

**PROJECT AUTHORIZING RESOLUTION**  
*(The Cookie Factory LLC Project)*

A regular meeting of the Troy Industrial Development Authority (the "Authority") was convened on September 9, 2013, at 10:00 a.m., local time, at 433 River Street, 5<sup>th</sup> Floor, Troy, New York 12180.

The meeting was called to order by the Chairman and, upon roll being called, the following members of the Authority were:

<u>MEMBER</u>	<u>PRESENT</u>	<u>ABSENT</u>
Wallace Altes	✓	
Hon. Dean Bodnar	✓	
Hon. Robert Doherty	✓	
Steve Bouchey	✓	
Louis Anthony	✓	
Paul Carroll	✓	
Mary O'Neill		✓
Lisa Kyer		✓
Tina Urzan		✓

The following persons were ALSO PRESENT: Bill, Dunne, Ian Benjamen, Sharon Martin, Christine Lozo, Monica Kurzejeski, Nick Riggione, Larry Novak, Justin Miller Esq., Selena Skiba, Andy Piotrowski and Denee Zeigler.

After the meeting had been duly called to order, the Chairman 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 The Cookie Factory LLC.

On motion duly made by Hon. Dean Bodnar and seconded by Paul Carroll, the following resolution was placed before the members of the Troy Industrial Development Authority:

Member	Aye	Nay	Abstain	Absent
Wallace Altes	✓			
Hon. Dean Bodnar	✓			
Hon. Robert Doherty	✓			
Steve Bouchey	✓			
Louis Anthony	✓			
Paul Carroll	✓			
Mary O'Neill				✓
Lisa Kyer				✓
Tina Urzan				✓

Resolution No. 13-07 #3

**RESOLUTION OF THE TROY INDUSTRIAL DEVELOPMENT AUTHORITY  
(THE "AUTHORITY") (i) AUTHORIZING THE UNDERTAKING OF A  
CERTAIN PROJECT (AS FURTHER DEFINED HEREIN) FOR THE BENEFIT  
OF THE COOKIE FACTORY LLC (THE "COMPANY") IN CONNECTION  
WITH A CERTAIN PROJECT; (ii) ADOPTING FINDINGS PURSUANT TO  
THE STATE ENVIRONMENTAL QUALITY REVIEW ACT ("SEQRA")  
WITH RESPECT TO THE PROJECT; AND (iv) AUTHORIZING THE  
EXECUTION AND DELIVERY OF CERTAIN DOCUMENTS AND  
AGREEMENTS RELATING TO THE PROJECT**

WHEREAS, by Title 11 of Article 8 of the Public Authorities Law of the State of New York, as amended, and Chapter 759 of the Laws of 1967 of the State of New York, as amended (hereinafter collectively called the "Act"), the **TROY INDUSTRIAL DEVELOPMENT AUTHORITY** (hereinafter called the "Authority") 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, **THE COOKIE FACTORY LLC** (the "Company"), has requested the Authority's assistance with a certain project (the "Project") consisting of (i) the acquisition by the Authority of a leasehold or other interest in a certain parcel of real property located at 41-61 River Street, Troy, New York 12180 (the "Land", being comprised of approximately 0.76 acres of real property and more particularly identified as TMID No. 100.76-4-2) and the existing improvements located thereon, including an approximately 27,625 square foot building structure and related improvements (the "Existing Improvements"); (B) the renovation, reconstruction, refurbishing and equipping by the Company as agent of the Authority of the Existing Improvements to provide for a baked goods production and packaging facility, including internal production, packaging, storage and office space, along with external site improvements, including parking, curbage and other site improvements (collectively, the "Improvements"); (C) the acquisition of and installation in and around the Land, Existing Improvements and Improvements of certain machinery, fixtures, equipment and other items of tangible personal property (the "Equipment" and, collectively with the Land, the Existing Improvements and the Improvements, the "Facility"); and (D) the lease of the Authority's interest in the Facility back to the Company; and

WHEREAS, by resolution adopted January 14, 2013 (the "Initial Project Resolution"), the Authority (i) accepted the Application submitted by the Company, (ii) authorized the scheduling, notice and conduct of a public hearing with respect to the Project (the "Public Hearing"), and (iii) described the forms of financial assistance being contemplated by the Authority with respect to the Project (the "Financial Assistance", as more fully described herein); and

WHEREAS, pursuant to the Initial Project Resolution, the Authority duly scheduled, noticed and conducted the Public Hearing at 10:00 a.m. on September 9, 2013, whereat all interested persons were afforded a reasonable opportunity to present their views, either orally or in writing, on the location and nature of the Facility and the proposed Financial Assistance to be afforded the Company in connection with the Project (a copy of the Minutes of the Public Hearing, proof of publication and delivery of Notice of Public Hearing and Contemplated Deviation being attached hereto as Exhibit A); and

