

**APPLICATION
TO
COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY
FOR
FINANCIAL ASSISTANCE**

I. APPLICANT INFORMATION:

Company Name: Sullivan Property Acquisitions I, LLC (and its subagent designees)

Address: 510 Wild Turnpike, PO Box 368, Mountaindale, New York 12763

Phone No.: (845) 434-8200

Telefax No.: (845) 434-9915

Email Address: svegliante@hvc.rr.com

Fed Id. No.: 46-4239261

Contact Person: Steve Vegliante, Esq.

Principal Owners/Officers/Directors (list owners with 15% or more in equity holdings with percentage ownership):

Principal Owners (Shareholders/Members/Owners): Daniel H. Resnick, Sole Member

Directors/Managers: Daniel H. Resnick

Officers: Daniel H. Resnick, President

Corporate Structure (attach schematic if Applicant is a subsidiary or otherwise affiliated with another entity)

Form of Entity:

_____ Corporation (Sub-s)

Date of incorporation: _____

State of incorporation: _____

_____ Partnership

General _____ or Limited _____

Number of general partners _____

If applicable, number of limited partners _____
Date of formation: _____
Jurisdiction formation: _____

Limited Liability Company/Partnership (number of members - 1)

Date of organization: June 18, 2012
State of organization: New York

Sole Proprietorship

If a foreign organization, is the Applicant authorized to do business in the State of New York? Yes___ No___ N/A (If so, please append Certificate of Authority.)

APPLICANT'S COUNSEL

Name: Steve Vegliante, Esq.

Address: 510 Wild Turnpike, PO Box 368, Mountindale, New York 12763

Phone No.: (845) 434-8200

Telefax No.: (845) 434-9915

Email Address: svegliante@hvc.rr.com

II. PROJECT INFORMATION

A) Describe the proposed acquisitions, construction or reconstruction and a description of the costs and expenditures expected. Attach additional sheets, if necessary.

(separate sheet)

COST BENEFIT ANALYSIS:
Costs = Financial Assistance

Estimated Sales Tax Exemption	\$480,000.00
Estimated Mortgage Tax Exemption	\$ 80,000.00
Estimated Property Tax Abatement	\$599,796.00
Estimated Interest Savings IRB Issue	\$ N/A

Benefits= Economic Development

Jobs created

Construction 75

Permanent 250

Jobs retained 0

Private funds invested \$ 11,100,000

Other Benefits N/A

B) Project Address: 1 Plaza Drive, Monticello, New York 12701

Tax Map Number(s): 103-1-14 (p/o); 130-1-9.1; 130-1-9.2

Located in the Village of: Monticello

Located in Town of: Thompson

Located in the School District of Monticello

Located in Hamlet of N/A

C) Are Utilities on Site?

Water/Sewer Yes

Electric Yes

Gas No

Storm Sewer Yes

D) Present legal owner of the site: Sullivan County Funding Corporation
If other than Applicant, by what means will the site be acquired for this Project:
Transfer of Fee Title to the Agency / Lease of Project site to Applicant

E) Zoning of Project Site: Current: B1 Proposed: B1

F) Are any variances needed: No

G) Principal Use of Project upon completion: Shopping Mall and office

H) Will the Project result in the removal of a plant or facility of the Applicant from one area of the State of New York to another? YES _____ NO √

Will the Project result in the removal of a plant or facility of another proposed occupant of the Project from one area of the State of New York to another area of the State of New York? YES _____ NO √

Will the Project result in the abandonment of one or more plants or facilities located in the State of New York? YES _____ NO √

I) Estimate how many construction/permanent jobs will be created or retained as a result of this Project:

Construction: 75

Permanent: 250

Retained: 0

J) Financial Assistance being applied for:

	<u>Estimated Value</u>
Real Property Tax Abatement	\$ <u>599,796.00</u>
Mortgage Tax Exemption	\$ <u>80,000.00</u>
Sales and Use Tax Exemption	\$ <u>480,000.00</u>
Issuance by the Agency of Tax Exempt Bonds	\$ <u>N/A</u>

K) Project Costs (Estimates)

Land	\$ <u>600,000.00</u>
Building/Equipment/Soft costs	\$ <u>10,500,000.00</u>
Other	\$ <u>500,000.00</u>
Total	\$ <u>11,100,000.00</u>

III. REPRESENTATIONS BY THE APPLICANT

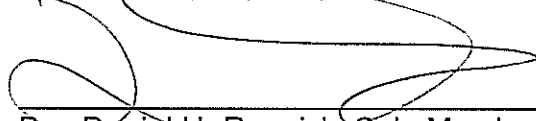
The Applicant understands and agrees with the Agency as follows:

- A) Job Listings. In accordance with Section 858-b (2) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, new employment opportunities created as a result of the Project will be listed with the New York State Department of Labor Community Services Division (the "DOL") and with the administrative entity (collectively with the DOL, the "JTPA Entities") of the service delivery area created by the federal job training partnership act (Public Law 97-300) ("JTPA") in which the Project is located.
- B) First Consideration for Employment. In accordance with Section 858-b (2) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, where practicable, the Applicant will first consider persons eligible to participate in JTPA programs who shall be referred by the JTPA Entities for new employment opportunities created as a result of the Project.
- C) Annual Sales Tax Filings. In accordance with Section 874(8) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any sales tax exemptions as part of the Financial Assistance from the Agency, in accordance with Section 874(8) of the General Municipal Law, the Applicant agrees to file, or cause to be filed, with the New York State Department of Taxation and Finance, the annual form prescribed by the Department of Taxation and Finance, describing the value of all sales tax exemptions claimed by the Applicant and all consultants or subcontractors retained by the Applicant.

