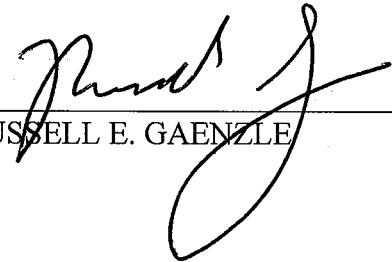


## MORTGAGE RECORDING TAX EXEMPTION AFFIDAVIT

RUSSELL E. GAENZLE, being duly sworn, deposes and says:

1. That he resides in Penfield, New York, and is a Member of Harris Beach PLLC, the law firm serving as transaction counsel to the **ORANGE COUNTY INDUSTRIAL DEVELOPMENT AGENCY** (the "Agency").
2. That the Agency is a public benefit corporation duly organized and existing under the laws of the State of New York, having its offices at the Orange County Business Accelerator, 4 Crotty Lane, Suite 100, New Windsor, New York 12553.
3. That the Agency entered into a certain Lease Agreement, dated as of August 1, 2018 with **ORANGE TOWER DRIVE LLC** (the "Company"), pursuant to which the Agency received a leasehold interest in the property described in Schedule A attached hereto, and the Agency and the Company thereafter entered into a certain Leaseback Agreement, dated as of August 1, 2018, pursuant to which the Agency leased its interest in said property back to the Company. By resolution duly adopted on April 13, 2017, the Agency approved the execution and delivery of the Lease Agreement, the Leaseback Agreement and the below-described Mortgage.
4. That the Company has entered into certain agreements concerning a loan to be made to the Company by M&T Bank (the "Mortgagee"). As collateral for said debt, the Agency and the Company have executed a certain Mortgage, dated June \_\_\_\_, 2019 (the "Mortgage") in favor of the Mortgagee in the principal sum of **ONE MILLION SEVENTY-SIX THOUSAND TWO HUNDRED FIFTY-NINE AND 00/100 DOLLARS (\$1,076,259.00)**.
5. The Agency has covenanted in the Mortgage that it will record or cause each to be recorded in all offices where recordation thereof is necessary.
6. That, in the opinion of your deponent, while the Agency would ordinarily pay the mortgage recording tax with respect to the Mortgage, the recording of the Mortgage is exempt from the payment of the mortgage recording tax, except for payment of the additional mortgage recording tax imposed on real property located within a transportation district by Section 253(2) of the Tax Law, for the following reasons: (A) Section 874(2) of the General Municipal Law states that "any bonds or notes issued pursuant to this title, together with the income therefrom, as well as the property of the agency shall be exempt from taxation, except for transfer and estate taxes"; (B) General Municipal Law Section 874(1) states that an industrial development agency "shall be required to pay *no* taxes or assessments upon any of the property acquired by it or under its jurisdiction or control or supervision or upon its activities"; to wit, the property referenced on Schedule A attached hereto and encumbered by the Mortgage to which the Agency is party; and (C) an Opinion of the New York State Comptroller No. 82-188 issued June 2, 1982, determining that an industrial development agency is exempt from payment of the mortgage recording tax.

WHEREFORE, your deponent respectfully requests that the Mortgage be recorded as exempt from mortgage recording tax, **except for** the additional mortgage recording tax imposed on real property located within a transportation district pursuant to Sections 253(2)(a) of the Tax Law.

  
\_\_\_\_\_  
RUSSELL E. GAENZLE

Subscribed and sworn to before me  
this 10<sup>th</sup> day of June, 2019.

