

**RESOLUTION AUTHORIZING AN AMENDMENT TO PROJECT DOCUMENTS  
RELATING TO THE LAKEVILLE INDUSTRIES, INC. D/B/A/ LAKEVILLE KITCHEN  
& BATH PROJECT**

**WHEREAS**, pursuant to a resolution adopted on September 18, 2018 authorizing the undertaking of a Project, the Town of Babylon Industrial Development Agency (the “Agency”) entered into a straight lease transaction with Lakeville 140 LLC, Lakeville Realty Co. (together, the “Lessees”) and Lakeville Industries Inc., d/b/a Lakeville Kitchen & Bath (the “Sublessee”) pursuant to which the Agency granted the Lessees and the Sublessee financial assistance in the form of among others, exemptions from real property taxes and state and local sales and use taxes in accordance with Lease Agreements, between the Agency and each of the respective Lessees each dated March 20, 2019 (the “Lease Agreements”) and Sublease Agreements, between each of the respective Lessees and the Sublessee each dated March 20, 2019 (the “Sublease Agreements”), related to the properties utilized by the Sublessee located in Farmingdale, New York; and

**WHEREAS**, Lakeville desires to sell its business, including all of its assets, to Riverhead Building Supply Corp., (“RBS”); and

**WHEREAS**, in connection with the purchase and sale of Lakeville’s assets to RBS, the Lessees, Sublessee and RBS desire to (i) enter into an Assignment and Assumption Agreement by and between Lakeville 140 LLC and RBS (the “Assignment and Assumption Agreement”); (ii) terminate the Sublease Agreement between Lakeville 140 LLC and Lessee related to the property located at 140 Broadhollow Road, Farmingdale, New York; and (iii) amend and restate the Sublease Agreement related to the property located at 45 Cabot Street, West Babylon, New York by and between Lakeville Realty Co. and RBS (the “Amended and Restated Sublease”); and

**WHEREAS**, representatives of RBS have informed the Agency that the Amended and Restated Sublease will have a term of four years; and

**NOW, THEREFORE, BE IT DETERMINED, APPROVED AND RESOLVED** by the members of the Agency as follows:

Section 1. The Agency hereby approves of and consents to (i) the execution of the Assignment and Assumption Agreement (ii) the termination of the Sublease Agreement between Lakeville 140 LLC and Lessee related to the property located at 140 Broadhollow Road, Farmingdale, New York and (iii) the execution of the Amended and Restated Sublease.

Section 2. Thomas E. Dolan as Chief Executive Officer (“CEO”) or any other Authorized Representative, is hereby authorized, on behalf of the Agency, to consent to final forms of the Assignment and Assumption Agreement, the Amended and Restated Sublease and any other consents, agreements or certificates consistent herewith (hereinafter collectively called the “Amended Documents”), all in form acceptable to the Agency upon the advice of counsel to the Agency. The execution thereof by the CEO shall constitute conclusive evidence of the approval of the Amended Documents.

The CEO or any other Authorized Representatives are further hereby authorized, on behalf of the Agency, to designate any additional authorized representatives including the Chairman, the

Secretary or Assistant Secretary of the Agency, to execute any Amended Documents or certificates of the Agency authorized pursuant to this Resolution and determine the terms of the Amended Documents.

The Secretary, Assistant Secretary or Counsel to the Agency is hereby authorized to attest to the CEO's or any other Authorized Representative's signature on the foregoing documents and to impress or affix the seal or facsimile seal of the Agency thereto.

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 the provisions of the Amended Documents, and to execute and deliver all such additional certificates, instruments, agreements 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 Amended Documents binding upon the Agency.

Section 4. All covenants, stipulations, obligations and agreements of the Agency contained in this resolution, and the Amended Documents shall be deemed to be the covenants, stipulations, obligations and agreements of the Agency to the full extent authorized or permitted by law, and such covenants, stipulations, obligations and agreements shall be binding upon the Agency and its successors from time to time and upon any board or body to which any powers or duties, affecting such covenants, stipulations, obligations and agreements shall be transferred by or in accordance with law. Except as otherwise provided in this resolution, all rights, powers and privileges conferred and duties and liabilities imposed upon the Agency or the members thereof by the provisions of this resolution, and the Amended Documents shall be exercised or performed by the Agency or by such members, officers, board or body as may be required by law to exercise such powers and to perform such duties.

Section 5. No covenant, stipulation, obligation or agreement contained in this resolution, or the Amended Documents shall be deemed to be a covenant, stipulation, obligation or agreement of any member, officer, agent or employee of the Agency or the Town of Babylon in his or their individual capacity and neither the members of the Agency nor any officer shall be liable personally on the Amended Documents or be subject to any personal liability or accountability by reason of the execution thereof.

Section 6. This resolution shall take effect immediately.

STATE OF NEW YORK )

) ss.:

COUNTY OF SUFFOLK )

I, Paulette LaBorne the duly elected, qualified Secretary of the Town of Babylon Industrial Development Agency (the "Agency"), hereby certify that:

1. The foregoing is a true, correct and complete copy of the record of proceedings of the Agency had and taken at a lawful meeting of the Agency held at the Old Town Hall, 47 West Main Street, Babylon, New York on April 26, 2023, commencing at the hour of 8:00 A.M., as recorded in the regular official book, of the proceedings of the Agency, those proceedings were duly had and taken as shown therein the meeting shown therein was duly held, and the persons named therein were present at that meeting as shown therein.

2. All members of the Agency and the public were duly notified of that meeting pursuant to law.

IN WITNESS WHEREOF, I have signed this certificate and affixed the seal of the Agency the 26th day of April, 2023.

  
Secretary, Town of Babylon Industrial Development Agency

(SEAL)