

AGENDA

May 21, 2025

1. Call to Order

2. Roll Call

3. Pledge of Allegiance

4. Resolution # 1

Accept the minutes from the IDA/IDC Board Meeting of April 16, 2025.

5. Resolution # 2

Accept the minutes from With Pride Air Conditioning & Heating Inc. public hearing on May 20, 2025.

6. Resolution # 3

Resolution granting approval of an authorizing the grant of certain financial assistance by the Town of Babylon Industrial Development Agency to 77 Marine Street LLC, 40 Banfi LLC and with Pride Air Conditioning & Heating Inc. in connection with the acquisition, renovation and equipping of warehouse, distribution and manufacturing facilities.

7. Resolution # 4

Resolution of the Town of Babylon Industrial Development Agency authorizing the Chief Executive Officer to hold a public hearing regarding a proposed project for Manhattan Laminates LLC and 45 N Industry Court Partners, LLC.

8. Resolution # 5

Preliminary Inducement Resolution of the Town of Babylon Industrial Development Agency relating to the granting of preliminary approval to 80 Gleam St LLC, 45 Dale St, LLC and Great Northern Fibers, LLC in connection with the potential grant of certain financial assistance.

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9. Chief Executive Officer's report

10. Old Business

11. New Business

12. Adjournment

BABYLON INDUSTRIAL DEVELOPMENT AGENCY

IDA/IDC MEETING MINUTES

April 16, 2025

Present: Tom Gaulrapp, Chairman
Justin Belkin, Vice Chairman
Paulette LaBorne, Secretary
William Bogardt
William Celona
Rosemarie Dearing
Marcus Duffin
Vincent Piccoli
Carol Quirk

Also Present: Thomas Dolan, TOBIDA Chief Executive Officer
Frank Dolan, TOBIDA Chief Operations Officer
Gregory Heilbrunn, Special Projects Manager
Alyson McDonough, Executive Assistant
William Wexler, Agency Counsel
Luis E. Montes, Owner, Long Island Government Relations

A quorum being present, the meeting was called to order at 8:07 A.M.

A motion was made by Paulette LaBorne and seconded by Rosemarie Dearing in favor of a resolution to accept the minutes from the March 19, 2025 IDA/IDC Board meeting. All in favor, motion carries.

A motion was made by Justin Belkin and seconded by William Bogardt in favor of a resolution to accept the minutes from the Main Street Theatre Partners LLC Public Hearing of April 15, 2025. All in favor, motion carries.

A motion was made by Vincent Piccoli and seconded by William Celona in favor of a resolution relating to the granting of preliminary approval to 77 Marine Street LLC, 40 Banfi LLC and With Pride Air Conditioning & Heating Inc. in connection with the potential grant of certain financial assistance. All in favor, motion carries.

A motion was made by Rosemarie Dearing and seconded by Paulette LaBorne in favor of a resolution granting approval of and authorizing the grant of certain financial assistance by the Town of Babylon Industrial Development Agency to Main Street Theatre Partners LLC in connection with the acquisition, renovation and equipping of a performing arts center in the Town of Babylon. All in favor, motion carries.

A motion was made by Marcus Duffin and seconded by Carol Quirk in favor of a resolution authorizing the Chief Executive Officer to acknowledge and consent to the execution of an Underground Electric Easement by and between Dixon 145 Associates LLC and Long Island Lighting Company d/b/a LIPA pertaining to the premises located at 145 Dixon Avenue, Amityville, New York 11701 (SCTM# 0101 004.00 01.00 093.000). All in favor, motion carries.

A motion was made by William Bogardt and seconded by Rosemarie Dearing in favor of a resolution authorizing the Chief Executive Officer to acknowledge and consent to the execution of a Subordination Agreement by and between Newtek Bank, National Association f/k/a National Bank of New York City and Long Island Lighting Company d/b/a LIPA pertaining to the premises located at 145 Dixon Avenue, Amityville, New York 11701 (SCTM# 0101 004.00 01.00 093.000). All in favor, motion carries.

