

OMNIBUS AMENDMENT TO PROJECT DOCUMENTS  
NY DELAWARE VI, LLC PROJECT

*THIS OMNIBUS AMENDMENT TO PROJECT DOCUMENTS* is made as of the 5<sup>th</sup> day of March, 2020 (“Omnibus Amendment”) by and between the COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY, a corporate governmental agency constituting a body corporate and politic and a public benefit corporation of the State of New York, having its principal offices at 548 Broadway, Monticello, New York 12701 (“Agency”) and NY DELAWARE VI, LLC, a New York limited liability company, having its principal offices located at 33 Irving Place, Suite 1090, New York, New York 10003 (“Company”).

*WHEREAS*, the Agency was created by Chapter 560 of the Laws of 1970 of the State of New York, as amended, pursuant to Title I of Article 18-A of the General Municipal Law of the State of New York (collectively, the “Act”) as a body corporate and politic and as a public benefit corporation of the State of New York (“State”); and

*WHEREAS*, the Project (as hereinafter defined) was originally designed to be constructed on a portion of 76.56± acres of real estate located at 93 Villa Roma Road, Town of Delaware (“Town”), County of Sullivan (“County”), State and identified on the Town tax map, at the time of the Application (as herein defined), as Section 21, Block 1, Lot 28 (“Land”); and

*WHEREAS*, on or about March 7, 2019, the Company presented an application (“Application”) to the Agency, requesting the Agency’s assistance with respect to a certain project consisting of the construction of an approximately 2MW solar photovoltaic electricity generating facility to be interconnected to the New York State Electric and Gas (“NYSEG”) electrical grid (“Project”). The Project is comprised of (a) racking to mount the solar modules; (b) solar modules; (c) inverters and transformers mounted on a concrete inverter pad and (d) assorted electrical components and wiring (“Solar Array”); and

*WHEREAS*, on or about June 10, 2019, the Agency and the Company entered into the following documents:

- (i) Agent and Project Agreement (“Agent Agreement”);
- (ii) Bill of Sale to Agency (“Bill of Sale to Agency”);
- (iii) Bill of Sale to Company (“Bill of Sale to Company” together with Bill of Sale to Agency, “Bills of Sale”);
- (iv) Lease to Agency and memorandum thereto (collectively, “2019 Lease Agreement”);
- (v) Leaseback to Company and memorandum thereto (collectively, “2019 Leaseback Agreement”); and
- (vi) Payment in Lieu of Tax Agreement (“2019 PILOT Agreement”).

The documents listed in (i) through (vi) listed above are collectively referred to as the “2019 Project Documents”; and

*WHEREAS*, the Land was and is owned by Delaware River Solar Real Estate, LLC (“DRSRE”) and was leased to the Company pursuant to a Lease Agreement dated as of June 10, 2019 (“June Lease”); and

*WHEREAS*, the June Lease was amended by that certain First Amendment to Lease Agreement entered into as of September 11, 2019 (“First Amendment to Lease”); and

*WHEREAS*, contemporaneously with execution of the First Amendment to Lease, DRSRE and the Company executed a Memorandum of Lease, which was recorded in the Office of the Clerk of Sullivan County on September 17, 2019 as Instrument No. 2019-6539; and

*WHEREAS*, the original June Lease description was based upon a subdivision sketch plan (“Sketch Plan”) containing preliminary boundary locations; and

*WHEREAS*, a subdivision application was submitted by Gary L. Packer, P.L.S. to the Town of Delaware Planning Board which resulted in the approval of a Subdivision Map entitled “Minor Subdivision Survey Map Prepared for Delaware River Solar Real Estate, LLC”, made by Packer Associates, Inc., dated July 9, 2019, last revised on August 21, 2019, and recorded in the Sullivan County Clerk’s Office on August 27, 2019 in Book 15 at Page 185 and as Instrument No. 2019-57, pursuant to which the acreage varied slightly from the acreage computed based on the Sketch Map; and

*WHEREAS*, DRSRE and the Company entered into an Electric Transmission and Access Easement Agreement, dated as of September 12, 2019, granting a non-exclusive access agreement over a right of way twenty-two (22) feet in width, for the purpose of ingress and egress from Villa Roma Road, which was recorded in the Office of the Clerk of Sullivan County on February 19, 2020 as Instrument No. 2020-1321; and

*WHEREAS*, to evidence the slight acreage variation, DRSRE and the Company entered into a Second Amendment to Lease Agreement, dated as of February 28, 2020 (“Second Amendment to Lease”), which further amended the June Lease and pursuant to which DRSRE now leases to the Company the 21.43 acre parcel more particularly described on “Exhibit A” attached hereto and made a part hereof; and

*WHEREAS*, contemporaneously with execution of the Second Amendment to Lease, DRSRE and the Company executed an Amended Memorandum of Lease, executed on February 28, 2020, which was recorded in the Office of the Clerk of Sullivan County on March 6, 2020 as Instrument No. 2020-1764; and

*WHEREAS*, the Agency and the Company wish to amend the Project Documents to replace the description based on the Sketch Map of the Land in the 2019 Project Documents with the actual lot acreage as described in the Second Amendment to Lease.

***NOW THEREFORE***, in consideration of the covenants herein contained and other good and valuable consideration the receipt and sufficiency of which are hereby acknowledged it is mutually agreed as follows:

1. Amendment of Project Documents. The 2019 Project Documents are hereby amended to delete the legal description based on the Sketch Map attached to the Bills of Sale, 2019 Lease Agreement and 2019 Leaseback Agreement and to incorporate the description of the 21.43 acre parcel attached hereto as Schedule A in its place and stead.