WHEREAS, pursuant to application by the Company, the Planning Commission of the City of Troy (the "Planning Commission"), as lead agency pursuant to the State Environmental Quality Review Act and regulations adopted pursuant thereto (collectively, "SEQRA"), previously reviewed the Project and on August 15, 2013 adopted a negative declaration (the "Negative Declaration") with respect to the Project, a copy of which is attached hereto as Exhibit B; and

WHEREAS, the Authority and Company have negotiated a lease agreement (the "Lease Agreement"), related Leaseback Agreement (the "Leaseback Agreement") and related payment-in-lieu-of-tax agreement (the "PILOT Agreement"), and, subject to the conditions set forth within this resolution, it is contemplated that the Authority will (i) acquire a leasehold interest in the Land and Existing Improvements pursuant to the Lease Agreement, (ii) appoint the Company agent of the Authority to undertake the Project and lease the Land, Existing Improvements, Improvements and Equipment constituting the Facility to the Company for the term of the Leaseback Agreement and PILOT Agreement, and (ii) provide certain forms of Financial Assistance to the Company, including (a) mortgage recording tax exemption(s) relating to one or more financings secured in furtherance of the Project; (b) a sales and use tax exemption for purchases and rentals related to the construction and equipping of the Project; and (c) a partial real property tax abatement structured through the PILOT Agreement.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE TROY INDUSTRIAL DEVELOPMENT AUTHORITY AS FOLLOWS:

Section 1. The Company has presented an application in a form acceptable to the Authority. Based upon the representations made by the Company to the Authority in the Company's application and in related correspondence, the Authority hereby finds and determines that:

(A) By virtue of the Act, the Authority has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act; and

(B) The Authority has the authority to take the actions contemplated herein under the Act; and

(C) The action to be taken by the Authority will induce the Company to develop the Project, thereby increasing employment opportunities in the City of Troy, New York, and otherwise furthering the purposes of the Authority as set forth in the Act; and

(D) The Project will not result in the removal of a civic, commercial, industrial, or manufacturing plant of the Company or any other proposed occupant of the Project from one area of the State of New York (the "State") to another area of the State or result in the abandonment of one or more plants or facilities of the Company or any other proposed occupant of the Project located within the State; and the Authority hereby finds that, based on the Company's application, to the extent occupants are relocating from one plant or facility to another, the Project is reasonably necessary to discourage the Project occupants from removing such other plant or facility to a location outside the State and/or is reasonably necessary to preserve the competitive position of the Project occupants in their respective industries; and

(E) The Authority has reviewed the Negative Declaration adopted by the Planning Commission and determined the Project involves an "Unlisted Action" as said term is defined under SEQRA. The review is uncoordinated. Based upon the review by the Authority of the Negative Declaration, related Environmental Assessment Form (the "EAF") and related documents delivered by the Company to the Authority and other representations made by the Company to the Authority in connection with the Project, the Authority hereby ratifies the SEQRA determination made by the Planning Commission and the Authority further finds that (i) the Project will result in no major impacts and, therefore, is one which may not cause significant damage to the environment; (ii) the Project will not have a "significant effect on the environment" as such quoted terms are defined in SEQRA; and (iii) no "environmental impact statement" as such quoted term is defined in SEQRA, need be prepared for this action. This determination constitutes a negative declaration in connection with the Authority's sponsorship and involvement with the Project for purposes of SEQRA.

Section 2. The Authority hereby accepts the Minutes of the Public Hearing and approves the provision of the proposed Financial Assistance to the Company, including (i) a sales and use tax exemption for materials, supplies and rentals acquired or procured in furtherance of the Project by the Company as agent of the Authority; (ii) mortgage recording tax exemption(s) in connection with secured financings undertaken by the Company in furtherance of the Project; and (iii) an abatement or exemption from real property taxes levied against the Land and Facility pursuant to a PILOT Agreement.

