



CITY OF SYRACUSE SYRACUSE INDUSTRIAL DEVELOPMENT AGENCY PROJECT APPLICATION INSTRUCTIONS

1. The person completing this application on behalf of the company/applicant shall be a person who is either the CEO of the company/applicant or a person authorized to bind the company/applicant and each statement contained in this application shall be made by such a person. Fill in all blanks, using "none", "not applicable" or "not available" where the question is not appropriate to the Project, which is the subject of this Application (the "Project"). If you have any questions about the way to respond, please call the City of Syracuse Industrial Development Agency ("SIDA" or the "Agency") at (315)473-3275.
2. If an estimate is given as the answer to a question, put "(est.)" after the figure or answer, which is estimated.
3. If more space is needed to answer any specific question, attach a separate sheet.
4. When completed, return this application by mail or fax to the Agency at the address indicated below. A signed application may also be submitted electronically in PDF format to Judith DeLaney, Economic Development Specialist at jdelaney@syrgov.net.

An application will not be considered by the Agency until the application fee has been received.

5. The Agency will not give final approval for this Application until the Agency receives a completed NYS Environmental Assessment Form concerning the Project, which is the subject of this Application. The form is available at <http://www.dec.ny.gov/permits/6191.html>
6. Please note that Article 6 of the Public Officers Law declares that all records in the possession of the SIDA (with certain limited exceptions) are open to public inspection and copying. If the Applicant feels that there are elements of the Project which are in the nature of trade secrets which, if disclosed to the public or otherwise widely disseminated, would cause substantial injury to the Applicant's competitive position, this Applicant must identify such elements in writing and request that such elements be kept confidential. In accordance with Article 6 of the Public Officers Law, the SIDA may also redact personal, private, and/or proprietary information from publicly disseminated documents.
7. The Applicant will be required to pay the Agency application fee and legal fee deposit upon submission. If accepted as a project of the agency, the Applicant is responsible for all administrative and legal fees as stated in Appendix D.

8. A complete application consists of the following 8 items:

- This Application
- Conflict of Interest Statement - Appendix A
- Environmental Assessment Form
- Verification - Appendix B
- A Project description, including a feasibility statement indicating the need for the requested benefits
 - Provide site plans, sketches, and/or maps as necessary
- 10 year pro forma operating budget, including funding sources
- A check payable to the Agency in the amount of \$1,000
- A check payable to Bousquet Holstein PLLC in the amount of \$2,500

It is the policy of the Agency that any Project receiving benefits from the Agency will utilize 100% local contractors and local labor for the construction period of the Project unless a waiver is granted in writing by the Agency.

Return to:

City of Syracuse Industrial Development Agency
201 East Washington Street, 6th Floor
Syracuse, NY 13202
Phone: 315-473-3275
jdelaney@syrgov.net

**City of Syracuse Syracuse Industrial Development Agency
Application**

I. APPLICANT DATA

A. Contact Information

| | | | |
|------------------|-----------------------------------|---|---------------|
| Company Name: | Smith Building, LLC ("Applicant") | | |
| Mailing Address: | 225 Wilkinson Street | | |
| City: | Syracuse | State: | NY Zip: 13204 |
| Phone: | 3154169566 | Fax: | |
| Contact Person: | Matthew Paulus | | |
| Email Address: | matthew@paulusdevelopment.com | | |
| Industry Sector: | | | |
| NAICS Code: | | Federal Employer Identification Number: | 84-2390736 |

B. Will the Applicant be the Project Beneficiary (i.e. Project tenant or owner/operator)

Yes No If No, Who will:

| |
|--|
| |
|--|

C. Principal Stakeholders

List principal owners/officers/directors owning 5% or more in equity holdings with percentage ownership. Public companies should list corporate officers.

| Name | % Ownership | Business Address | Phone | Email |
|---------------------|-------------|---|------------|-------------------------------|
| Paulus Capital, LLC | 100% | 225 Wilkinson Street, Syracuse, New York 13204 | 3154169566 | matthew@paulusdevelopment.com |
| | | | | |
| | | | | |
| | | | | |

D. Corporate Structure: Attach a schematic if Applicant is a subsidiary or otherwise affiliated with another entity.

- Corporation
 Private Public
 Partnership
 General Limited
 Other Sole Proprietorship
 Limited Liability Company/Partnership

Date and Location of Incorporation/Organization

| |
|------------------------|
| 7/15/19 New York State |
|------------------------|

If a foreign corporation, is the Applicant authorized to do business in the State of New York?