CEO Report

Mr. Dolan began by reporting a strong first quarter, with the Agency exceeding 60% of its target revenue for the year.

He then provided details on the upcoming podcast episode to be recorded on Friday, featuring Christopher E. Kelly. Mr. Kelly is a member of the International Brotherhood of Electrical Workers (IBEW) Local Union 25. Mr. Dolan and Mr. Kelly both serve on the advisory council for Western Suffolk BOCES, and the podcast will discuss a program run by Mr. Kelly through BOCES.

Mr. Dolan closed by wishing everyone a happy holiday season.

Old Business

No old business

New Business

No new business.

A motion was made by William Bogardt and seconded by Rosemarie Dearing to adjourn the meeting. All in favor, motion carries.

Town of Babylon Industrial Development Agency
With Pride Air Conditioning & Heating Inc.
May 20, 2025

Present: Thomas Dolan, Chief Executive Officer
Gregory Heilbrunn, Special Projects Manager

No members of the public were in attendance.

Public hearing called to order at 2:00 P.M.

Thomas Dolan read a summary of the public hearing legal notice that was published in the Nassau and Suffolk Editions of Newsday on Saturday, May 10, 2025.

With no members of the public in attendance, there were no requests to speak.

The public hearing was closed by Thomas Dolan at 2:04 P.M.

RESOLUTION GRANTING APPROVAL OF AND AUTHORIZING THE GRANT OF CERTAIN FINANCIAL ASSISTANCE BY THE TOWN OF BABYLON INDUSTRIAL DEVELOPMENT AGENCY TO 77 MARINE STREET LLC, 40 BANFI LLC AND WITH PRIDE AIR CONDITONING & HEATING INC. IN CONNECTION WITH THE ACQUISITION, RENOVATION AND EQUIPPING OF WAREHOUSE, DISTRIBUTION AND MANUFACTURING FACILITIES

WHEREAS, the Town of Babylon Industrial Development Agency (the “**Agency**”) is authorized under the laws of the State of New York (the “**State**”), and in particular under the provisions of the New York State Industrial Development Agency Act and the Agency’s enabling legislation, respectively constituting Article 18-A and Section 907-a of the General Municipal Law (Chapter 24 of the Consolidated Laws of New York), as amended (the “**Act**”), to assist in providing for manufacturing, warehousing, research, civic, commercial and industrial facilities in the Town of Babylon, New York (the “**Town**”); and

WHEREAS, representatives of With Pride Air Conditioning & Heating Inc., a New York corporation, on behalf of itself and/or the principals of With Pride Air Conditioning & Heating Inc. and/or any entity or entities formed on behalf of With Pride Air Conditioning & Heating Inc. or any of the foregoing (collectively, the “**Company**”), 77 Marine Street LLC, a New York limited liability company, on behalf of itself and/or the principals of 77 Marine Street LLC and/or any entity or entities formed on behalf of 77 Marine Street LLC, or any other real estate holding company created in connection with the foregoing or any of the foregoing (collectively, the “**77 Marine Street Owner**”) and 40 Banfi LLC, a New York limited liability company, on behalf of itself and/or the principals of 40 Banfi LLC and/or any entity or entities formed on behalf of 40 Banfi LLC, or any other real estate holding company created in connection with the foregoing or any of the foregoing (collectively, the “**40 Banfi Plaza Owner**” and, collectively with the 77 Marine Street Owner, the “**Owners**”) have filed or caused to be filed an application with the Town of Babylon Industrial Development Agency (the “**Agency**”) concerning a project (the “**Project**”) consisting of (i) the renovation and equipping of an approximately 12,600 square foot industrial building located on that certain approximately .56 acre lot, piece or parcel of land located at 77 Marine Street in Farmingdale, New York (the “**77 Marine Street Facility**”) and (ii) the acquisition, renovation and equipping of an approximately 24,730 square foot industrial building located on that certain approximately 1.4 acre lot, piece or parcel of land located at 40 Banfi Plaza in Farmingdale, New York (the “**40 Banfi Plaza Facility**” and, together with the 77 Marine Street Facility, the “**Facilities**”), all for use by the Company in its business of warehousing and distribution of HVAC equipment and the manufacturing of ductwork; and

