> Adult Signature Restricted Delivery \$ _____</p>	
<p>Postage \$ 6.67</p> <p>Total Postage and Fees \$ _____</p>	
<p>Sent To Brett Provenzano, Superintendent</p> <p>Street and Apt. No., or P.O. Box Fairport Central School District</p> <p>City, State, ZIP+4® 38 West Church Street Fairport, New York 14450</p>	

7018 0680 0000 8462 5401

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SENDER: COMPLETE THIS SECTION	COMPLETE THIS SECTION ON DELIVERY
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<p>1. Article Addressed to:</p> <div style="border: 1px solid black; padding: 5px; width: fit-content; margin: 10px auto;"> Peter D. Forsgren, Board President Fairport Central School District 38 West Church Street Fairport, New York 14450 </div>  <p>9590 9402 3641 7335 5507 98</p>	<p>D. Is delivery address different from item 1? <input type="checkbox"/> Yes If YES, enter delivery address below: <input type="checkbox"/> No</p>
<p>2. Article Number (Transfer from service label)</p> <p>7018 0680 0000 8462 5302</p>	<p>3. Service Type</p> <p><input type="checkbox"/> Adult Signature <input type="checkbox"/> Priority Mail Express®</p> <p><input type="checkbox"/> Adult Signature Restricted Delivery <input type="checkbox"/> Registered Mail™</p> <p><input checked="" type="checkbox"/> Certified Mail® <input type="checkbox"/> Registered Mail Restricted Delivery</p> <p><input type="checkbox"/> Certified Mail Restricted Delivery <input type="checkbox"/> Return Receipt for Merchandise</p> <p><input type="checkbox"/> Collect on Delivery <input type="checkbox"/> Signature Confirmation™</p> <p><input type="checkbox"/> Collect on Delivery Restricted Delivery <input type="checkbox"/> Signature Confirmation Restricted Delivery</p> <p><input type="checkbox"/> Mail Restricted Delivery (D)</p>
<p>PS Form 3811, July 2015 PSN 7530-02-000-9053 Domestic Return Receipt</p>	

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<p>Certified Mail Fee \$ _____</p> <p>Extra Services & Fees (check box, add fee as appropriate)</p> <p><input type="checkbox"/> Return Receipt (hardcopy) \$ _____</p> <p><input type="checkbox"/> Return Receipt (electronic) \$ _____</p> <p><input type="checkbox"/> Certified Mail Restricted Delivery \$ _____</p> <p><input type="checkbox"/> Adult Signature Required \$ _____</p> <p><input type="checkbox"/> Adult Signature Restricted Delivery \$ _____</p> <p>Postage \$ <u>6.67</u></p> <p>Total Postage and Fees \$ _____</p>	<p style="text-align: center;"><i>EJR</i> Fairport Landing</p> <div style="border: 2px solid red; border-radius: 50%; padding: 10px; text-align: center; color: red;"> METROPOST JUL 1 2018 ROCHESTER </div> <p style="text-align: center;">Postmark Here</p>
<p>Sent To</p> <p>Peter D. Forsgren, Board President</p> <p>Street and Apt. No., t Fairport Central School District</p> <p>38 West Church Street</p> <p>City, State, ZIP+4® Fairport, New York 14450</p>	