| |
|--|
| |
|--|

E. Applicant's Counsel:

| | | | | |
|------------------|---------------------------|--------|----|------------|
| Name: | Gerald F. Stack, Esq. | | | |
| Firm: | Barclay Damon LLP | | | |
| Mailing Address: | 125 East Jefferson Street | | | |
| City: | Syracuse | State: | NY | Zip: 13202 |
| Phone: | 3154252829 | Fax: | | |
| Email Address: | gstack@barclaydamon.com | | | |

F. Applicant's Accountant:

| | | | | |
|------------------|----------------------------|--------|----|------------|
| Name: | Joseph L. Charles, CPA | | | |
| Firm: | Fust Charles Chambers, LLP | | | |
| Mailing Address: | 5784 Widewaters Parkway | | | |
| City: | Syracuse | State: | NY | Zip: 13214 |
| Phone: | 3154464600 | Fax: | | |
| Email Address: | jcharles@fcc-cpa.com | | | |

G. Applicant History: If the answer to any of the following is "Yes", please explain below. If necessary, attach additional information.

1. Is the Applicant, its management, or its principal owners now a plaintiff or defendant in any civil or criminal litigation? Yes No
2. Has any person listed in Section 1(c) ever been convicted of a criminal offense (other than a minor traffic violation)? Yes No
3. Has any person listed in Section 1 (C) or any concern with whom such person has been connected ever been in receivership or been adjudicated a bankrupt? Yes No

H. Has the Applicant, or any entity in which the Applicant or any of its members or officers are members or officers, received assistance from SIDA in the past? If yes, please give year, Project name, description of benefits, and address of Project.

Yes No

In 2017, RE Dietz Lantern Factory (225 Wilkinson Street) received assistance from SIDA (PILOT, sales tax waiver and mortgage sale

II. PROJECT INFORMATION

A. Project Location

| | | | |
|--|---------------------------------------|---|----------------|
| Address: | 500 Erie Blvd. East & Townsend Street | Legal Address (if different) | |
| City: | Syracuse | | |
| Zip Code: | 13202 | | |
| Tax Map Parcel ID(s): | 103.-13-01.0 | | |
| Current Assessment: | \$685,897 | Square Footage /Acerage of Existing Site: | 147.37 x 78.74 |
| Square Footage of Existing Building, if any: | 31,196 | Census Tract: (Please See Appendix E for Census Tracts) | 32 |

B. Type (Check all that apply):

- New Construction
 Commercial
 Expansion/Addition to Current Facility
 Brownfield/Remediated Brownfield
 Manufacturing
 Residential/Mixed Use
 Warehouse/Distribution
 Other

C. Description of Project: Please provide a detailed narrative of the proposed Project. This narrative should include, but not be limited to: (i) the size of the Project in square feet and a breakdown of square footage per each intended use; (ii) the size of the lot upon which the Project sits or is to be constructed; (iii) the current use of the site and the intended use of the site upon completion of the Project; (iv) the principal products to be produced and/or the principal activities that will occur on the Project site; and (v) an indication as to why the Applicant is undertaking the Project and the need for the requested benefits (Attach additional sheets if necessary). Attach copies of any site plans, sketches or maps.

The Smith Restaurant Supply Building is a historic rehabilitation of an existing commercial building into a mixed-use facility within the City's Central Business District. The site is currently zoned Central Business Office and Service District Restricted (CBD-OSR). The proposed mixed-use facility will include residential and commercial uses. The residential uses will include a minimum of 37 apartments. The apartments, on average, will be affordable to households earning 80% of Average Median Income (AMI). 20% of the apartments will also be affordable to households earning 65% of AMI. It is estimated that the commercial uses will create 5 full-time jobs.

The site is located adjacent to the proposed path of the Community Grid, along the Empire State Trail and close to bus routes providing residential and commercial residents access to diverse transportation options.

The project includes the rehabilitation of an existing 3 and 6 story buildings on one existing lot totaling .25 acres (10,890 square feet). A proposed addition of approximately 263 square feet will be constructed on the east end of the building to accommodate a stair and elevator for future residential occupants.

The proposed site improvements for the project include 11 on-site parking spaces, two driveway entrances from Erie Boulevard East & Water Street, right of way improvements including sidewalk construction, tree pits, lighting and parking landscape buffer areas.

D. Is the Applicant the owner of the property?

- Yes
 No

If not, who is the owner and by what means will the site be acquired? If leasing, when does the lease end?

The property is currently owned by the Kupperman family. The Applicant is under contract to purchase the property.