WHEREAS, in order to induce the Owner and the Company to retain and grow additional jobs in the Town, it appears necessary for the Agency to assist the Owners and the Company by taking leasehold title to or undertaking control of the Facilities so as to afford the Owners and the Company of certain relief from real property taxation, sales and use taxation and mortgage recording taxation with respect to the Facilities; and

WHEREAS, it is contemplated that the 40 Banfi Plaza Owner will cause the transfer or lease of the 40 Banfi Plaza Facility to the Agency pursuant to a Company Lease Agreement (the “**40 Banfi Plaza Company Lease**”), the Agency will assist the 40 Banfi Plaza Owner and the Company to undertake the Project and will lease or sublease the 40 Banfi Plaza Facility to the 40 Banfi Plaza Owner pursuant to a Lease and Project Agreement (the “**40 Banfi Plaza Lease Agreement**”), by and between the 40 Banfi Plaza Owner and the Agency pursuant to which the 40 Banfi Plaza Owner agrees, among other things, to make lease payments in such amounts as specified in the 40 Banfi Plaza Lease Agreement; and

WHEREAS, it is further contemplated that the 40 Banfi Plaza Owner will sublease the 40 Banfi Plaza Facility to the Company pursuant to a Sublease Agreement (the “**40 Banfi Plaza Sublease Agreement**”) by and between the 40 Banfi Plaza Owner and the Company pursuant to which the Company agrees, among other things, to make sublease payments in such amounts as equal to lease rentals as specified in the 40 Banfi Plaza Lease Agreement; and

WHEREAS, it is contemplated that the 77 Marine Street Owner will cause the transfer or lease of the 77 Marine Street Facility to the Agency pursuant to a Company Lease Agreement (the “**77 Marine Street Company Lease**” and, together with the 40 Banfi Plaza Company Lease, the “**Company Lease**”), the Agency will assist the 77 Marine Street Owner and the Company to undertake the Project and will lease or sublease the 77 Marine Street Facility to the 77 Marine Street Owner pursuant to a Lease and Project Agreement (the “**77 Marine Street Lease Agreement**” and, together with the 40 Banfi Plaza Lease Agreement, the “**Lease Agreement**”), by and between the 77 Marine Street Owner and the Agency pursuant to which the 77 Marine Street Owner agrees, among other things, to make lease payments in such amounts as specified in the 77 Marine Street Lease Agreement; and

WHEREAS, it is further contemplated that the 77 Marine Street Owner will sublease the 77 Marine Street Facility to the Company pursuant to a Sublease Agreement (the “**77 Marine Street Sublease Agreement**” and, together with the 40 Banfi Plaza Sublease Agreement, the “**Sublease Agreement**”) by and between the 77 Marine Street Owner and the Company pursuant to which the Company agrees, among other things, to make sublease payments in such amounts as equal to lease rentals as specified in the 77 Marine Street Lease Agreement; and

WHEREAS, pursuant to each Lease Agreement each respective Owner has agreed to make certain payments in lieu of real property taxes, with respect to each respective Facility, to the Agency; and

WHEREAS, in connection with the Agency’s evaluation of the Project for the provision of financial assistance, the Agency has (i) assessed all material information relating to the project included in the Company and Owners’ project application (the “**Project Application**”) in order to afford a reasonable basis for the decision of the Agency to provide financial assistance to the Project; (ii) reviewed the Agency’s written cost benefit analysis for the Project which identifies the extent to which (A) the Project

will create or retain permanent, private sector jobs; (B) the estimated value of any tax exemption to be provided to the Project, (C) the amount of private sector investment generated or likely to be generated by the Project; (D) reviewed the likelihood of accomplishing the proposed project in a timely fashion; and (E) considered the extent to which the Project will provide additional sources of revenue for the Town and the school district where the Facilities are located; and

WHEREAS, in connection with the adoption of this resolution the Agency has reviewed the Project Application and the Company and Owners have confirmed in such Project Application that as of the date of the Project Application, as amended, the Company and the Owners are in substantial compliance with the Act; and

WHEREAS, it is desired that the Agency authorize the granting of certain financial assistance to the Owners and the Company in connection with the Project and the Facilities including exemption from State and local sales and use taxes, mortgage recording taxes and real property taxes.