PS Form 3800, April 2015 PSN 7530-02-000-9047 See Reverse for Instructions

7018 0680 0000 8462 5302

SENDER: COMPLETE THIS SECTION		COMPLETE THIS SECTION ON DELIVERY															
<ul style="list-style-type: none"> Complete items 1, 2, and 3. Print your name and address on the reverse so that we can return the card to you. Attach this card to the back of the mailpiece, or on the front if space permits. 		<p>A. Signature <input checked="" type="checkbox"/> <i>Lillian Gucciardo</i> <input type="checkbox"/> Agent <input type="checkbox"/> Addressee</p>															
1. Article Address		B. Received by (Printed Name) <i>Lillian Gucciardo</i>	C. Date of Delivery <i>7/12/18</i>														
<p>Hon. Cheryl Dinolfo Monroe County Executive 110 County Office Building 39 West Main Street Rochester, New York 14614</p>		<p>D. Is delivery address different from item 1? <input type="checkbox"/> Yes If YES, enter delivery address below: <input type="checkbox"/> No</p>															
<p>2. Article Number (Transfer from service label) 7018 0680 0000 8462 5357</p>		<p>3. Service Type</p> <table border="0"> <tr> <td><input type="checkbox"/> Adult Signature</td> <td><input type="checkbox"/> Priority Mail Express®</td> </tr> <tr> <td><input type="checkbox"/> Adult Signature Restricted Delivery</td> <td><input type="checkbox"/> Registered Mail™</td> </tr> <tr> <td><input checked="" type="checkbox"/> Certified Mail®</td> <td><input type="checkbox"/> Registered Mail Restricted Delivery</td> </tr> <tr> <td><input type="checkbox"/> Certified Mail Restricted Delivery</td> <td><input type="checkbox"/> Return Receipt for Merchandise</td> </tr> <tr> <td><input type="checkbox"/> Collect on Delivery</td> <td><input type="checkbox"/> Signature Confirmation™</td> </tr> <tr> <td><input type="checkbox"/> Collect on Delivery Restricted Delivery</td> <td><input type="checkbox"/> Signature Confirmation Restricted Delivery</td> </tr> <tr> <td><input type="checkbox"/> Mail Restricted Delivery (over \$500)</td> <td></td> </tr> </table>		<input type="checkbox"/> Adult Signature	<input type="checkbox"/> Priority Mail Express®	<input type="checkbox"/> Adult Signature Restricted Delivery	<input type="checkbox"/> Registered Mail™	<input checked="" type="checkbox"/> Certified Mail®	<input type="checkbox"/> Registered Mail Restricted Delivery	<input type="checkbox"/> Certified Mail Restricted Delivery	<input type="checkbox"/> Return Receipt for Merchandise	<input type="checkbox"/> Collect on Delivery	<input type="checkbox"/> Signature Confirmation™	<input type="checkbox"/> Collect on Delivery Restricted Delivery	<input type="checkbox"/> Signature Confirmation Restricted Delivery	<input type="checkbox"/> Mail Restricted Delivery (over \$500)	
<input type="checkbox"/> Adult Signature	<input type="checkbox"/> Priority Mail Express®																
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<input type="checkbox"/> Collect on Delivery	<input type="checkbox"/> Signature Confirmation™																
<input type="checkbox"/> Collect on Delivery Restricted Delivery	<input type="checkbox"/> Signature Confirmation Restricted Delivery																
<input type="checkbox"/> Mail Restricted Delivery (over \$500)																	
<p>Barcode:  9590 9402 3641 7335 5508 73</p>		<p>PS Form 3811, July 2015 PSN 7530-02-000-9053 Domestic Return Receipt</p>															

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<input type="checkbox"/> Return Receipt (hardcopy)	\$ _____
<input type="checkbox"/> Return Receipt (electronic)	\$ _____
<input type="checkbox"/> Certified Mail Restricted Delivery	\$ _____
<input type="checkbox"/> Adult Signature Required	\$ _____
<input type="checkbox"/> Adult Signature Restricted Delivery	\$ _____
Postage <i>6.67</i>	\$ _____
Total Postage and Fees	\$ _____
Sent To	Hon. Cheryl Dinolfo
Street and Apt. No., or PO Box No.	Monroe County Executive
City, State, ZIP+4®	110 County Office Building
	39 West Main Street
	Rochester, New York 14614
PS Form 3800, April 2015 PSN 7530-02-000-9047	See Reverse for Instructions



EXHIBIT B

REPORT OF PUBLIC HEARING

MINUTES OF PUBLIC HEARING HELD ON

July 17, 2018

(Fairport Landing, LLC)

1. Edmund J. Russell III, Attorney of the Village of Fairport Industrial Development Agency (the "Agency") called the hearing to order at 4:00 pm at the Village of Fairport, New York Village Hall.

2. The Attorney appointed himself the hearing officer of the Agency, to record the minutes of the hearing.

3. The hearing officer then referenced the Notice and that the Public Hearing was for the Fairport Landing, LLC Project as more fully described in the Notice.

4. The hearing officer then opened the hearing for comments from the public regarding the proposed financial assistance proposed by the Agency and the location and nature of the Facility. The following is a listing of the persons present:

Martha Malone and those listed on the attached Exhibit B-1

5. The hearing officer then asked if there were any further comments, and there being none, the hearing was closed at 4:30 PM.



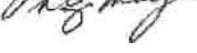
Edmund J. Russell III
Attorney

Exhibit B-1



PUBLIC HEARING
JULY 16, 2018
4:00 PM
FAIRPORT VILLAGE HALL

Application: Fairport Landing, LLC

Name	Signature
FRANK C. PERIA Mark J Peria	
Matthew Stavers	
DANA YANMAN	OCED
Fritz May	

Industrial Development Agency

31 South Main Street
Fairport, New York 14450
585.223.0313
585.223.5466
www.fairportoced.org

EXHIBIT C

PILOT SCHEDULE

Formula for In-Lieu-of-Taxes Payment: Village of Fairport (including any existing incorporated village and any village which may be incorporated after the date hereof, within which the Facility is wholly or partially located), County of Monroe, Town of Perinton, Fairport Central School District and appropriate special districts

