

February 27, 2018

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SENT BY EMAIL AND COURIER

Laurie Villasuso
Chief Operating Officer
Executive Vice President of Economic Development
Orange County IDA - The Accelerator
4 Crotty Lane, Suite 100
New Windsor, NY 12553
Email: lvillasuso@ocnyida.com

Dear Ms. Villasuso:

As you know, our firm represents Wawayanda Acquisition, LLC, a New York limited liability company ("Wawayanda") and Medline Industries, Inc., an Illinois corporation ("Medline").

Wawayanda, as landlord, and the Orange County Industrial Development Agency (the "IDA"), as tenant, are parties to that certain Lease Agreement dated as of September 1, 2008 (the "Ground Lease"), whereby Wawayanda leased to the IDA certain real property located in Wawayanda, Orange County, New York, as more particularly described in the Ground Lease (the "Property"). Additionally, the IDA, as landlord, and Wawayanda, as tenant, are parties to that certain Leaseback Agreement dated as of September 1, 2008 (the "Leaseback Agreement"), whereby IDA leased the Property back to Wawayanda. The IDA and Wawayanda are also parties to that certain Payment in Lieu of Tax Agreement as of September 1, 2008 (the "PILOT Agreement," together with the Ground Lease and the Leaseback Agreement, the "Incentive Documents").

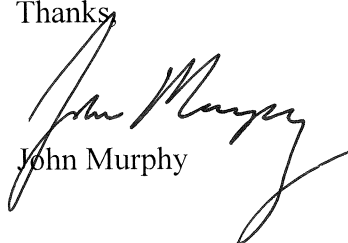
Wawayanda, as seller, and PPF Industrial 3301 US-6 Middletown, LLC, a Delaware limited liability company ("Purchaser"), intend to enter into a Purchase and Sale Agreement (the "PSA") whereby Wawayanda will sell the Property to Purchaser and Purchaser will simultaneously lease the Property back to Wawayanda's affiliate, Medline, until December 31, 2020 (the "Medline Leaseback"). Pursuant to the terms of the PSA, Wawayanda is assigning all of its right, title and interest in the Ground Lease and the Leaseback Agreement to Purchaser (collectively, the "Assignment") and amending the PILOT Agreement to provide that Medline shall assume all obligations of Wawayanda under the PILOT Agreement (the "Amendment").

The Incentive Documents require that Wawayanda obtain the IDA's consent to the Assignment and the Amendment. In connection with the IDA consenting to the Assignment and the Amendment, the IDA has requested the following information:

1. **Brief Description of Site Operations:** The Facility (as defined in the PILOT Agreement) is used for warehouse and office uses for the distribution of medical supplies.
2. **Current Number of Employees at the Facility:** There are currently 314 employees.
3. **Commitment to Continue Operations:** Following the sale of the Property and pursuant to the terms of the Medline Leaseback, Medline intends to continue operating the Facility at its current capacity for the remaining life of the PILOT Agreement.

If you have any further questions or comments regarding the sale of the Property or the Assignment, please do not hesitate to contact the undersigned.

Thanks,



John Murphy

cc Mr. Dmitry Dukhan
Mr. Kilian Murphy