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

Section 1. With respect to the Agency's evaluation criteria for Manufacturing/Warehousing/Distribution Projects the Agency makes the following determinations:

(a) It has reviewed the information in the Cost Benefit Analysis with respect to the Project.

(b) The Company proposes a capital investment in the land, building, machinery and equipment and capital improvements in the Facilities of approximately \$10,039,000.

(c) The wage rates for the approximately one hundred and twenty-five (125) full-time employees at the Facilities average \$125,000 – 200,000 per year for management positions, \$65,000 - 80,000 per year for administrative positions, \$70,000 - 90,000 per year for production positions, \$110,000 per year for supervisor positions and \$60,000 - 70,000 per year for laborer positions.

(d) The Project will not have significant impact from local labor construction in the Town.

(e) The Project will not have a significant effect on in-region purchases or research and development.

(f) The Project will not have a significant effect on energy efficiency.

(g) The Project will not affect existing land use or zoning.

(h) Project is important to the retention of an employer of the Town. The Company currently employs one hundred and twenty-five (125) full-time employees. If the Company does not receive financial assistance from the Agency the Company is considering relocating its current operations in the Town to facilities outside the Town, which would achieve substantial costs savings for the Company.

Section 2. Based on the evaluation of the foregoing evaluation criteria, (a) The Agency hereby finds and determines that (i) the Project constitutes a "Project" within the meaning of the Act; (ii) the Project is necessary for the Company to maintain its competitive position in its industry and to prevent the Company from relocating its facilities outside of New York State; and (iii) the granting of real property tax abatements, sales and use tax abatements and mortgage recording tax abatements (collectively, the "**Financial Assistance**") by the Agency with respect to the Facilities pursuant to the Act, will promote job opportunities, health, general prosperity and the economic welfare of the inhabitants of the Town and the State of New York and improve their standard of living, and thereby serve the public purposes of the Act.

(b) It is desirable and in the public interest for the Agency to grant the Financial Assistance to the Owners and the Company with respect to the Facilities.

(c) The Agency shall grant Financial Assistance to the Company and the Owners in the form of New York State and local Sales and Use Tax abatements in a maximum amount not to exceed in the aggregate \$153,300 as provided in Section 5.2 of the Lease Agreement and in the event of the occurrence of a recapture event under the Lease Agreement the Agency will pursue recapture of the Financial Assistance as provided in Section 5.4 of the Lease Agreement.

Section 3. To accomplish the purposes of the Act, the Agency shall take leasehold title to each Facility pursuant to each respective Company Lease, assist each Owner to undertake the Project, sublease each Facility to each respective Owner pursuant to each respective Lease Agreement and each respective Owner will further sub-sublease each respective Facility to the Company pursuant to each respective Sublease Agreement.

Section 4. Pursuant to each Lease Agreement, each respective Owner will make certain payments in lieu of real property taxes ("**Pilots**") which would be otherwise due and payable with respect to each respective Facility.

Section 5. In order to provide the Owners and the Company with Financial Assistance with respect to exemption from New York State and local Sales and Use Taxes with respect to the Project the Agency may issue one or more Sales Tax Agent Authorization Letters ("**Sales Tax Authorization Letters**") which shall be used pursuant to the terms contained therein and in each Lease Agreement.

Section 6. In order to secure amounts to be loaned by a mortgage lender acceptable to the Chief Executive Officer ("**CEO**") or the Chief Financial Officer ("**CFO**") of the Agency to the Company with respect to the financing or refinancing of the Project and the Facilities, the Agency hereby authorizes the execution of one or more

mortgages (collectively, the “**Mortgages**”) granted at the initial closing of the “straight lease” transaction or any time thereafter during the term of the respective Lease Agreement, from the Agency and the respective Owner to any mortgage lender acceptable to the CEO or the CFO of the Agency or any other authorized representative, in form acceptable to the CEO or CFO of the Agency or any other authorized representative and counsel to the Agency.

