Motion By: _____DIANA_____
Seconded By: _____SCHREIBEIS_____

RESOLUTION
(Kraftify LLC Project)

A regular meeting of the Orange County Industrial Development Agency was held on April 9, 2020, at 2:00 p.m. (local time).

After the meeting had been duly called to order, the Chairperson announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to a proposed project for the benefit of Kraftify LLC.

RESOLUTION AUTHORIZING THE ORANGE COUNTY INDUSTRIAL DEVELOPMENT AGENCY (THE "AGENCY") TO (i) EXTEND THE AGENT STATUS OF KRAFTIFY LLC IN CONNECTION WITH A CERTAIN PROJECT UNDERTAKEN BY THE COMPANY, AS AGENT OF THE AGENCY, LOCATED ON STATE SCHOOL ROAD, IN THE TOWN OF WARWICK, ORANGE COUNTY, NEW YORK; AND (ii) EXECUTE AND DELIVER AN EXTENDED SALES TAX EXEMPTION PACKAGE, EXTENDED NYS FORM ST-60 AND RELATED DOCUMENTS.

WHEREAS, by Title I of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 390 of the Laws of 1972 of the State of New York, as amended (hereinafter collectively called the "Act"), the **ORANGE COUNTY INDUSTRIAL DEVELOPMENT AGENCY** (hereinafter called the "Agency") was created with the authority and power to own, lease and sell property for the purpose of, among other things, acquiring, constructing and equipping civic, industrial, manufacturing and commercial facilities as authorized by the Act; and

WHEREAS, pursuant to resolutions duly adopted on September 13, 2018 and the terms of an Agent Agreement (as defined below), the Agency appointed **KRAFTIFY LLC** as its agent to undertake a certain project (the "Project") consisting of: (A) the acquisition by the Agency, of a subleasehold interest in an approximately 1.3±-acre parcel of land located on State School Road in the Town of Warwick, Orange County, New York (the "Land") together with the existing approximately 14,000 square-foot building thereon (the "Existing Improvements"); (B)(i) the complete renovation of the Existing Improvements and (ii) the construction of an approximately 1,500 square foot addition thereto (collectively, the "Improvements"); and (C) the acquisition and installation in, on and around the Improvements of certain items of equipment and other tangible personal property including, but not limited to, mechanicals, plumbing, lighting, brewing equipment and furnishings (collectively, the "Equipment" and, together with the Land, the Existing Improvements and the Improvements, the "Facility"); all for use by the Company as a brewery with a barrel aging area, canning line and tasting room; and

WHEREAS, in connection with the Project and to effectuate the agent status of the Company, the Agency executed, among other things, a certain sales tax exemption package, as

extended from time to time (as so extended, the "Sales Tax Exemption Package") and a NYS Form ST-60, "IDA Appointment of Project Operator or Agent", as extended from time to time, currently expiring on December 31, 2019 (as so extended from time to time, the "NYS Form ST60"); and

WHEREAS, the Company advised the Agency that delays have impacted construction of the Facility and delayed the anticipated construction period; and

WHEREAS, the Company has therefore requested that the Agency extend the term of the Sales Tax Exemption Package and the NYS Form ST-60 to December 31, 2020 to provide additional time for the Company to complete the Project subject to payment of all outstanding Agency administrative and legal fees and payment to the State of any sales tax exemptions claimed between January 1, 2020 and the date hereof; and

WHEREAS, the Agency desires to adopt a resolution authorizing the extension of the agent status of the Company to December 31, 2020 and authorizing the execution and delivery of an extended Sales Tax Exemption Package, NYS Form ST-60 and related documents with respect to the Project subject to the foregoing conditions.

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

Section 1. The Agency is hereby authorized to approve an extension of the Sales Tax Exemption Package in connection with the above-referenced Project subject to the conditions set forth above. The Chairperson, the Vice Chairperson and/or the Chief Executive Officer of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver a Sales Tax Exemption Package and NYS Form ST-60, which shall expire on **December 31, 2020**. The Agency is further authorized to file the NYS Form ST-60 with New York State Tax Department's IDA Unit.

Section 2. 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 and to execute and deliver all such certificates, instruments and documents, to 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 resolutions and to cause compliance by the Agency with all of the terms, covenants and provisions of the documents executed for and on behalf of the Agency.

Section 3. These Resolutions shall take effect immediately.

The question of the adoption of the foregoing Resolution was duly put to vote on roll call, which resulted as follows:

	Yea	***Nay***	***Absent***	***Abstain***
Mary Ellen Rogulski	x			
Edward A. Diana	x			
James DiSalvo	x			
Stephen Brescia	x			
Michael Gaydos	x			
John McCarey	x			
Robert J. Schreibeis, Sr.	x			

The Resolutions were thereupon duly adopted.

SECRETARY'S CERTIFICATE
(Kraftify LLC Project)

STATE OF NEW YORK)
COUNTY OF ORANGE) ss:

Chief Executive Officer

I, the undersigned ~~Secretary~~ of the Orange County Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the foregoing extract of the minutes of the meeting of the Orange County Industrial Development Agency (the "Agency") including the resolution contained therein, held on April 9, 2020, with the original thereof on file in the office of the Agency, and that the same is a true and correct copy of the proceedings of the Agency and of such resolution set forth therein and of the whole of said original insofar as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that all members of said Agency had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with Article 7.

I FURTHER CERTIFY that there was a quorum of the members of the Agency present throughout said meeting.

I FURTHER CERTIFY that as of the date hereof, the attached resolution is in full force and effect and has not been amended, repealed or modified.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of said Agency this 9th day of April, 2020.

~~Stephen Brescia, Secretary~~
Laurie Villasuso, Chief Executive Officer