2. Project Description. The project description in the 2019 Project Documents is hereby deleted and the following inserted in its place and stead:

“construction of an approximately 2MW solar photovoltaic electricity generating facility to be interconnected to the New York State Electric and Gas (“NYSEG”) electrical grid (“Project”). The Project is comprised of (a) racking to mount the solar modules; (b) solar modules; (c) inverters and transformers mounted on a concrete inverter pad; and (d) assorted electrical components and wiring (“Solar Array”). The Solar Array has been constructed on the 21.43 acres of real estate located at Villa Roma Road, Town of Delaware (“Town”), County of Sullivan (“County”), State and identified on the Town tax map as Section 21, Block 1, Lot 28.6 (“Land”).”


3. Recording Memos. Contemporaneously herewith, the Company and the Agency shall execute and thereafter record in the Office of the Sullivan County Clerk an Amended and Restated Memorandum of Lease to Agency and an Amended and Restated Memorandum of Leaseback to Company to update the legal description.

4. Integration. Except as herein amended, all other terms and conditions of the 2019 Project Documents shall remain in full force and effect

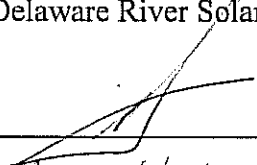
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*IN WITNESS WHEREOF*, the parties hereto have executed this Omnibus Amendment effective as of the 5<sup>th</sup> day of March, 2020.

COUNTY OF SULLIVAN INDUSTRIAL  
DEVELOPMENT AGENCY

  
\_\_\_\_\_  
By: Edward T. Sykes, Chief Executive Officer

NY DELAWARE VI, LLC  
By: Delaware River Solar, LLC, Sole Member

  
\_\_\_\_\_  
By: Raymond H. L. L.

## EXHIBIT A

### Description of Property

ALL THAT CERTAIN TRACT, PIECE OR PARCEL OF LAND, lying and being in the Town of Delaware, County of Sullivan, State of New York, bounded and described as follows:

BEING Lot No. 3 on that certain subdivision map entitled "Minor Subdivision Survey Map Prepared for Delaware River Solar Real Estate, LLC" made by Packer Associates, Inc, dated July 9, 2019, last revised on August 21, 2019, and recorded in the Sullivan County Clerk's Office on August 27, 2019 in Book 15 at Page 185 as Instrument No. 2019-57, consisting of 14.00 acres of land, more or less.

BEING the same premises conveyed to the Lessor by Bargain and Sale Deed, dated September 12, 2019, and recorded in the Sullivan County Clerk's Office on February 19, 2020 as Instrument No. 2020-1344.

### Description of Premises

ALL of that piece or parcel of land situate in the Town of Delaware, County of Sullivan and State of New York, being more particularly known and designated as Lot 4, as shown on a map entitled "Minor Subdivision Survey Map Prepared for Delaware River Solar Real Estate, LLC", dated July 9, 2019, revised August 21, 2019, and filed in the Sullivan County Clerk's Office on August 27, 2019 as Map Number 15-185 A & B, bounded and described as follows:

**BEGINNING** at a ½" rebar set in the northerly line of land of James E. and Barbara A. Matos (Instrument No. 2014-3141), at the southwesterly corner of land of David Berg, Jack Berg, Daniel Berg and Richard Berg (Liber 2214, Page 426).

- 1) Thence from said place of beginning, North 81 degrees 03 minutes 12 seconds West 1429.09 feet, along the line of said land of James E. and Barbara A. Matos, to and along the line of "PARCEL I" in a deed to Peter A. Diehl, Sr. and Alice V. Diehl, as Trustees of the Peter A. Diehl, Sr. & Alice V. Diehl Loving Trust (Instrument Number 2019-2028), to a ½" rebar set in the easterly line of the first described parcel in said deed to Peter A. and Alice V. Diehl.
- 2) Thence North 05 degrees 54 minutes 07 seconds East 666.36 feet, along the line of said "PARCEL I" in said deed to Peter A. Diehl, Sr. and Alice V. Diehl, as Trustees of the Peter A. Diehl, Sr. and Alice V. Diehl Loving Trust (Instrument Number 2019-2028), to an iron rod found at the common corner of said Peter A. Diehl, Sr. and Alice V. Diehl parcel, and land of Thomas A. and Jennifer Diehl (Instrument No. 2013-388).
- 3) Thence North 07 degrees 23 minutes 48 seconds East 91.79 feet, along the line of said land of Thomas A. and Jennifer Diehl, to a point at a common corner of Lot 3 and the hereby described Lot 4, as shown on the aforementioned "Minor Subdivision Survey Map Prepared for Delaware River Solar Real Estate, LLC".
- 4) Thence along the line of said Lot 3, for the following three (3) courses and distances:
  - a) South 76 degrees 00 minutes 00 seconds East 955.58 feet
  - b) South 14 degrees 00 minutes 00 seconds West 117.48 feet

- c) South 76 degrees 00 minutes 00 seconds East 500.58 feet, to a point in a stonewall evidencing the westerly line of the aforementioned land of David Berg, Jack Berg, Daniel Berg and Richard Berg (Liber 2214, Page 426).
- 5) Thence South 05 degrees 56 minutes 48 seconds West 512.60 feet, along the line of said land of David Berg, Jack Berg, Daniel Berg and Richard Berg, as evidenced by said stonewall, to the point or place of beginning.

**CONTAINING** 21.43 acres of land.

**TOGETHER WITH AND SUBJECT** to the rights of others in and to that certain right of way fifty (50) feet in width as shown on the aforementioned "Minor Subdivision Survey Map Prepared for Delaware River Solar Real Estate, LLC", dated July 9, 2019, revised August 21, 2019, and filed in the Sullivan County Clerk's Office on August 27, 2019 as Map Number 15-185 A & B.