- D) Annual Employment Reports. The Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, the Applicant agrees to file, or cause to be filed, with the Agency, on an annual basis, reports regarding the number of people employed at the project site.
- E) Absence of Conflicts of Interest. The Applicant has received from the Agency a list of the members, officers, and employees of the Agency. No member, officers or employee of the Agency has an interest, whether direct or indirect, in any transaction contemplated by this Application, except as hereinafter described.

The Applicant and the individual executing this Application on behalf of the Applicant acknowledge that the Agency will rely on the representations made herein when acting on this Application and hereby represent that the statements made herein do not contain any untrue statement of a material fact and do not omit to state a material fact necessary to make the statements contained herein not misleading.

Sullivan Property Acquisitions I, LLC



By: Daniel H. Resnick, Sole Member

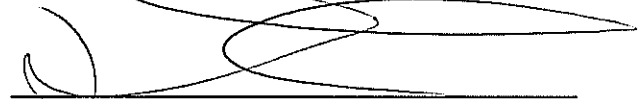
Date: December 24, 2014

THIS APPLICATION SHALL BE SUBMITTED WITH (I) TWO CHECKS: ONE COVERING A \$250.00 APPLICATION FEE AND THE SECOND COVERING A \$5,000.00 UP-FRONT ESCROW DEPOSIT; AND (II) APPLICANT'S FORMATION DOCUMENTS (IE: IF A CORPORATION: ITS CERTIFICATE OF INCORPORATION AND BYLAWS; IF A LIMITED LIABILITY COMPANY: ITS ARTICLES OF ORGANIZATION AND OPERATING AGREEMENT; IF A LIMITED PARTNERSHIP: ITS CERTIFICATE OF LIMITED PARTNERSHIP AND LIMITED PARTNERSHIP AGREEMENT; OR IF A PARTNERSHIP: ITS PARTNERSHIP AGREEMENT TO COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY, ONE CABLEVISION CENTER, FERNDALE, NEW YORK 12734 (ATTN.: EXECUTIVE DIRECTOR)).

HOLD HARMLESS AGREEMENT

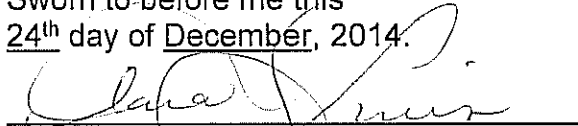
Applicant hereby releases the COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY and the members, officers, servants, agents and employees thereof ("Agency") from, agrees that the Agency shall not be liable for and agrees to indemnify, defend and hold the Agency harmless from and against any and all liability arising from or expense incurred by (A) the Agency's examination and processing of, and action pursuant to or upon, the attached Application, regardless of whether or not the Application or the Project described therein or the tax exemptions and other assistance requested therein are favorably acted upon by the Agency, (B) the Agency's acquisition, construction and/or installation of the Project described therein and (C) any further action taken by the Agency with respect to the Project; including without limiting the generality of the foregoing, all causes of action and attorneys' fees and any other expenses incurred in defending any suits or actions which may arise as a result of any of the foregoing. If, for any reason, the Applicant fails to conclude or consummate necessary negotiations, or fails, within a reasonable or specified period of time, to take reasonable, proper or requested action, or withdraws, abandons, cancels or neglects the Application, or if the Agency or the Applicant are unable to reach final agreement with the respect to the Project, then, and in the event, upon presentation of an invoice itemizing the same, the Applicant shall pay to the Agency, its agents or assigns, all costs incurred by the Agency in the processing of the Application, including attorneys' fees, if any.

Sullivan Property Acquisitions I, LLC



By: Daniel H. Resnick, Sole Member

Sworn to before me this
24th day of December, 2014.



TARA S. LEWIS

Notary Public, State of New York

NYS Reg. No. 01LE6072554

Qualified in Sullivan County

Commission Expires April 8, 2018

Project Information

Acquisition and complete renovation of former Apollo Mall property (Village of Monticello Tax Map Parcels 130.-1-9.1, 130.-1-9.2, and a portion of 130.-1-14) consisting of approximately 200,000 square feet of retail / office space, and attendant parking, drainage and utility services. Upon completion it is expected to consist of approximately 188,000 square feet of retail store space and approximately 12,000 square feet of office space.

In addition to the purchase price of \$600,000.00, there is expected to be approximately \$300,000.00 in soft costs, including closing and carrying costs of insurance and utilities, engineering, professional, architectural and project management costs. We have budgeted the sum of \$6,000,000.00 for overall renovations to be constructed by the Applicant. We estimate leasehold improvements, fit up store fixtures and furniture, fixtures and equipment to be installed by subagents to be approximately \$4,000,000 in hard costs and \$200,000 in soft costs. The overall private investment by the Applicant and subagents (tenants) is estimated to be \$11,100,000.