Section 3. Subject to the Company executing the Leaseback Agreement and/or a related Agent Agreement, along with the delivery to the Authority of a binder, certificate or other evidence of liability insurance policy for the Project satisfactory to the Authority, the Authority hereby authorizes the undertaking of the Project, including the acquisition of a leasehold interest in the Land and Existing Improvements pursuant to the Lease Agreement and related recording documents, the form and substance of which shall be approved as to form and content by counsel to the Authority. Subject to the within conditions, the Authority further authorizes the execution and delivery of the Leaseback Agreement, wherein the Company is authorized to undertake the construction and equipping of the Improvements and hereby appoints the Company as the true and lawful agent of the Authority: (i) to acquire, construct and equip the Improvements and acquire and install the Equipment; (ii) to make, execute, acknowledge and deliver any contracts, orders, receipts, writings and instructions, as the stated agent for the Authority with the authority to delegate such agency, in whole or in part, to agents, subagents, contractors, and subcontractors of such agents and subagents and to such other parties as the Company chooses; and (iii) in general, to do all things which may be requisite or proper for completing the Project, all with the same powers and the same validity that the Authority could do if acting in its own behalf.

Based upon the representation and warranties made by the Company the Application, the Authority hereby authorizes and approves the Company, as its agent, to make purchases of goods and services relating to the Project and that would otherwise be subject to New York State and local sales and use tax in an amount up to \$200,000.00, which result in New York State and local sales and use tax exemption benefits ("sales and use tax exemption benefits") not to exceed \$16,000.00. The Authority agrees to consider any requests by the Company for increase to the amount of sales and use tax exemption benefits authorized by the Authority upon being provided with appropriate documentation detailing the additional purchases of property or services, and, to the extent required, the Authority authorizes and conducts any supplemental public hearing(s).

Pursuant to Section 1963-b of the Act, the Authority may recover or recapture from the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, any sales and use tax exemption benefits taken or purported to be taken by the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, if it is determined that: (i) the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, is not entitled to the sales and use tax exemption benefits; (ii) the sales and use tax exemption benefits are in excess of the amounts authorized to be taken by the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project; (iii) the sales and use tax exemption benefits are for property or services not authorized by the Authority as part of the Project; (iv) the Company has made a material false statement on its application for financial assistance; (v) the sales and use tax exemption benefits are taken in cases where the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project fails to comply with a material term or condition to use property or services in the manner approved by the Authority in connection with the Project; and/or (vi) the Company obtains mortgage recording tax benefits and/or real property tax abatements and fails to comply with a material term or condition to use property or services in the manner approved by the Authority in connection with the Project (collectively, items (i) through (vi) hereby defined as a "Recapture Event").

As a condition precedent of receiving sales and use tax exemption benefits, mortgage recording tax exemption benefits, and real property tax abatement benefits, the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, must (i) if a Recapture Event determination is made by the Authority, cooperate with the Authority in its efforts to recover or recapture any sales and use tax exemption benefits, mortgage recording tax benefits and/or real property tax abatements abatement benefits, and (ii) promptly pay over any such amounts to the Authority that the Authority demands, if and as so required to be paid over as determined by the Authority.

Section 4. The Chairman, Vice Chairman, and/or Executive Director/Chief Executive Officer of the Authority are hereby authorized, on behalf of the Authority, to execute, deliver (A) the Lease Agreement, pursuant to which the Company will lease its interest in the Land, Existing Improvements, Improvements and Equipment constituting the Facility to the Authority, (B) the Leaseback Agreement, pursuant to which the Authority will lease its interest in the Land, Existing Improvements, Improvements and Equipment constituting the Facility back to the Company, (C) the PILOT Agreement pursuant to which the Company shall be required to make certain PILOT Payments to the Authority for the benefit of the Affected Taxing Jurisdictions

(along with a related PILOT Mortgage Agreement), and (C) related documents, including, but not limited to, Sales Tax Exemption Letter(s), Bills(s) of Sale and related instruments; provided the rental payments under the Leaseback Agreement include payments of all costs incurred by the Authority arising out of or related to the Project and indemnification of the Authority by the Company for actions taken by the Company and/or claims arising out of or related to the Project.

Section 5. The Chairman, Vice Chairman and/or the Executive Director/Chief Executive Officer of the Authority are hereby further authorized, on behalf of the Authority, and to the extent necessary, to execute and deliver any mortgage, assignment of leases and rents, security agreement, UCC-1 Financing Statements and all documents reasonably contemplated by these resolutions or required by any lender identified by the Company (the "Lender") up to a maximum principal amount necessary to undertake the Project and/or finance/refinance acquisition and Project costs, equipment and other personal property and related transactional costs, and, where appropriate, the Secretary or Assistant Secretary of the Authority is hereby authorized to affix the seal of the Authority to the Authority Documents and to attest the same, all with such changes, variations, omissions and insertions as the Chairman, Vice Chairman and/or the Executive Director/Chief Executive Officer of the Authority shall approve, the execution thereof by the Chairman, Vice Chairman or the Executive Director/Chief Executive Officer of the Authority to constitute conclusive evidence of such approval; provided, in all events, recourse against the Authority is limited to the Authority's interest in the Project.

