

**SUPPLEMENTAL
NOTICE OF PUBLIC HEARING**

NOTICE IS HEREBY GIVEN that a public hearing pursuant to Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code") will be held by The Orange County Funding Corporation (the "Issuer") on Monday, December 4, 2017 at 11:30 A.M. local time, at the Issuer's offices located at The Accelerator, 4 Crotty Lane, Suite 100, New Windsor, New York 12553 in connection with the following matters [this notice supplements and replaces the notice previously published on November 6, 2017]:

SPRING VALLEY APARTMENTS LLC, for itself or on behalf of an entity to be formed (collectively, "Spring Valley"), has submitted an application (the "Spring Valley Application") requesting that the Issuer consider undertaking a project (the "Spring Valley Project") consisting of (A) the acquisition by the Company of an approximately 1.72-acre parcel of land located at 244 North Main Street in the Village of Spring Valley, Town of Ramapo, Rockland County, New York (the "Spring Valley Land") together with the two (2) existing three-story buildings thereon containing in the aggregate approximately 95,000 square feet and 95-units of affordable housing (the "Spring Valley Existing Improvements"), (B) the renovation of the Spring Valley Existing Improvements (the "Spring Valley Improvements") all for continued use as an affordable housing development for families containing 7 studios, 28 one-bedroom, 32 two-bedroom and 28 three-bedroom units; (C) the acquisition and installation in, on and around the Spring Valley Improvements of certain items of equipment and other tangible personal property, including, but not limited to, furniture (collectively, the "Spring Valley Equipment" and, together with the Spring Valley Land, the Spring Valley Existing Improvements and the Spring Valley Improvements, the "Spring Valley Facility"); (D) the paying of certain costs and expenses incidental to the issuance of the Bonds (as defined below) (the costs associated with items (A) through (D) above being hereinafter referred to as the "Spring Valley Project Costs"); and (E) the financing of all or a portion of the costs of the foregoing by the issuance of its tax-exempt and/or taxable revenue bonds in one or more series in a maximum aggregate principal amount not to exceed \$15,000,000 (the "Spring Valley Bonds"); and

STONY POINT APARTMENTS LLC, for itself or on behalf of an entity to be formed (collectively, "Stony Point"), has submitted an application (the "Stony Point Application") requesting that the Issuer consider undertaking a project (the "Stony Point Project") consisting of (A) the acquisition by the Company of an approximately 5.40-acre parcel of land located at 1-420 Knights Corner in the Town of Stony Point, Rockland County, New York (the "Stony Point Land") together with the four (4) existing two-story buildings thereon containing in the aggregate approximately 53,000 square feet and 75-units of affordable housing (the "Stony Point Existing Improvements"), (B) the renovation of the Stony Point Existing Improvements (the "Stony Point Improvements") all for continued use as an affordable senior housing development containing 19-studios, 55 one-bedroom and 1 two-bedroom units; (C) the acquisition and installation in, on and around the Stony Point Improvements of certain items of equipment and other tangible personal property, including, but not limited to, furniture (collectively, the "Stony Point Equipment" and, together with the Stony Point Land, the Stony Point Existing Improvements and the Stony Point Improvements, the "Stony Point Facility"); (D) the paying of certain costs and

expenses incidental to the issuance of the Bonds (as defined below) (the costs associated with items (A) through (D) above being hereinafter referred to as the "Stony Point Project Costs"); and (E) the financing of all or a portion of the costs of the foregoing by the issuance of its tax-exempt and/or taxable revenue bonds in one or more series in a maximum aggregate principal amount not to exceed \$10,000,000 (the "Stony Point Bonds"); and

WALLKILL APARTMENTS LLC, for itself or on behalf of an entity to be formed (collectively, "Wallkill Apartments"), has submitted an application (the "Wallkill Apartments Application") requesting that the Issuer consider undertaking a project (the "Wallkill Apartments Project") consisting of: (A) the acquisition of an approximately 6.20-acre parcel of land located at 55/75/88 Senior Way in the Town of Wallkill, Orange County, New York (the "Wallkill Apartments Land"), together with the ten (10) existing two-story buildings thereon containing in the aggregate approximately 50,000 square feet and 75-units of affordable housing (the "Wallkill Apartments Existing Improvements"); (B) the renovation of the Wallkill Apartments Existing Improvements (the "Wallkill Apartments Improvements") all for continued use as an affordable senior housing development containing 18-studios, 56 one-bedroom and 1 two-bedroom units; (C) the acquisition and installation in and around the Wallkill Apartments Improvements of certain items of equipment, machinery and other tangible personal property (the "Wallkill Apartments Equipment" and, collectively with the Wallkill Apartments Land, the Wallkill Apartments Existing Improvements and the Wallkill Apartments Improvements, the "Wallkill Apartments Facility"); (D) the paying of certain costs and expenses incidental to the issuance of the Bonds (as defined below) (the costs associated with items (A) through (D) above being hereinafter referred to as the "Wallkill Apartments Project Costs"); and (E) the financing of all or a portion of the costs of the foregoing by the issuance of its tax-exempt and/or taxable revenue bonds in one or more series in a maximum aggregate principal amount not to exceed \$10,000,000 (the "Wallkill Apartments Bonds" and; collectively with the Spring Valley Bonds and the Stony Point Bonds, the "Bonds").

The Issuer is contemplating providing financial assistance to Spring Valley, Stony Point and Wallkill Apartments with respect to the Projects (the "Financial Assistance") in the form of: (1) the issuance by the Issuer of the respective Bonds in principal amounts not to exceed the lesser of the Project Costs or \$35,000,000; and (2) an exemption from all mortgage recording taxes imposed by the State of New York with respect to any qualifying mortgage on the Wallkill Apartments Facility (or such interest therein as is conveyed to the Issuer) to secure the Bonds and/or any other indebtedness incurred by or for the benefit of each entity in connection with its respective Project.

If the issuance of the Bonds is approved by the Issuer, the Issuer will loan the proceeds of the Bonds to each respective entity pursuant to a loan or other similar agreement (the "Agreement") and each entity will operate and manage its Facility during the term of the Agreement.

If the issuance of the Bonds is approved (i) it is intended that interest on any tax-exempt Bonds will be excluded from gross income for Federal income tax purposes, pursuant to Section 103(a) of the Code, (ii) the Agreement shall require the Company to make payments equal to debt service on the Bonds and make certain other payments, and (iii) the Bonds will be special

obligations of the Issuer payable solely from certain of the proceeds of the Agreement and certain other assets of the Issuer pledged to the repayment of the Bonds. THE BONDS SHALL NOT BE A DEBT OF THE STATE OF NEW YORK OR ORANGE COUNTY, NEW YORK, AND NEITHER THE STATE OF NEW YORK NOR ORANGE COUNTY, NEW YORK, SHALL BE LIABLE THEREON.

The Issuer will at said time and place provide a reasonable opportunity to all interested persons to present their views, either orally or in writing, on the location and nature of each Facility, the proposed plan of financing for each Facility by the issuance from time to time of the Bonds, or the proposed tax benefits to be afforded each entity in connection with its respective Project.

This public hearing is being conducted in accordance with Section 147(f) of the Code.

DATED: November 13, 2017

THE ORANGE COUNTY FUNDING
CORPORATION