E. Infrastructure: Please indicate whether the following are onsite, need to be constructed, or need to be renovated/expanded:

| | | | |
|-----------------------|--------------------------------|-------------------|--------------------------------|
| Water | To be Renovated/Expanded | Electric | Needs to be Renovated/Expanded |
| Sanitary/ Storm Sewer | Needs to be Renovated/Expanded | Private Roads | |
| Gas | Needs to be Renovated/Expanded | Telecommunication | Needs to be Renovated/Expanded |

F. Zoning Classification: Please list the current zoning:

Current Zoning

CBD-OSR

G. Are variances needed to complete the Project?

Yes

No

If yes, please describe nature of variances and if municipal approvals have been granted:

The project will require several variances including, but not limited to, parking counts and residential first floor use.

H. Will the Project generate sales tax for the community?

Yes

No

If yes, what is the company's average annual sales or estimated annual sales?

I. In accordance with N.Y. GML Sec. 862(1):

1. Will any other companies or related facilities within the state close or be subjected to reduced activity as a result of this Project? If so please list the town and county of the location(s):

Yes

No

2. Will the completion of the Project result in the removal of a plant or facility of the Applicant from one area of the State New York to another area of the State of New York?

Yes

No

3. Will the completion of the Project result in the abandonment of one or more plants or facilities of the Applicant located in the State of New York?

Yes

No

i. If any answer to questions 1, 2 or 3 above is yes, is the Project reasonably necessary to discourage the Applicant from removing such other plant or facility to a location outside the State of New York?

Yes

No

ii. If any answer to questions 1, 2 or 3 above is yes, is the Project reasonably necessary to preserve the competitive position of the Applicant in its respective industry?

Yes

No

4. Will the Project primarily consist of retail facilities?

Yes

No

i. If yes, will the cost of these facilities exceed one-third of the total Project cost?

Yes

No

J. Is the Project located in a distressed Census Tract?

Yes

No

Please see Appendix E for the map of distressed census tracts in the city of Syracuse.

K. Is the Project site designated as an Empire Zone?

Yes

No

L. Construction

1. Project Timeline (approximate):

Construction Commencement

07/01/2020

Construction Completion

06/30/2021

Date of Occupancy

07/01/2021

2. Please list any other key Project milestones:

3. Has work begun? Yes

No

If so, indicate the amount of funds expended in the past 3 years?

III. PROJECT COSTS & FINANCING

A. Estimated Project Costs

i. State the costs reasonably necessary for the acquisition, construction, and/or renovation of the Project:

| Description of Cost Type | Total Budget Amount |
|---|---------------------|
| Land Acquisition | \$416,160 |
| Site Work/Demo | |
| Building Construction & Renovation | \$5,550,000 |
| Furniture & Fixtures | |
| Equipment | |
| Equipment Subject to NYS Production Sales Tax Exemption (Manufacturing) | |
| Engineering/Architects Fees | \$300,000 |
| Financial Charges | \$160,000 |
| Legal Fees | \$25,000 |
| Other | \$25,000 |
| Management /Developer Fee | \$120,000 |
| Total Project Cost | \$6,596,160 |

ii. State the sources reasonably anticipated for the acquisition, construction, and/or renovation of the Project:

| | |
|--|------------------------|
| Amount of capital the Applicant has invested to date: | |
| Amount of capital Applicant intends to invest in the Project through completion: | 20% est. |
| Total amount of public sector source funds allocated to the Project: | TBD |
| Identify each public sector source of funding: | Green Improvement Fund |
| Percentage of the Project to be financed from private sector sources: | 99% |
| Total Project Cost | \$6,596,160 |

B. Financial Assistance sought (estimated values):

Applicants requesting exemptions and/or abatements from SIDA must provide the estimated value of the savings they anticipate receiving. **New York State regulations require SIDA to recapture any benefit that exceeds the amount listed in this application.**

i. Is the Applicant expecting that the financing of the Project will be secured by one or mortgages? Yes No

If yes, amount requested and name of lender:

TBD - \$5,276,928

ii. Is the Applicant expecting to be appointed agent of the Agency for purposes of abating payments of NYS Sales and Use Tax? Yes No

If yes, what is the TOTAL amount of purchases subject to exemption based on taxable Project costs?

\$5,550,000

iii. Is the Applicant requesting a payment in lieu of tax agreement (PILOT) for the purpose of a real property tax abatement? Yes No

If yes, Category of PILOT requested:

Priority Commercial & Residential

iv. Is the Applicant requesting any real property tax abatement that is **inconsistent** with the Agency's UTEP?