Section 7. The form and substance of the Company Lease in substantially the form previously executed for other “straight lease” transactions is hereby approved.

Section 8. The form and substance of the Lease Agreement in substantially the form previously executed for other “straight lease” transactions is hereby approved.

Section 9. The form and substance of the Sublease Agreement in substantially the form previously approved by the Agency for other “straight lease” transactions is hereby approved.

Section 10. Thomas E. Dolan, as CEO or any successor CEO or any other Authorized Representative, is hereby authorized, is hereby authorized, on behalf of the Agency, to execute and deliver final forms of the Company Lease, Lease Agreement, Mortgages, Sales Tax Agent Authorization Letters, and any other agreements or certificates consistent herewith (hereinafter collectively called the “**Agency Documents**”), all in substantially the forms previously executed by the Agency for other “straight lease” transactions acceptable to Agency Counsel, with such changes, variations, omissions and insertions in the Agency Documents as the CEO or any other Authorized Representative of the Agency shall upon advice of counsel approve. The execution thereof by the CEO or any other Authorized Representative of the Agency shall constitute conclusive evidence of such approval.

The CEO or the Chief Financial Officer (“**CFO**”) of the Agency or any other authorized representative 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 Agency Documents or certificates of the Agency authorized pursuant to this Resolution and determine the terms of the Agency Documents.

The Secretary, Assistant Secretary or Counsel to the Agency is hereby authorized to attest to the CEO’s, the CFO’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 11. The CEO of the Agency, the CFO of the Agency or any other authorized representative including the Chairman or the Secretary and any member of the Agency (as used in this resolution, the “**Authorized Representatives**”) are hereby designated the authorized representatives of the Agency and each of them is hereby authorized and directed to cause the transactions as described in the Company Lease, the Lease Agreement and the Sublease Agreement to be undertaken and in relation thereto, to

execute and deliver any and all papers, instruments, agreements, opinions, certificates, affidavits and other documents, and to do and cause to be done any and all acts and things necessary or proper for carrying out this resolution, and the Agency Documents including such changes or revisions in the forms of such documents as may be requested by counsel to the Agency.

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, 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 Agency Documents binding upon the Agency.

Section 13. All covenants, stipulations, obligations and agreements of the Agency contained in this resolution, and the Agency 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 Agency 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 14. No covenant, stipulation, obligation or agreement contained in this resolution, or the Agency 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 in his or their individual capacity and neither the members of the Agency nor any officer shall be liable personally on the Agency Documents or be subject to any personal liability or accountability by reason of the execution thereof.

Section 15. The law firm Katten Muchin Rosenman LLP is hereby appointed transaction counsel to the Agency for this transaction.

Section 16. Notwithstanding the foregoing, the Agency will not grant any Financial Assistance to be granted hereunder in excess of \$100,000 to the Owner or the Company until the Agency has held a public hearing with respect to the grant of financial assistance in accordance with the provisions of the Act.

Section 17. In accordance with the State Environmental Quality Review Act and pursuant to Title 6 NYCRR Part 617, it is determined by the Agency that the Project, a proposed action, be classified as an Unlisted Action. The proposed action does not appear

to exceed any of the criteria outlined in Title 6 NYCRR Part 617.7 which sets forth thresholds for determining significant effects on the environment. Therefore, based on the information contained within the Environmental Assessment Form filed with the Project Application and associated Project documentation, the Agency makes a determination of non-significance with respect to the Project.

Section 18. This resolution shall take effect immediately.