Section 6. The officers, employees and agents of the Authority are hereby authorized and directed for and in the name and on behalf of the Authority 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 Authority with all of the terms, covenants and provisions of the documents executed for and on behalf of the Authority.

Section 7. These Resolutions shall take effect immediately.

## SECRETARY'S CERTIFICATION

STATE OF NEW YORK )  
COUNTY OF RENSSELAER )

I, Denee Zeigler, the undersigned, Secretary of the Troy Industrial Development Authority (the "Authority"), do hereby certify that I have compared the foregoing extract of the minutes of the meeting of the members of the Authority, including the Resolution contained therein, held on September 9, 2013, with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Authority had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Authority 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 rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Authority this 9th day of September, 2013.

A handwritten signature in black ink, appearing to read "Denee Zeigler", is written over a horizontal line.

(SEAL)

**EXHIBIT A**  
**PUBLIC HEARING MATERIALS**

**TROY INDUSTRIAL DEVELOPMENT AUTHORITY**

Troy City Hall  
433 River Street, 5<sup>th</sup> Floor  
Troy, New York 12180

**NOTICE OF PUBLIC HEARING**

August 20, 2013

***VIA CERTIFIED MAIL***

To: The Attached List of Affected Tax Jurisdictions

Re: **Troy Industrial Development Authority (the "Authority")**  
**The Cookie Factory LLC (the "Company")**  
**Acquisition and Redevelopment Project (41-61 River Street)**  
**Notice of Public Hearing**

Ladies and Gentlemen:

On Monday, September 9, 2013, at 10:00 a.m., local time, at the Troy City Hall, located at 433 River Street, 5<sup>th</sup> Floor, Troy, New York 12180, the Troy Industrial Development Authority (the "Authority") will conduct a public hearing regarding the above-referenced project. Please find enclosed a copy of the Notice of Public Hearing describing the project and the financial assistance contemplated by the Authority. The Notice has been submitted to *The Record* for publication.

You are welcome to attend such hearing at which time you will have an opportunity to review the project application and present your views, both orally and in writing, with respect to the project. The public hearing is being conducted pursuant to Title 11 of Article 8 of the Public Authorities Law of the State of New York, as amended, and Chapter 759 of the Laws of 1967 of the State of New York, as amended (collectively, the "Act"). We are providing this notice to you as the chief executive officer of an affected tax jurisdiction within which the project is located.

**TROY INDUSTRIAL  
DEVELOPMENT AUTHORITY**

William Dunne, Executive Director

**List of Affected Taxing Jurisdictions  
Troy Industrial Development Authority  
The Cookie Factory LLC Project**

**County of Rensselaer**

Hon. Kathleen M. Jimino,  
County Executive  
Rensselaer County Office Building  
1600 7<sup>th</sup> Avenue, 5<sup>th</sup> Floor  
Troy, New York 12180-3409

Mr. Mike Slawson,  
Chief Financial Officer  
Rensselaer County Office Building  
1600 7<sup>th</sup> Avenue, 5<sup>th</sup> Floor  
Troy, New York 12180-3409

Mr. Frank Curtis, Director  
Bureau of Tax Services  
Rensselaer County Office Building  
1600 7<sup>th</sup> Avenue, 5<sup>th</sup> Floor  
Troy, New York 12180-3409

**City of Troy**

Hon. Lou Rosamilia, Mayor  
Troy City Hall  
433 River Street, Suite 5001  
Troy, New York 12180

Ms. Sharon L. Martin, Assessor  
Troy City Hall  
433 River Street, Suite 5001  
Troy, New York 12180

**Enlarged City School District of Troy**

Mr. Brian F. Howard, Interim Superintendent  
Enlarged City School District of Troy  
2920 5<sup>th</sup> Avenue  
Troy, New York 12180

Ms. Anne Wager-Rounds, Board President  
Enlarged City School District of Troy  
2920 5<sup>th</sup> Avenue  
Troy, New York 12180

## **NOTICE OF PUBLIC HEARING**

NOTICE IS HEREBY GIVEN that a public hearing pursuant to Title 11 of Article 8 of the Public Authorities Law of the State of New York, as amended, and Chapter 759 of the Laws of 1967 of the State of New York, as amended (hereinafter collectively called the "Act"), the **TROY INDUSTRIAL DEVELOPMENT AUTHORITY** (the "Authority") will be held on Monday, September 9, 2013, at 10:00 a.m., local time, at the Troy City Hall, located at 433 River Street, 5<sup>th</sup> Floor, Troy, New York 12180 in connection with the following matter:

**THE COOKIE FACTORY LLC** (the "Company"), has requested the Authority's assistance with a certain project (the "Project") consisting of (i) the acquisition by the Authority of a leasehold or other interest in a certain parcel of real property located at 41-61 River Street, Troy, New York 12180 (the "Land", being comprised of approximately 0.76 acres of real property and more particularly identified as TMID No. 100.76-4-2) and the existing improvements located thereon, including an approximately 27,625 square foot building structure and related improvements (the "Existing Improvements"); (B) the renovation, reconstruction, refurbishing and equipping by the Company as agent of the Authority of the Existing Improvements to provide for a baked goods production and packaging facility, including internal production, packaging, storage and office space, along with external site improvements, including parking, curbage and other site improvements (collectively, the "Improvements"); (C) the acquisition of and installation in and around the Land, Existing Improvements and Improvements of certain machinery, fixtures, equipment and other items of tangible personal property (the "Equipment" and, collectively with the Land, the Existing Improvements and the Improvements, the "Facility"); and (D) the lease of the Authority's interest in the Facility back to the Company.

The Authority will acquire a leasehold interest in the Facility, and lease the Facility back to the Company, which will operate the Facility during the term of the lease. The Authority contemplates that it will provide financial assistance (the "Financial Assistance") to the Company in the form of (i) sales and use tax exemptions with respect to the Improvements and the Equipment; (ii) mortgage recording tax exemption(s) related to the Company's financing of the Project; and (iii) a partial real property tax abatement provided through a negotiated Payment-in-lieu-of Taxes Agreement ("PILOT Agreement"). The Authority 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 the Facility, and the proposed tax benefits to be afforded the Company in connection with the Project.

Dated: August 20, 2013

By: **TROY INDUSTRIAL  
DEVELOPMENT AUTHORITY**

## SENDER: COMPLETE THIS SECTION

## COMPLETE THIS SECTION ON DELIVERY

## A. Signature

Agent  
 Addressee

**X Jeff Dooley**

B. Received by (Printed Name)

**Jeff Dooley**

C. Date of Delivery

**8/22/13**D. Is delivery address different from item 1?  Yes  
 If YES, enter delivery address below:  No

## 1. Article Addressed to:

Hon. Kathleen Jimino,  
 County Executive  
 1600 7th Ave, 5th floor  
 TROY, NY 12180

2. Article Number  
 (Transfer from service label)

7012 1640 0001 6163 0866

PS Form 3811, February 2004

Domestic Return Receipt

102595-02-M-154

## SENDER: COMPLETE THIS SECTION

## COMPLETE THIS SECTION ON DELIVERY

## A. Signature

Agent  
 Addressee

**X Helen McKeown**

B. Received by (Printed Name)

**Helen McKeown**

C. Date of Delivery

**8/22/13**D. Is delivery address different from item 1?  Yes  
 If YES, enter delivery address below:  No

## 1. Article Addressed to:

MS. Anne Wager-Rounds  
 Board President  
 Enlarged City School Dist. of  
 TROY  
 29120 5th Ave  
 TROY, NY 12180

2. Article Number  
 (Transfer from service label)

7012 1640 0001 6163 07

PS Form 3811, February 2004

Domestic Return Receipt

102595-02-M-154

## SENDER: COMPLETE THIS SECTION

## COMPLETE THIS SECTION ON DELIVERY

## A. Signature

Agent  
 Addressee

**X Ellen Hodkewski**

B. Received by (Printed Name)

**Ellen Hodkewski**

C. Date of Delivery

**8/22/13**D. Is delivery address different from item 1?  Yes  
 If YES, enter delivery address below:  No

## 1. Article Addressed to:

Mr. Brian Howard  
 Interim Superintendent  
 Enlarged City School Dist. of  
 TROY  
 29120 5th Ave  
 TROY NY 12180

2. Article Number  
 (Transfer from service label)

7012 1640 0001 6163 0897

PS Form 3811, February 2004

Domestic Return Receipt

102595-02-

## 3. Service Type

<input checked="" type="checkbox"/> Certified Mail	<input type="checkbox"/> Express Mail
<input type="checkbox"/> Registered	<input type="checkbox"/> Return Receipt for Merchandise
<input type="checkbox"/> Insured Mail	<input type="checkbox"/> C.O.D.

## 4. Restricted Delivery? (Extra Fee)

 Yes

1. MIKE SLAUNER, CFO  
 100 7th Ave 5th floor  
 MISCelaer County Office Bldg.

2. Article Number  
 (Transfer from service label)

7012 1640 0001 6163 0860

## 3. Service Type

<input checked="" type="checkbox"/> Certified Mail	<input type="checkbox"/> Express Mail
<input type="checkbox"/> Registered	<input type="checkbox"/> Return Receipt for Merchandise
<input type="checkbox"/> Insured Mail	<input type="checkbox"/> C.O.D.