Yes No

If yes, please contact the Executive Director prior to submission of this Application.

v. Upon acceptance of this Application, the Agency staff will create a PILOT schedule and indicate the estimated amount of PILOT Benefit based on anticipated tax rates and assessed valuation and attach such information as Exhibit A hereto. At such time, the Applicant will certify that it accepts the proposed PILOT schedule and requests such benefit be granted by the Agency.

**** This Application will not be deemed complete and final until Exhibit A hereto has been completed and executed****

C. Type of Exemption/Abatement Requested:

Amount of Exemption/Abatement Requested:

| | | |
|-------------------------------------|---|---|
| <input checked="" type="checkbox"/> | Real Property Tax Abatement (PILOT) | 15-Year "Priority Commercial & Residential PILOT" |
| <input checked="" type="checkbox"/> | Mortgage Recording Tax Exemption (.75% of amount mortgaged) | \$39,577 est. |
| <input checked="" type="checkbox"/> | Sales and Use Tax Exemption (\$4% Local, 4% State) | \$440,000 est. |
| <input type="checkbox"/> | Tax Exempt Bond Financing (Amount Requested) | |
| <input type="checkbox"/> | Taxable Bond Financing (Amount Requested) | |

D. Company's average yearly purchases or anticipated yearly purchases from vendors within Onondaga County, subject to sales tax:

N/A

E. Estimated capital investment over the next 5 years, beyond this Project, if available:

N/A

IV. EMPLOYMENT AND PAYROLL INFORMATION

*** Full Time Equivalent (FTE) is defined as one employee working no less than 40 hours per week or two or more employees together working a total of 40 hours per week.**

A. Are there people currently employed at the Project site?

Yes No If yes, provide number of full time equivalent (FTE) jobs at the facility:

B. Complete the following:

| | |
|--|-----------|
| Estimate the number of full time equivalent (FTE) jobs to be retained as a result of this Project: | 0 |
| Estimate the number of construction jobs to be created by this Project: | 50 est. |
| Estimate the average length of construction jobs to be created (months): | 12 months |
| Current annual payroll at facility: | N/A |
| Average annual growth rate of wages: | 3% est. |
| Please list, if any, benefits that will be available to either full and/or part time employees: | TBD |
| Average annual benefit paid by the company (\$ or % salary) per FTE job: | TBD |
| Average growth rate of benefit cost: | TBD |
| Amount or percent of wage employees pay for benefits: | TBD |
| Provide an estimate of the number of residents in the Economic Development Region (Onondaga, Madison, Cayuga, Oneida, Oswego, and Cortland Counties) to fill new FTE jobs: | 5 est. |

C. Complete the following chart indicating the number of FTE jobs presently employed at the Project and the number of FTE jobs that will be created at the Project site at the end of the first, second, third, fourth, and fifth years after the Project is completed. Jobs should be listed by title or category (see below), including FTE independent contractors or employees of independent contractors that work at the Project location. **Do not include construction workers.**

| Current & Planned Full Time Occupations (Job Titles) | Current Number of FTEs | Annual Salary | Estimated Number of FTE Jobs After Project Completion | | | | | |
|--|------------------------|---------------|---|---------------|---------------|---------------|------------------------------|-----------------------------------|
| | | | End of Year 1 | End of Year 2 | End of Year 3 | End of Year 4 | Total New Jobs After 5 Years | Total Retained Jobs After 5 Years |
| Operations Manager | 0 | \$60,000 | 1 est. | 1 est. | 0 | 0 | 2 est. | 0 |
| Operations Associate | 0 | \$40,000 | 1 est. | 1 est. | 0 | 0 | 2 est. | 0 |
| Maintenance Technician | 0 | \$30,000 | 1 est. | 0 | 0 | 0 | 1 est. | 0 |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |

For purposes of completing the chart, refer to the following definitions, in lieu of current titles:

- **Professional/Managerial/Technical** - includes jobs which involve skill or competence of extraordinary degree and may include supervisory responsibilities (examples: architect, engineer, accountant, scientist, medical doctor, financial manager, programmer).
- **Skilled** - includes jobs that require specific skill sets, education, training, and experience and are generally characterized by high education or expertise levels (examples: electrician, computer operator, administrative assistant, carpenter, sales representative).
- **Unskilled or Semi-Skilled** - includes jobs that require little or no prior acquired skills and involve the performance of simple duties that require the exercise of little or no independent judgment (examples: general cleaner, truck driver, typist, gardener, parking lot attendant, line operator, messenger, information desk clerk, crop harvester, retail salesperson, security guard, telephone solicitor, file clerk).