**RESOLUTION OF THE TOWN OF BABYLON
INDUSTRIAL DEVELOPMENT AGENCY AUTHORIZING
THE CHIEF EXECUTIVE OFFICER TO HOLD A PUBLIC
HEARING REGARDING A PROPOSED PROJECT FOR
MANHATTAN LAMINATES LLC AND 45 N INDUSTRY
COURT PARTNERS, LLC.**

WHEREAS, the Town of Babylon Industrial Development Agency (the "Agency") is authorized and empowered by the provisions of Chapter 1030 of Laws of 1969 of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the "Enabling Act") and Chapter 177 of the Laws of 1973 of New York, as amended, constituting Section 907-a of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the "Act") to promote, develop, encourage and assist in the acquiring, constructing, renovating, improving, maintaining, equipping and furnishing of, among others, manufacturing, warehousing, research, commercial or industrial facilities, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct, reconstruct and install "projects" (as defined in the Act) or to cause said projects to be acquired, constructed, reconstructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, in 2022, the Agency undertook a project on behalf of Manhattan Laminates LLC (the "Operating Company") and 45 N Industry Court Partners, LLC (the "Real Estate Holding Company") consisting of the following: (A)(1) the acquisition of an interest in approximately two parcels of real estate totaling approximately 5.8 acres located at 45 N Industry Park and 55 N Industry Park, Deer Park (tax map nos. 0100-068.00-01.00-008.001 and 0100-068.00-01.00-008.004), in the Town of Babylon, Suffolk County, New York (collectively, the "Land"), the renovation of one or more existing buildings totaling approximately 65,000 square feet located on the Land (the "2022 Improvements"), and the acquisition and installation therein and thereon of certain equipment and personal property not part of the 2022 Equipment (as such term is defined herein) (the "2022 Facility Equipment"; and, together with the Land and the 2022 Improvements, the "2022 Company Facility"), which 2022 Company Facility is to be leased and subleased by the Agency to the Real Estate Holding Company and further subleased by the Real Estate Holding Company to the Operating Company; and (2) the acquisition and installation of certain equipment and personal property (the "2022 Equipment", and together with the 2022 Company Facility, the "2022 Facility"), which 2022 Facility is to be used by the Operating Company as a warehouse and distribution facility and related uses for its business as a wholesale distributor of architectural and woodworking products; (B) the granting of certain "financial assistance" (within the meaning of section 854(14) of the Act) with respect to the foregoing limited to potential exemptions from certain sales and use taxes, transfer taxes, mortgage recording taxes (except as limited by Section 874 of the Act) and real property taxes; and (C) the lease (with an obligation to purchase) or sale

of the 2022 Company Facility to the Real Estate Holding Company and the lease (with an obligation to purchase) or sale of the 2022 Equipment to the Operating Company; and

WHEREAS, the Operating Company and the Real Estate Holding Company, on behalf of themselves and/or entities formed or to be formed on behalf of the foregoing (including any related operating companies), have submitted a preliminary project application (the "Application") to the Agency, a copy of which was presented at this meeting and copies of which are on file at the office of the Agency, requesting that the Agency consider undertaking a project (the "2025 Project") consisting of the following: (A) the retention of the Agency's interest in the 2022 Facility; the construction of an approximately 11,500 square foot canopy to be affixed to the 2022 Improvements, and related renovations to the 2022 Improvements, and the construction of an approximately 22,600 square foot building to be located on the Land (collectively, the "2025 Improvements"), and the acquisition and installation therein and thereon of various machinery, equipment and other personal property not part of the 2025 Equipment (as such term is defined herein) (the "2025 Facility Equipment"; and, together with the 2022 Facility and the 2025 Improvements, the "2025 Company Facility"), which 2025 Company Facility is to be leased and subleased by the Agency to the Real Estate Holding Company and further subleased by the Real Estate Holding Company to the Operating Company; and (2) the acquisition and installation of various machinery, equipment and other personal property (the "2025 Equipment" and, together with 2025 Company Facility, the "2025 Facility"), which 2025 Facility will be used by the Operating Company and any related operating companies as a warehouse and distribution facility and related uses for its business as a wholesale distributor of architectural and woodworking products and related uses; (B) the granting of certain "financial assistance" (within the meaning of Section 854(14) of the Act) with respect to the foregoing limited to potential exemptions from certain sales and use taxes, transfer taxes, mortgage recording taxes (except as limited by Section 874 of the Act) and real property taxes (collectively, the "2025 Financial Assistance"); and (C) the lease (with an obligation to purchase) or sale of the 2025 Company Facility to the Real Estate Holding Company or such other person as may be designated by the Real Estate Holding Company and agreed upon by the Agency and the lease (with an obligation to purchase) or sale of the 2025 Equipment to the Operating Company or such other person as may be designated by the Operating Company and agreed upon by the Agency; and