## 4. Restricted Delivery? (Extra Fee)

 Yes

Frank Curtis, Director  
 Department of Tax Services  
 MISCelaer County Office  
 100 7th Ave 5th floor

2. Article Number  
 (Transfer from service label)

7012 1640 0001 6163 0860

## 3. Service Type

<input checked="" type="checkbox"/> Certified Mail	<input type="checkbox"/> Express Mail
<input type="checkbox"/> Registered	<input type="checkbox"/> Return Receipt for Merchandise
<input type="checkbox"/> Insured Mail	<input type="checkbox"/> C.O.D.

## 4. Restricted Delivery? (Extra Fee)

 Yes

**AFFIDAVIT OF SERVICE**

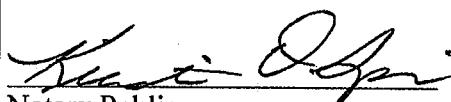
STATE OF NEW YORK )  
COUNTY OF RENSSELAER ) ss.:

Denee Zeigler, being duly sworn, deposes and says that she resides in Troy, New York, that she is over the age of eighteen years and is a Secretary for Troy Industrial Development Authority. That on the 20<sup>th</sup> day of August, 2013 in the County of Rensselaer and State of New York, deponent served a copy of the Notice of Public Hearing and Contemplated Deviation, by delivering a true copy of the aforesaid documents personally; deponent knew said person/entity so served to be the person/entity described, directed to:

Hon. Lou Rosamilia, Mayor  
Troy City Hall  
433 River Street, Suite 5001  
Troy, New York 12180

  
DENEZIEIGLER

Sworn to before me this 20<sup>TH</sup>  
day of August, 2013.

  
Notary Public

KIERSTIN SPAIN  
Commissioner of Deeds, City of Troy  
Cert. Filed in Rensselaer County  
Commission Expires on 11-30-2014

**AFFIDAVIT OF SERVICE**

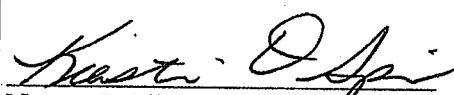
STATE OF NEW YORK )  
COUNTY OF RENSSELAER ) ss..

Denee Zeigler, being duly sworn, deposes and says that she resides in Troy, New York, that she is over the age of eighteen years and is a Secretary for Troy Industrial Development Authority. That on the 20<sup>th</sup> day of August, 2013 in the County of Rensselaer and State of New York, deponent served a copy of the Notice of Public Hearing and Contemplated Deviation, by delivering a true copy of the aforesaid documents personally; deponent knew said person/entity so served to be the person/entity described, directed to:

Ms. Sharon L. Martin, Assessor  
Troy City Hall  
433 River Street, Suite 5001  
Troy, NY 12180

  
Denee Zeigler  
DENEZ ZEIGLER

Sworn to before me this 20<sup>th</sup>  
day of August, 2013.

  
Kierstin Spain  
Notary Public

KIERSTIN SPAIN  
Commissioner of Deeds, City of Troy  
Cert. Filed in Rensselaer County  
Commission Expires on 11-30-2014

**AFFIDAVIT OF PUBLICATION**

STATE OF NEW YORK,  
Rensselaer County, ss:  
City of Troy.

Brianna Beck, residing in Troy, New York, being duly sworn, deposes, and says that she is the  
Regional Legal Clerk of 21st Century Media Newspaper, LLC a Corporation duly organized  
under the laws of the State of New York; that said Corporation is the publisher of The Record, a  
daily newspaper published in the City of Troy, County of Rensselaer and State of New York, and  
that the notice of which the annexed is a printed copy, has been regularly published in The  
Record.

ONCE DAILY for ONE DAY

To wit: on the 21<sup>st</sup> day of August, 2013

*Brianna Beck*

Sworn to before me this  
9<sup>th</sup> day of January, 2014.