D. Are the employees of your company currently covered by a collective bargaining agreement?

Yes No If yes, provide the Name and Local:

V. Environmental Information

***An Environmental Assessment Form (EAF) MUST be completed and submitted along with this application. Please visit <https://www.dec.ny.gov/permits/6191.html> for the online EAF Mapper Application and EAF Forms.**

A. Have any environmental issues been identified on the property?

Yes No

If yes, please explain:

Impact to soil, groundwater and soil vapor will need to be addressed as part of the Project.

B. Has any public body issued a State Environmental Quality Review Act determination for this Project?

Yes No

If yes, please attach to this application.

VI. REPRESENTATIONS & AFFIRMATIONS BY THE APPLICANT

I hereby represent and warrant that I am [the CEO of the company/applicant] or [a person authorized to bind the company/applicant] and make the following representations and/or warranties and understand and agrees with the Agency as follows:

A. Jobs Listings: Except as otherwise provided by collective bargaining agreements, new employment opportunities created as a result of the Project will be listed with the New York State Department of Labor Community Services Division (the "DOL") and with the administrative entity of the service delivery area created by the Workforce Investment Act ("WIA") in which the Project is located.

Initial 

B. First Consideration for Employment: In accordance with §858-b (2) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, where practicable, the Applicant will first consider persons eligible to participate in WIA programs who shall be referred by the WIA for new employment opportunities created as a result of the Project.

Initial 

C. Other NYS Facilities: In accordance with §862 (1) of the New York General Municipal Law, the Applicant understands and agrees that projects which will result in the removal of an industrial or manufacturing plant of the Project occupant from one area of the state to another area of the state or in the abandonment of one or more plants or facilities of the Project occupant within the state is ineligible for Agency Financial Assistance, unless otherwise approved by the Agency as reasonably necessary to preserve the competitive position of the Project in its respective industry.

Initial 

D. City Human Right Law: The Applicant agrees to endeavor to comply with the provisions of Article XI, Division 2 of the City Code, entitled "The Omnibus Human Rights Law," which prohibits discrimination in employment based upon age, race, sex, creed, color, religion, national origin, sexual orientation, disability or marital status. The Applicant hereby agrees to adhere to this policy or equal opportunity employment in the requirement, hiring, training, promotion, and termination of employees.

Initial 

E. City of Syracuse and MWBE Preference: The applicant understands and agrees that it is the preference of the Agency that the applicant provide, and use its best efforts to provide, opportunities for the purchase of equipment, goods and services from: (i) business enterprises located in the city of Syracuse; (ii) certified minority and/or women-owned business enterprises; and (iii) business enterprises that employ residents in the city of Syracuse. Consideration will be given by the Agency to the Project Applicant's efforts to comply, and compliance, with this objective at any time an extension of benefits awarded, or involvement by the Agency with the Project, is requested by the Project Applicant.

Initial 

F. Local Labor Policy: The applicant understands and agrees that local labor and contractors will be used for the construction, renovation, reconstruction, equipping of the Project unless a written waiver is received from the Agency. Failure to comply may result in the revocation or recapture of benefits awarded to the Project by the Agency. For the purposes of the policy, "Local" is defined as Onondaga, Cayuga, Cortland, Madison, Oneida, and Oswego Counties.

Initial 

G. Annual Sales Tax Filings: In accordance with §874(8) of the New York General Municipal Law, the Applicant understands and agrees that if the Project receives any sales tax exemptions as part of the Financial Assistance from the Agency, the Applicant agrees to file, or cause to be filed, with the New York State Department of Taxation and Finance, the annual form prescribed by the Department of Taxation and Finance, describing the value of all sales tax exemptions claimed by the Applicant and all consultants or subcontractors

Initial 

H. Annual Employment Reports and Outstanding Bonds: The Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, the Applicant agrees to file, or cause to be filed, with the Agency on an annual basis, reports regarding the number of FTE at this Project site. The Applicant also understands and agrees to provide on an annual basis any information regarding bonds, if any, issued by the Agency for the Project that is requested by the Comptroller of the State of New York.

Initial 

I. Absence of Conflicts of Interest: The Applicant has received from the Agency a list of the members, officers and employees of the Agency. No member, officer or employee of the Agency has an interest, whether direct or indirect in any transaction contemplated by this Application, except as hereinafter described in Appendix B.

Initial 

J. Compliance: The Applicant understands and agrees that it is in substantial compliance with applicable local, state, and federal tax, worker protection, and environmental laws, rules, and regulations.

