

Cole Schotz P.C.

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June 29, 2020

Via E-mail

Jflad@sullivanida.com and JulioG@sullivanida.com

Chief Executive Officer
County of Sullivan Industrial Development
Agency, Inc.
548 Broadway
Monticello, New York 12710
Attn: Ms. Jennifer M. Flad, Executive Director

Re: Canopy Liberty LLC (“Owner”), proposed assignment to MHC 83 (HW Portfolio), LLC (“MHC”) of Second Amended and Restated Lease Agreement (the “Lease”) and Second Amended and Restated Payment in Lieu of Tax Agreement (the “PILOT Agreement”) with the County of Sullivan Industrial Development Agency, Inc. (the “IDA”) for property located at 1695 Route 52, Liberty, NY (Section 30, Block 1, Lot 90.7) (the “Property”)

Dear Ms. Flad:

As discussed with Thomas Vogel of this office, we represent Owner in connection with a proposed sale of the Property to MHC and in connection therewith a proposed assignment of the Lease and the PILOT Agreement. Pursuant to Sections 6.3 and 9.1 of the Lease and Section 21 of the PILOT Agreement, Owner here by requests the written consent of the IDA to any assignment of the Lease and the PILOT Agreement to MHC in connection with the sale of the Property.

Please also confirm that the receipt of this notice via e-mail will satisfy the requirements of the notice provisions of Section 9.1 of the Lease and Section 21 of the PILOT Agreement or whether you will in fact require a hard copy of this notice to be forwarded.

We look forward to hearing from you regarding the above matter.

Sincerely,
/s/ *John S. Stewart*

JSS:tv

cc: Walter F. Garigiano, Esq. (Walter@garigianolaw.com)