DEBRA A. BECK  
Notary Public, State of New York  
01BE607222

Qualified in Rensselaer County  
Commission Expires April 01, 2014

*D. A. Beck*  
Notary Public

HEARING  
NOTICE IS HEREBY  
GIVEN that a public hear-  
ing pursuant to Title 11  
of Article 8 of the Public  
Authorities Law of the  
State of New York, as  
amended, and Chapter  
759 of the Laws of 1987  
of the State of New York,  
as amended (hereinaf-  
ter collectively called the  
"Act"), the TROY INDUS-  
TRIAL DEVELOPMENT  
AUTHORITY (the "Au-  
thority") will be held on

Monday, September 9,  
2013, at 10:00 a.m., lo-  
cal time, at the Troy City  
Hall, located at 433 River  
Street, 5th Floor, Troy,  
New York 12180 in con-  
nection with the following  
matter:

THE COOKIE FACTORY  
LLC (the "Company"),  
has requested the Au-  
thority's assistance with  
a capital project (the  
"Project") consisting of (i)  
the acquisition by the Au-  
thority of a leasehold or  
other interest in a certain  
parcel of real property  
located at 41-61 River  
Street, Troy, New York  
12180 (the "Land", being  
composed of approxi-  
mately 0.76 acres of real  
property which is more  
fully identified as TMID  
No. 100.76-4-2) and the  
existing improvements  
located thereon, includ-  
ing an approximately  
27,625 square foot build-  
ing structure and related  
improvements (the "Ex-  
isting Improvements");  
(B) the renovation, re-  
construction, refurbish-  
ing and equipping by the  
Company as agent of the  
Authority of the Existing  
Improvements to provide  
for baked goods produc-  
tion, including packaging  
storage and office space,  
along with external site  
improvements, includ-  
ing parking, curbside  
and other site improve-  
ments (collectively, the  
"Improvements"); (C) the  
acquisition by and resto-  
ration in and around the  
Land, Existing Improve-  
ments and Improvements  
of certain machinery,  
fixtures, equipment and  
other items of tangible  
personal property (the  
"Equipment"); and (D)  
the lease of the Authority's  
interest in the Facility  
back to the Company.

The Authority will acquire  
a leasehold interest in  
the Facility, and lease the  
Facility back to the Com-  
pany, which will operate  
the Facility during the  
term of the lease. The  
Authority contemplates  
that it will provide financial  
assistance (the "Finan-  
cial Assistance"), to  
the Company in the form of  
(i) sales and use tax  
exemptions with respect  
to the Improvements  
and the Equipment; (ii)  
mortgage recording tax  
exemption(s) related to  
the Company's financ-  
ing of the Project; and  
(iii) a partial real prop-  
erty tax abatement pro-  
vided through negoti-  
ated Payments-in-lieu of  
Taxes Agreement ("Pi-  
LOT Agreement"). The  
Authority will at said time  
and place provide a rea-  
sonable opportunity to  
all interested persons to  
present their views, either  
orally or in writing, on the  
location and nature of the  
Facility, and the proposed  
tax benefits to be afford-  
ed the Company in con-  
nection with the Project.

Dated: August 20, 2013

By: TROY INDUSTRIAL  
DEVELOPMENT AUTHORITY  
133634 6/21

EXHIBIT B  
SEQRA MATERIALS

617.20

**Appendix C**  
**State Environmental Quality Review**  
**SHORT ENVIRONMENTAL ASSESSMENT FORM**  
**For UNLISTED ACTIONS Only**

**PART I - PROJECT INFORMATION (To be completed by Applicant or Project Sponsor)**

1. APPLICANT/SPONSOR The Cookie Factory, LLC	2. PROJECT NAME The Cookie Factory
3. PROJECT LOCATION: Municipality 41-61 River St, Troy, NY County Rensselaer	
4. PRECISE LOCATION (Street address and road intersections, prominent landmarks, etc., or provide map) 41-61 River Street between Washington Street (to the South), Liberty Street (to the North) and Front Street on the West side. SBL# 100.76-4-2	
5. PROPOSED ACTION IS: <input type="checkbox"/> New <input checked="" type="checkbox"/> Expansion <input type="checkbox"/> Modification/alteration	
6. DESCRIBE PROJECT BRIEFLY: To renovate the location to increase and support demand of manufacturing of our product. The main store location will remain on Congress Street, but production will be moved to the River Street location.	
7. AMOUNT OF LAND AFFECTED: Initially 0.76 acres    Ultimately 0.76 acres	
8. WILL PROPOSED ACTION COMPLY WITH EXISTING ZONING OR OTHER EXISTING LAND USE RESTRICTIONS? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No    If No, describe briefly	
9. WHAT IS PRESENT LAND USE IN VICINITY OF PROJECT? <input checked="" type="checkbox"/> Residential <input checked="" type="checkbox"/> Industrial <input checked="" type="checkbox"/> Commercial <input type="checkbox"/> Agriculture <input type="checkbox"/> Park/Forest/Open Space <input type="checkbox"/> Other Describe: This project is surrounded by Industrial Uses, residential and the waterfront mixed use district. The Waterfront Mixed-Use District was set up to encourage the redevelopment of South Troy's northern waterfront as a mixture of uses that will contribute to the surrounding areas.	
10. DOES ACTION INVOLVE A PERMIT APPROVAL, OR FUNDING, NOW OR ULTIMATELY FROM ANY OTHER GOVERNMENTAL AGENCY (FEDERAL, STATE OR LOCAL)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No    If Yes, list agency(s) name and permit/approvals: <i>Troy 10A - ECO DEV    TRoy BUILDING DEPT - PERMIT C of O</i>	
11. DOES ANY ASPECT OF THE ACTION HAVE A CURRENTLY VALID PERMIT OR APPROVAL? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No    If Yes, list agency(s) name and permit/approvals: <i>Planning Approval</i>	
12. AS A RESULT OF PROPOSED ACTION WILL EXISTING PERMIT/APPROVAL REQUIRE MODIFICATION? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
I CERTIFY THAT THE INFORMATION PROVIDED ABOVE IS TRUE TO THE BEST OF MY KNOWLEDGE Applicant/sponsor name: <i>Chris Alberno</i> Date: <i>8/20/13</i> Signature: <i>CM Alberno</i>	