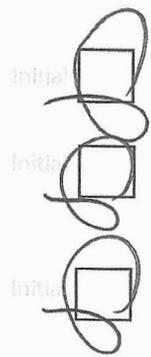
Initial 

K. False or Misleading Information: The Applicant understands and agrees that the submission of knowingly false or knowingly misleading information in this Application may lead to the immediate termination of any financial assistance and the reimbursement of an amount equal to all or part of any tax exemptions claimed by reason of Agency involvement in the Project.

Initial 

L. GML Compliance: The Applicant certifies that, as of the date of the Application, the proposed project is in substantial compliance with all provisions of NYS General Municipal Law Article 18-A, including but not limited to Sections 859-a and 862(1).

Initial 



M. SIDA's Policies: The Applicant is familiar with all of SIDA's policies posted on its website (http://www.syr.gov.net/Syracuse_Industrial_Development_Agency.aspx) and agrees to comply with all applicable policies.

N. Disclosure: The Applicant has read paragraph 6 of the instructions contained on the cover of this Application and understands that the Applicant must identify in writing to SIDA any information it deems proprietary and seeks to have redacted.

O. Reliance: THE APPLICANT ACKNOWLEDGES THAT ALL ESTIMATES OF PROJECTED FINANCIAL IMPACTS, VALUE OF FINANCIAL ASSISTANCE REQUESTED, AND OTHER INFORMATION CONTAINED IN THIS APPLICATION WILL BE RELIED UPON BY SIDA AND ANY CHANGES IN SUCH INFORMATION MUST BE MADE IN WRITING AND MAY IMPACT THE GRANT OF FINANCIAL ASSISTANCE TO THE PROJECT.

I am the CEO or a person authorized to bind the company/applicant, and have read the foregoing and agree to comply with all the terms and conditions contained therein as well as the policies of the City of Syracuse Industrial Development Agency.

| | |
|--|---|
| Name of Applicant Company | SMITH BUILDING, LLC |
| Signature of Officer or Authorized Representative | |
| Name & Title of Officer or Authorized Representative | BY: PAULUS CAPITAL, LLC MATTHEW PAULUS |
| Date | 11/11/19 |

VI. HOLD HARMLESS AGREEMENT

Applicant hereby releases the City of Syracuse Industrial Development Agency and the members, officers, servants, agents and employees thereof (collectively the "Agency" from, agrees that the Agency shall not be liable for, and agrees to indemnify, defend, and hold the Agency harmless from and against any and all liability arising from or expense incurred by: (A) the Agency's examination and processing of, and action pursuant to or upon, the attached Application, regardless of whether or not the Application or the Project described therein or the tax-exemptions and other assistance requested therein are favorably acted upon by the Agency, (B) the Agency's acquisition, construction, and/or installation of the Project described therein and (C) any further action taken by the Agency with respect to the Project, including without limiting the generality of the foregoing, all cause of action and attorney's fees and any other expenses incurred in defending any suits or action which may arise as a result of any of the foregoing. If, for any reason, the Applicant fails to conclude or consummate necessary negotiations, or fails, within a reasonable or specified period of time, to take reasonable, proper or requested action, or withdraws, abandons, cancels or neglects the Application, or if the Agency or the Applicant are unable to reach final agreement with respect to the Project, or the inability of the Applicant, for any reason, to proceed with the Project, then, and in the event, upon presentation of an invoice itemizing the same, the Applicant shall pay to the Agency, its agents or assigns, all costs incurred by the Agency in the processing of or in connection with the Application, including attorney's fees, if any.

| | |
|---|---|
| Name of Applicant Company | SMITH BUILDING, LLC |
| Signature of CEO or a person authorized to bind the company/applicant | |
| Name & Title of Officer or Authorized Representative | MATTHEW PAULUS BY: PAULUS CAPITAL, LLC |
| Date | 11/11/19 |

CITY OF SYRACUSE INDUSTRIAL DEVELOPMENT AGENCY APPLICATION
APPENDIX A
CONFLICT OF INTEREST STATEMENT

Agency Board Members

1. Michael Frame
2. Kathleen Murphy
3. Steven P. Thompson
4. Rickey T. Brown
5. Kenneth J. Kinsey

Agency Officers/Staff

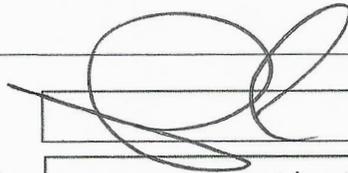
1. Judith DeLaney
2. John Vavonese
3. Debra Ramsey-Burns