WHEREAS, pursuant to Section 859-a of the Act, prior to the Agency providing any "financial assistance" (as defined in the Act) of more than \$100,000 to any project, the Agency, among other things, must hold a public hearing pursuant to Section 859-a of the Act with respect to said project; and

WHEREAS, the Agency desires to comply with the public hearing and notice requirements contained in Section 859-a of the Act; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the "SEQR Act"), and the regulations (the "Regulations") adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively with the SEQR Act, "SEQRA"), the Agency has not yet made a determination as to the potential environmental significance of the Project and therefore has not

yet determined whether an environmental impact statement is required to be prepared with respect to the Project;

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE TOWN OF BABYLON INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:

Section 1. The Agency hereby authorizes the Chairman, the Vice Chairman, the Chief Executive Officer ("CEO") or the Chief Financial Officer of the Agency (each an "Authorized Representative"), after consultation with the members of the Agency and counsel to the Agency, (A) to establish the time, place and date for a public hearing of the Agency to hear all persons interested in the location and nature of the 2025 Facility and the proposed 2025 Financial Assistance being contemplated by the Agency with respect to the 2025 Project, said public hearing to be held, as appropriate, in the city, town or village where the 2025 Facility is or is to be located; (B) to cause notice of such public hearing to be given to the public by publishing a notice of such hearing in a newspaper of general circulation available to the residents of the governmental units where the 2025 Facility is or is to be located, such notice and publication to comply with the requirements of Section 859-a of the Act; (C) to cause notice of said public hearing to be given to the chief executive officer of the county and each city, town, village and school district in which the 2025 Facility is or is to be located to comply with the requirements of Section 859-a of the Act; (D) to conduct such public hearing; and (E) to cause a report of said public hearing fairly summarizing the views presented at said public hearing to be promptly prepared and cause copies of said report to be made available to the members of the Agency.

Section 2. The Agency hereby authorizes the CEO or any other Authorized Representative of the Agency, prior to the granting of any 2025 Financial Assistance with respect to the 2025 Project, if the 2025 Project involves the removal or abandonment of a facility or plant within the State, after consultation with counsel to the Agency, to cause any required notification by the Agency to the chief executive officer or officers of the municipality or municipalities in which such facility or plant was located, such notification to comply with the requirements of Section 874(5)(d) of the Act.

Section 3. The Authorized Representatives are each hereby authorized and directed to (A)(i) distribute copies of this Resolution to the Real Estate Holding Company and the Operating Company and (ii) deliver or cause to be delivered a copy of this Resolution by certified mail, return receipt requested or an electronic correspondence with a read-receipt, to the chief executive officer of each affected local taxing jurisdiction (including the district clerk and district superintendent of each affected school district), such delivery to comply with the requirements of Section 859-a of the Act; and (B) to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

Section 4. Barclay Damon LLP is hereby appointed transaction counsel to the Agency with respect to all matters in connection with the 2025 Project. Transaction counsel for the Agency is hereby authorized, at the expense of the Real Estate Holding Company and the Operating Company, to work with the Real Estate Holding Company and the Operating Company, Counsel to the Real Estate Holding Company and the Operating Company, counsel to the Agency and

others to prepare, for submission to the Agency, all documents necessary to effect the authorization of the transactions contemplated by this Resolution.

Section 5. This Resolution shall take effect immediately.