If the action is in the Coastal Area, and you are a state agency, complete the Coastal Assessment Form before proceeding with this assessment

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**PART II - IMPACT ASSESSMENT (To be completed by Lead Agency)**

A. DOES ACTION EXCEED ANY TYPE I THRESHOLD IN 6 NYCRR, PART 617.4?		If yes, coordinate the review process and use the FULL EAF. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
B. WILL ACTION RECEIVE COORDINATED REVIEW AS PROVIDED FOR UNLISTED ACTIONS IN 6 NYCRR, PART 617.6? If No, a negative declaration may be superseded by another involved agency. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
C. COULD ACTION RESULT IN ANY ADVERSE EFFECTS ASSOCIATED WITH THE FOLLOWING: (Answers may be handwritten, if legible)		
C1. Existing air quality, surface or groundwater quality or quantity, noise levels, existing traffic pattern, solid waste production or disposal, potential for erosion, drainage or flooding problems? Explain briefly:		
C2. Aesthetic, agricultural, archaeological, historic, or other natural or cultural resources; or community or neighborhood character? Explain briefly:		
C3. Vegetation or fauna, fish, shellfish or wildlife species, significant habitats, or threatened or endangered species? Explain briefly:		
C4. A community's existing plans or goals as officially adopted, or a change in use or intensity of use of land or other natural resources? Explain briefly:		
C5. Growth, subsequent development, or related activities likely to be induced by the proposed action? Explain briefly:		
C6. Long term, short term, cumulative, or other effects not identified in C1-C5? Explain briefly:		
C7. Other impacts (including changes in use of either quantity or type of energy)? Explain briefly:		
D. WILL THE PROJECT HAVE AN IMPACT ON THE ENVIRONMENTAL CHARACTERISTICS THAT CAUSED THE ESTABLISHMENT OF A CRITICAL ENVIRONMENTAL AREA (CEA)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If Yes, explain briefly:		
E. IS THERE, OR IS THERE LIKELY TO BE, CONTROVERSY RELATED TO POTENTIAL ADVERSE ENVIRONMENTAL IMPACTS? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If Yes, explain briefly:		

**PART III - DETERMINATION OF SIGNIFICANCE (To be completed by Agency)**

**INSTRUCTIONS:** For each adverse effect identified above, determine whether it is substantial, large, important or otherwise significant. Each effect should be assessed in connection with its (a) setting (i.e. urban or rural); (b) probability of occurring; (c) duration; (d) irreversibility; (e) geographic scope; and (f) magnitude. If necessary, add attachments or reference supporting materials. Ensure that explanations contain sufficient detail to show that all relevant adverse impacts have been identified and adequately addressed. If question D of Part II was checked yes, the determination of significance must evaluate the potential impact of the proposed action on the environmental characteristics of the CEA.

<input type="checkbox"/> Check this box if you have identified one or more potentially large or significant adverse impacts which MAY occur. Then proceed directly to the FULL EAF and/or prepare a positive declaration.
<input checked="" type="checkbox"/> Check this box if you have determined, based on the information and analysis above and any supporting documentation, that the proposed action WILL NOT result in any significant adverse environmental impacts AND provide, on attachments as necessary, the reasons supporting this determination

City of Troy Planning Commission

8/23/13

Date

Name of Lead Agency

Andrew Petersen

Planning Commission

Title of Responsible Officer

Print or Type Name of Responsible Officer in Lead Agency

Denee Zeigler

Signature of Responsible Officer in Lead Agency

Signature of Preparer (if different from responsible officer)

**Reset**