Agency Legal Counsel & Auditor

1. Susan Katzoff, Esq., Bousquet Holstein, PLLC
2. Grossman St. Amour, PLLC.

The Applicant has received from the Agency a list of members, officers and staff of the Agency. To the best of my knowledge, no member, officer or employee of the Agency has an interest, whether direct or indirect, in any transaction contemplated by this Application, except as hereinafter described:

Signature:



Authorized Representative:

MATTHEW PAULUS

Title:

AUTHORIZED SIGNATORY

Date:

11/11/19

City of Syracuse Industrial Development Agency

APPENDIX B

Agency Fee Schedule

(Revised 1/15/19)

Bond and Straight Lease Transactions:

| | |
|---|------------|
| Application & Processing Fee | \$1,000.00 |
| Project Commitment/Legal Fee | \$2,500.00 |
| (Due with fully executed Application; Amount applied to SIDA's counsel fee) | |

Administrative Fee:

| | |
|---|--------------------|
| Issuance of Bonds | 1% Project Cost |
| (Without regard to principal amount of bonds issued.) | |
| Straight Lease/Agency Appointment | 1% Project Cost |
| (Exemption from one or more mortgage recording, real property or sales and use taxes) | |
| Refunding of Bonds | 1% of Project Cost |

New Money/Additional Financing on Existing Project:

- Refinancing of project where no additional Financial Assistance is sought (other than MRTE) – ¼ of new money financed (exclusive of original mortgage amount).
- Refinancing of project where additional Financial Assistance is sought (in addition to MRTE) – 1% of new money financed.

Post-Closing Items for Bond and Straight Lease Transactions:

| | |
|---|------------|
| Annual Administrative Reporting Fee | \$250.00 |
| (Paid at time of closing and annually thereafter for duration of SIDA's interest in Project Facility) | |
| Extension of sales tax exemption | \$500.00 |
| Modification or Amendment of Closing Documents* | \$1,000.00 |

*including but not limited to refinancing of original mortgage

| | |
|---------------------------------|----------|
| Subsequent lender closing | \$250.00 |
|---------------------------------|----------|

In addition to the foregoing, Applicants are responsible for payment of all costs and expenses incurred by SIDA in connection with application or Project including without limitation publication, copying costs, SEQRA compliance and fees and costs to SIDA's attorneys, engineers, and consultants. SIDA reserves the right to require a deposit to cover anticipated costs. Application fees are payable at time application/request is submitted. All fees are non-refundable. Applicants for bond transactions are responsible for payment of Bond Issuance Charge payable to the State of New York. Applicants are also responsible for payment of post-closing fees and costs associated with the appointment of additional agents. SIDA reserves the right to modify this schedule at any time and to assess fees and charges in connection with other transactions such as grants of easement or lease of SIDA-owned property.

SYRACUSE INDUSTRIAL DEVELOPMENT AGENCY APPLICATION

APPENDIX B

Verification

STATE OF New York)
) SS.:

COUNTY OF Onondaga)

MATTHEW PAWNS, deposes and says that s/he is the
(Name of Individual)

AUTHORIZED SIGNATORY of SMITH BUILDING, LLC
(Title) (Applicant Name)

that s/he is the CEO or a person authorized to bind the company/applicant, and has personally completed and read the foregoing Application and knows the contents thereof and that the same is true, accurate, and complete to the best of her/his knowledge, as subscribed and affirmed under the penalties of perjury. The grounds of deponent's beliefs relative to all matters in the said Application which are not stated upon her/his own personal knowledge are investigations which the deponent has caused to be made concerning the subject matter of the Application as well as, if applicable, information acquired by deponent in the course of her/his duties/responsibilities for the Applicant and from the books and papers of the Applicant. The deponent also acknowledges the receipt of the schedules attached to the Application, including but not limited to the Agency's fee schedule and assumes responsibility for payment of any and all applicable fees as described therein. Deponent further acknowledges review and understanding of the Agency's published policies, including but not limited to the Agency's Recapture Policy, and agrees on behalf of the Applicant to be bound by and comply with, all such policies.

