



APPLICATION FOR ASSISTANCE

Each applicant seeking assistance must complete this application and provide required supplemental forms/documentation. A non-refundable application fee of \$350.00 must be included with this application. Make check payable to COMIDA. Please see page 10 for additional information on costs and fees.

Please answer all questions. Use "None" or "Not Applicable" where necessary. Information in this application may be subject to public review under New York State Law, except for information that is considered derivable by the Freedom of Information Law. This form is available at www.growmonroe.org.

I. APPLICANT

A. Name RCC Brighton, LLC
 Address 1950 Brighton Henrietta TL Road
 City/State/Zip Rochester, NY 14623
 Tax ID No. _____
 Contact Name Shawn O'Donnell
 Title _____
 Telephone (585) 385-3557
 E-Mail shawn.odonnell@doodlebugs.com

B. Owners of 20% or more of Applicant Company

Name	%	Corporate Title
<u>Joel & John DiMarco</u>	<u>50</u>	<u>Managing Partner</u>
<u>Chris O'Donnell</u>	<u>50</u>	<u>Managing Partner</u>

C. Applicant's Legal Counsel

Name William Heitz
 Firm Heltz Law Firm
 Address 120 Linden Oaks Drive Ste 200
 City/State/Zip Rochester, NY 14625
 Telephone (585) 387-0000
 Fax (585) 387-0130
 Email wheltz@heitzlaw.com

II. PROJECT

A. Address of proposed project facility
1925 South Clinton Ave
 Tax Map Parcel Number 13/e.15-01-09
 City/Town/Village Brighton, NY
 School District Brighton
 Current Legal Owner of Property
DiMarco Group

B. Proposed User(s)/Tenant(s) of the Facility
 If there are multiple Users/Tenants, please attach additional pages.

Company Name Doodle Bugs! Children's Learning A
 Address 20 Losson Road, Ste 215
 City/State/Zip Cheektowaga, NY 14227
 Tax ID No. 26-3389398
 Contact Name Shawn O'Donnell
 Title Director of Real Estate & Dev.
 Telephone (585) 385-3557
 E-Mail shawn.odonnell@doodlebugs.com
 % of facility to be occupied by company 100

C. Owners of 20% or more of User/Tenant Company

Name	%	Corporate Title
<u>See attached list</u>		

- D. Benefits Requested (Check all that apply)
- Sales Tax Exemption
 - Industrial Revenue Bond Financing
 - Mortgage Recording Tax Exemption
 - Real Property Tax Abatement

E. Description of project (check all that apply)

- New Construction
- Existing Facility
 - Acquisition
 - Expansion
 - Renovation/Modernization
- Acquisition of machinery/equipment
- Other (specify) _____

GENERAL DESCRIPTION OF THE PROJECT AND BACKGROUND ON USER(S) OF THE FACILITY
(Attached additional sheets as necessary)

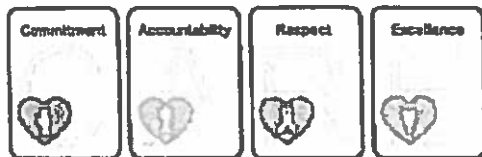
Doodle Bugs! Children's Learning Academy is expanding its presence in the Rochester, NY market by adding its fifth center located at 1925 South Clinton Ave in the Town of Brighton, right across the street from Shoppes at Lac De Ville. The 11,307 square foot building will be constructed on 1.683 acres, with roughly a 19,000 square foot playground. This center will have a license capacity of 178 children ranging in ages from 6 weeks to 12 years of age.

See additional pages to learn more about Doodle Bugs! Children's Learning Academy.

Construction for this project is to begin at the beginning of June 2018.

Doodle Bugs! Mission

Our mission is to build a community of happy children, happy parents and happy teachers. As a team, we show that we CARE.



Commitment

We are dedicated to carrying out our mission with integrity; we deliver what we promise.

Accountability

We take ownership of our actions, celebrating our team's successes and learning from our mistakes.

Respect

We embrace diversity as a means of cultivating respect; all individuals are treated with fairness and dignity.

Excellence

We believe that excellence is in the details; our curricula, facilities and teachers are exceptional.

Our Vision

Our Vision is to be recognized as America's premier program. We aspire to be a role model for other high-quality centers.