  
\_\_\_\_\_  
Notary Public

Lori A. Palmer  
Notary Public, State of New York  
Qualified in Monroe County  
Commission Expires May 31, 2023

## SCHEDULE A

### Legal Description

ALL THAT CERTAIN PLOT, PIECE OR PARCEL OF LAND SITUATE, LYING AND BEING IN THE TOWN OF WALKILL, COUNTY OF ORANGE, STATE OF NEW YORK, SAID BEING TAX MAP SECTION 41, BLOCK 1, LOT 121.22 AS DESIGNATED ON THE ORANGE COUNTY TAX MAPS, BEING MORE PARTICULARLY BOUNDED AND DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT MARKED BY A SET CAPPED IRON ROD, SAID POINT BEING ON THE NORTHWESTERLY SIDELINE OF TOWER DRIVE (60 FEET WIDE) AND THE COMMON CORNER OF THE LANDS NOW OR FORMERLY ALBERT FRASSETTO, TAX MAP SECTION 41, BLOCK 1, LOT 121 AND THE LANDS NOW OR FORMERLY SAVEST CORP OF TAX MAP SECTION 41, BLOCK 1, LOT 96.13; RUNNING THENCE

ALONG THE NORTHWESTERLY SIDELINE OF TOWER DRIVE, SOUTH 38°09'30" WEST FOR A DISTANCE OF 142.44 FEET TO A SET CROSS CUT; THENCE

LEAVING SAID SIDELINE, THENCE RUNNING ALONG THE LANDS NOW OR FORMERLY JEGG REALTY, SOUTH 79°21'00" WEST FOR A DISTANCE OF 524.60 FEET TO A SET IRON ROD; THENCE

ALONG THE LANDS NOW OR FORMERLY JEGG REALTY, NORTH 09°39'21" WEST FOR A DISTANCE OF 205.52 FEET TO A FOUND CAPPED IRON ROD; THENCE

ALONG THE LANDS NOW OR FORMERLY JEGG REALTY THE FOLLOWING TWO COURSES:

1. NORTH 06°12'25" WEST FOR A DISTANCE OF 247.66 FEET TO A SET CAPPED IRON ROD; THENCE
2. SOUTH 79°07'13" WEST FOR A DISTANCE OF 7.69 FEET TO A FOUND CAPPED IRON ROD; THENCE

ALONG THE LANDS NOW OR FORMERLY TOWN OF WALKILL, ON A NON-TANGENT CURVE TO THE LEFT, HAVING A RADIUS OF 456.00 FEET WITH AN ARC LENGTH OF 242.12 FEET AND WHOSE LONG CHORD BEARS N 44°50'41" E FOR A DISTANCE OF 239.29 FEET TO A FOUND CAPPED IRON ROD; THENCE

ALONG THE LANDS NOW OR FORMERLY 60 TURNER DRIVE ASSOCIATES LLC, SOUTH 87°35'42" EAST FOR A DISTANCE OF 256.21 FEET TO A FOUND CAPPED IRON ROD; THENCE

ALONG THE LANDS NOW OR FORMERLY SAVEST CORP THE FOLLOWING EIGHT COURSES:

1. SOUTH 33°42'12" EAST FOR A DISTANCE OF 42.17 FEET TO A FOUND CAPPED IRON ROD; THENCE
2. SOUTH 38°09'30" WEST FOR A DISTANCE OF 134.97 FEET TO A SET CAPPED IRON ROD; THENCE
3. SOUTH 51°50'30" EAST FOR A DISTANCE OF 129.43 FEET TO A SET CAPPED IRON ROD; THENCE
4. ALONG A CURVE TO THE RIGHT, HAVING A RADIUS OF 125.00 FEET WITH AN ARC LENGTH OF 52.52 FEET TO A SET CAPPED IRON ROD; THENCE
5. SOUTH 27°46'01" EAST FOR A DISTANCE OF 70.88 FEET TO A SET MAGNAIL; THENCE
6. ALONG A CURVE TO THE LEFT, HAVING A RADIUS OF 75.00 FEET WITH AN ARC LENGTH OF 31.51 FEET TO A SET MAGNAIL; THENCE
7. SOUTH 51°50'30" EAST FOR A DISTANCE OF 89.39 FEET TO A SET CAPPED IRON ROD; THENCE
8. ALONG A CURVE TO THE LEFT, HAVING A RADIUS OF 35.00 FEET WITH AN ARC LENGTH OF 54.98 FEET TO THE POINT OF BEGINNING.

CONTAINING 5.914± ACRES.

SAID PREMISES BEING KNOWN AS 57 TOWER DRIVE, WALLKILL, NEW YORK, SECTION 41, BLOCK 1, LOT 121.22.