Applicant Representative's Signature

AUTHORIZED SIGNATORY

Title

Subscribed and sworn to before me this

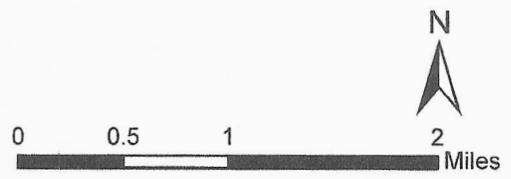
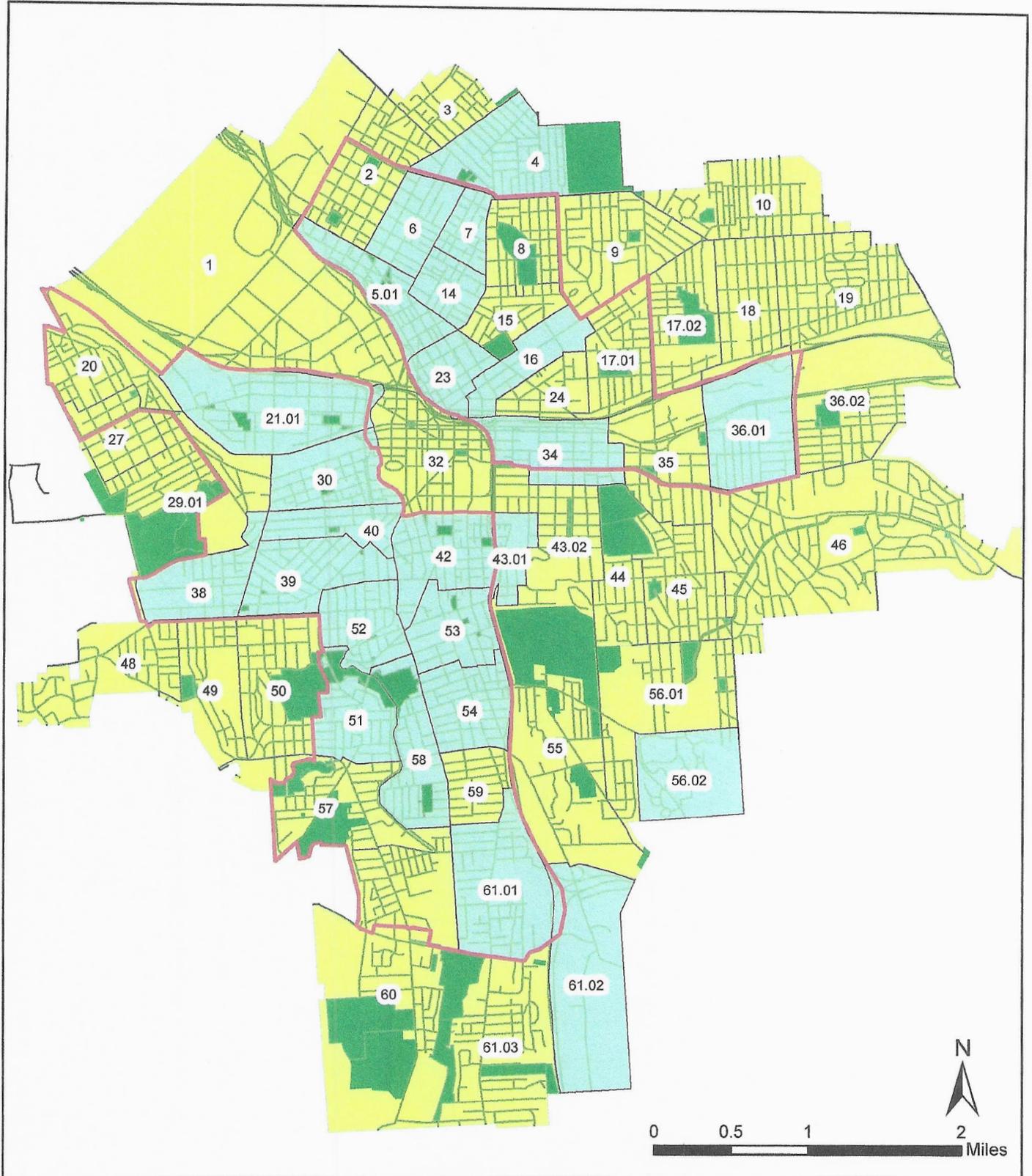
12 day of November, 20 19

Heather Reed

Notary Public

Heather L Reed
01RE6237654
Notary Public, State of New York
Qualified in Onondaga County
My commission expires MARCH 28th, 2023

Highly Distressed Census Tracts



| Legend | |
|--------|--|
| | Highly Distressed Census Tracts (2016) |
| | 2010 Census Tracts |
| | Parks & Cemeteries |
| | NRSA Boundaries |

Map created 7/12/2016.
This map is for planning purposes only.
The City of Syracuse cannot guarantee its accuracy.