Our Services

Doodle Bugs! provides child care and early learning services to children 6 weeks to 12 years of age. From the moment parents walk through our doors, they notice the Doodle Differences:

Innovative Programs – Our Bravo! Early Childhood Curriculum[®] is designed by our education team and is implemented in all of our classrooms, from infants through school age. Our education team continuously researches and develops program goals, crafts daily lesson plans, and assists teachers in implementation and assessment. Bravo! combines theme-related, age-appropriate classroom experiences, amazing enrichment programs and our series of center events.

Highlights of the Bravo! Early Childhood Curriculum[®] include:

- Aligned with Common Core Learning Standards and meets the social, cognitive, linguistic, emotional, cultural and physical needs of children.
- While S.T.E.M. and S.T.E.A.M. are relatively new acronyms, the Doodle Bugs! curriculum has always placed an emphasis on Science, Technology, Engineering, Arts, Mathematics –

a visit to a Doodle Bugs! program will demonstrate how our 'learning center' approach provides meaningful opportunities to learn through play.

- All children participate in our enrichment programs at no additional cost, including introductory Spanish (all ages), technology, Tae Kwon Do, and Doodle Dance & Fitness.
- Eligible centers are accredited by the Middle States Association Commission on Elementary and Secondary Schools (MSA-CESS) to demonstrate commitment to nationally recognized standards of excellence.

Extraordinary Facilities – Doodle Bugs! operates clean, safe, secure and state-of-the-art facilities; all of which are purposefully designed and well equipped to meet the daily needs of children, their parents, and the program faculty. Our centers are custom-built and designed to incorporate spacious classrooms, child-friendly interior decor, and large outdoor playgrounds. Considerable effort is devoted to health and safety standards and a tour of the center reveals many of the Doodle Differences. Each center utilizes high-quality interior finishes to reduce wear and tear; includes HVAC air filtration system; maintains state-of-the-art security systems; utilizes comprehensive internet video surveillance; and are furnished with the industry's best furniture. *While many centers look comparable from the outside, we're quite different on the inside!*

Exceptional Teachers – Our commitment to quality child care and education begins with our faculty. Doodle Bugs! therefore focuses on maintaining its reputation as the community's premier child care employer. Our above-average compensation, benefits package, training program and opportunities for career advancement enable us to attract and retain highly qualified, well-educated and experienced employees. Our benefits package, which includes medical insurance, paid holidays, paid vacation and sick time, child care discounts and 401(k) plan is unusually comprehensive and affordable for employees in the child care industry. These benefits, as well as the Doodle Bugs! training programs, are an important recruitment and retention tool for our company in the relatively low-paying, high-turnover child care industry.

Competitive Advantages

Professional Training and Support – Doodle Bugs! recognizes that a qualified, high-performing faculty is essential to operating a high-performing company. We therefore maintain a strong team of management professionals, each of whom takes unique responsibility for the training needs of our faculty. Training, designed to meet both state regulations and company standards, is conducted on a regular basis at each center as well as at our newly built corporate training center.

Customer Service as a Priority – "We deliver what we promise" is often recited to Doodle Bugs! parents and faculty. Understanding our families' needs and expectations keeps us focused on what matters most to them. We've recently implemented a parent survey platform called Listen360, which randomly surveys currently enrolled families via a quick one-question email survey and then quantifies the results. Survey responses allow us to adjust our program and practices as needed.

Focus on Parent Convenience – Too often child care programs focus solely on the educational experience of the children within their centers. At Doodle Bugs!, our approach includes improving the experience for parents. In addition to policies and procedures that are parent friendly, we've added WatchMeGrow (internet viewing), telephones in the classrooms (easy contact with their children), a parents' lounge, coffee-to-go and apples for those who need a quick snack (free of charge), extended hours (6:30am-6:30pm), and Tadpoles (electronic reporting of daily events and child specific information).

One Price and No Extra Charges – The programs and features that we've developed over the past twenty six years have been enjoyed by all the children and parents at Doodle Bugs!. We do not charge parents for extra services including internet viewing and enrichment programs (tae kwon do, dance, music, yoga). Our belief is that tuition rates should be established to include our high-quality services, and no child should be excluded from a program or benefit once enrolled.