Annual Fixed Payment in Lieu of Taxes Amount: \$159,400

Commencement Date: January 1, 2019

Schedule of Affected Tax Jurisdiction Allocations:

<u>YEAR</u>	<u>COUNTY</u> <u>(including County Services)</u>	<u>TOWN</u>	<u>SCHOOL</u> <u>(including Village of Fairport Library)</u>	<u>VILLAGE</u>
2019	\$35,400	\$6,200	\$85,800	\$32,000
2020	\$35,400	\$6,200	\$85,800	\$32,000
2021	\$35,400	\$6,200	\$85,800	\$32,000
2022	\$35,400	\$6,200	\$85,800	\$32,000
2023	\$35,400	\$6,200	\$85,800	\$32,000
2024	\$35,400	\$6,200	\$85,800	\$32,000
2025	\$35,400	\$6,200	\$85,800	\$32,000
2026	\$35,400	\$6,200	\$85,800	\$32,000
2027	\$35,400	\$6,200	\$85,800	\$32,000
2028	\$35,400	\$6,200	\$85,800	\$32,000

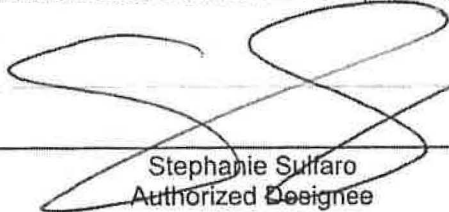
THE DAILY RECORD

AFFIDAVIT OF PUBLICATION

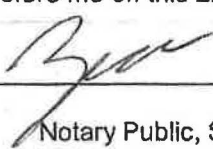
STATE OF NEW YORK
County of Monroe, ss.:

The undersigned is the authorized designee of Suzanne F. Huettner/Publisher of The Daily Record, a daily newspaper published in Rochester, New York. A notice was published in said newspaper one times, commencing on 7/2/2018 and ending on 7/2/2018. The text of the notice as published in said newspaper is as set forth below, or in the annexed exhibit. This newspaper has been designated by the Clerk of Monroe County for this purpose.

Sworn to before me on this 2nd day of July, 2018



Stephanie Sulfaro
Authorized Designee



Notary Public, State of New York

NOTICE OF PUBLIC HEARING

NOTICE IS HEREBY GIVEN that a public hearing will be held by the Village of Fairport Industrial Development Agency (the "Agency") on July 16, 2018 at 4:00 p.m. local time, at 31 South Main Street, Fairport, New York 14450, in connection with the following matter:

FAIRPORT LANDING LLC, a New York limited liability company, (the "Company"), has requested that the Agency assist with a certain project (the Project") consisting of (A) the renovation and upgrade of the approximately 120,000 square foot Fairport Village Landing mixed-use development located at 50 South Main Street, Village of Fairport, Town of Perinton, County of Monroe, State of New York (the "Land"); (B) the renovation, improvement and upgrade of the Main Street storefronts and the renovation, improvement, and upgrade of a portion of the parking lot facades and certain structural elements (collectively the "Improvements"); and (C) the acquisition and installation in and around the Improvements of certain items of fixtures, signage, equipment, and other tangible personal property (collectively, the "Equipment" and, together with the Land and the Improvements, the "Facility").

The facility will be operated and/or managed by the Company. The Agency will acquire an interest in the Facility. The financial assistance contemplated by the Agency will

consist generally of the exemption from taxation expected to be claimed by the Company as a result of the Agency taking an interest in, possession or control (by lease, license or otherwise) of the Facility, or of the Company acting as the agent of the Agency, consisting of: (i) exemption from state and local sales and use tax with respect to the renovation and upgrade of the Facility, (ii) exemption for mortgage recording tax with respect to any qualifying mortgage on the Facility, and (iii) exemption from general real property taxation with respect to the Facility, which exemption shall be offset, in whole or in part, by contractual payments in lieu of taxes (the "PILOT") by the Company for the benefit of the affected tax jurisdictions.

A copy of the Company's application, containing a cost/benefit analysis, is available for inspection at the Agency's offices at 31 S. Main St., Fairport, New York during normal business hours, Monday through Friday.

A representative of the Agency will at the above stated time and place hear all persons with views in favor of or opposed to either the location or nature of the Facility, or the proposed financial assistance being contemplated by the Agency. In addition, at, or prior to, such hearing, interested parties may submit to the agency written materials pertaining to such matters.

This public hearing will be conducted

in accordance with subdivision 2 of Section 859-a of the New York General Municipal Law.

DATED: July 2, 2018
VILLAGE OF FAIRPORT
INDUSTRIAL DEVELOPMENT
AGENCY
115804567-2-11

Zachary Robert McLymond
Notary Public, State of New York
Reg. #01MC6352749
Qualified in Monroe County
Commission Expires 01/03/2024