**PRELIMINARY INDUCEMENT RESOLUTION
DATED MAY 21, 2025**

**PRELIMINARY INDUCEMENT RESOLUTION OF THE TOWN OF
BABYLON INDUSTRIAL DEVELOPMENT AGENCY RELATING TO THE
GRANTING OF PRELIMINARY APPROVAL TO 80 GLEAM ST LLC, 45 DALE
ST, LLC AND GREAT NORTHERN FIBERS, LLC IN CONNECTION WITH
THE POTENTIAL GRANT OF CERTAIN FINANCIAL ASSISTANCE**

WHEREAS, representatives of Great Northern Fibers, LLC, a New York limited liability company, on behalf of itself and/or the principals of Great Northern Fibers, LLC and/or any entity or entities formed on behalf of Great Northern Fibers, LLC or any of the foregoing (collectively, the **"Company"**), 80 Gleam St LLC, a New York limited liability company, on behalf of itself and/or the principals of 80 Gleam St LLC and/or any entity or entities formed on behalf of 80 Gleam St LLC, or any other real estate holding company created in connection with the foregoing or any of the foregoing (collectively, the **"80 Gleam Street Owner"**) and 45 Dale St, LLC, a New York limited liability company, on behalf of itself and/or the principals of 45 Dale St, LLC and/or any entity or entities formed on behalf of 45 Dale St, LLC, or any other real estate holding company created in connection with the foregoing or any of the foregoing (collectively, the **"45 Dale Street Owner"** and, collectively with the 80 Gleam Street Owner, the **"Owners"**) have filed or caused to be filed a preliminary application with the Town of Babylon Industrial Development Agency (the **"Agency"**) concerning a project (the **"Project"**) consisting of (i) the renovation and equipping of an approximately 33,936 square foot industrial building located on that certain approximately 1.79 acre lot, piece or parcel of land located at 80 Gleam Street in West Babylon, New York (the **"80 Gleam Street Facility"**), (ii) the renovation and equipping of an approximately 12,323 square foot industrial building located on that certain approximately .02 acre lot, piece or parcel of land located at 90 Gleam Street in West Babylon, New York (the **"90 Gleam Street Facility"**), and (iii) the acquisition and equipping of an approximately 7,070 square foot building located on that certain approximately 1.1 acre lot, piece or parcel of land located at 45 Dale Street in West Babylon, New York (the **"45 Dale Street Facility"** and, together with the 80 Gleam Street Facility and the 90 Gleam Street Facility, the **"Facilities"**), all for use by the Company in its business of commercial, industrial and residential recycling; and

WHEREAS, the Company and the Owners submitted a preliminary Project Application (the **"Project Application"**) to the Agency to initiate the accomplishment of the above; and

WHEREAS, pursuant to the Project Application, representatives of the Company and the Owners have indicated that the Project and the Facilities will retain and grow additional jobs in the Town of Babylon (the **"Town"**); and

WHEREAS, based upon further review of the Project Application, the Agency intends to determine whether financial assistance shall be provided by the Agency in order to induce the Company and Owners to proceed with the proposed Project; and

WHEREAS, the Company and Owners are obtaining and compiling all information necessary to allow the Agency to make such determination;

NOW, THEREFORE, BE IT RESOLVED by the Agency as follows:

Section 1. The proposed Project and the Facilities would, if approved by the Agency, be in furtherance of the policy of fostering economic development in the Town in accordance with the Article 18-A and Section 907-a of the General Municipal Law of the State of New York.

Section 2. The officers of the Agency and other appropriate officials of the Agency and its agents and employees are hereby authorized and directed to take whatever steps may be necessary to implement the provision of this resolution including compiling and reviewing requisite information to determine whether financial assistance shall be provided by the Agency for the proposed Project;

Section 3. Nothing herein shall be construed as committing the Agency to undertake or approve the Project or to provide financial assistance for the Project.

Section 4. Any expenses incurred by the Agency with respect to the proposed Project shall be paid by the Applicant. The Applicant will agree to pay such expenses and further will agree to indemnify the Agency, its members, directors, employees and agents and hold the Agency and such persons harmless against claims for losses, damage or injury or any expenses or damages incurred as a result of action taken by or on behalf of the Agency in good faith with respect to the proposed Project.

Section 5. This preliminary resolution shall take effect immediately.