Brand Recognition and Community Events – One of Doodle Bugs! most valuable assets is our trademark name and character. While many programs are indistinguishable from each other, Mr. Doodle Bug stands out from the crowd, literally. Our giant green mascot is often found at community events and is recognizable to many of the parents and children. We often hear children say, "look, it's Mr. Doodle Bug!" The excitement and uniqueness that is associated with Mr. Doodle Bug is further enhanced by our knowledgeable faculty members who accompany him. *Our Bug Squad makes an impression wherever we go!*

Internet Marketing and Social Media - Social media is becoming a predominant marketing vehicle for most companies. Our Doodle Bugs! website, Facebook, Twitter, Word Press, Instagram, Pinterest, and Google+ pages are likely to be among the most innovative and continuously updated social media sites in the child care industry. Daily uploads of pictures and extensive blogging bring us closer to parents who are using social media. We realize the impact today of social media and we're preparing for an even greater role with the next generation of parents.

Use of Technology – Doodle Bugs! utilizes computers and other technology to efficiently manage our operation. Customer Relations Management (CRM) software helps us manage prospects from initial contact through the decision making process, all of which is monitored by our Customer Care Specialists. Center Management Software at each location provides complete record keeping, accounting, operational assistance and communication between centers and our administrative office. Through our cloud based infrastructure, data is readily available for management use. While technology is not widely used by many of our competitors in the child care industry, it provides Doodle Bugs! with a competitive operating advantage.

Operational Efficiencies –We've created tools to assist our management team in reducing operating costs - mainly payroll which is the company's largest expense. The state mandated child:staff ratios dictate staffing needs, therefore it is necessary to first efficiently manage the enrollment of children. Once daily enrollment patterns are consistent and group sizes are

maximized, our staff can be efficiently scheduled to match ratios. Doodle Bugs! new protocol allows a Center Director to only accept an enrollment when the child will provide a net operating gain at the time of enrollment or when there is certainty of future gain. For example, we wouldn't enroll a child if the addition required that an additional teacher be hired. The cost of providing the services far outweighs the added revenue, therefore it is important to wait until multiple children are ready to be enrolled. Additionally, classroom rosters are carefully created with parent schedules, child birthdates, time of year (school year vs. summer) and ratios in mind. We believe that our efficiency programs yield consistent enrollment and provide better operating results that match our overall corporate goals of quality and financial stability.

Continuous Improvement –At Doodle Bugs!, we apply the practice of Continuous Improvement to our operation. We focus on improving the customer and faculty experience each and every day by encouraging faculty initiative, by implementing new ideas, and by providing quality leadership.

Summary of Recent Accomplishments/Initiatives

Professional Team Sponsorships

Doodle Bugs! partnered with the Buffalo Bills (NFL), Buffalo Sabres (NHL), and Pittsburgh Steelers (NFL) to provide onsite child care to their players, coaches and administrators during home games. The Bills, Sabres, and Steelers recognize the value to their organizations in partnering with a high-quality child care provider. Doodle Bugs! also recognizes the marketing value as being recognized as an official team sponsor in these communities.

Facilities

Doodle Bugs! centers are without question among the highest-quality child care facilities in the nation. In 2017 we reconfigured the floor plan of the building (the general shape and size) to be modular in design. The basic layout of the building remains consistent; however the building can be easily expanded from 9,000 - 16,000 square feet depending on market size, demand, and site conditions. The opportunity also exists to build the base building (9,000 square feet) and efficiently expand it upon enrollment increases (up to 16,000 square feet).

Classroom Technology

We successfully replaced every classroom computer with iPads and provide online learning activities for the children. Internet filters were added at each location to safeguard Internet use.

Brand Integrity Platform

In 2015, Doodle Bugs! contracted with Brand Integrity, a nationally recognized employee engagement company, to develop the Doodle Bugs! Way. The goal from inception was to improve employee satisfaction and engagement, which shall in turn improve the customer experience. We're presently utilizing The Doodle Bugs! Way system and feel that it's having a positive impact; we hope to have statistical evidence by late 2018.

Tadpoles Electronic Daily Reports

We've implemented Tadpoles daily electronic reporting into our centers, which provides parents with real time information via email, text and alerts on the Tadpoles App (photos, meal times, diaper changes, medication, activities, etc). This has reduced the manual creation of daily child reports and has greatly improved communication between teachers/directors and parents.

Development of Management Training Program

As we look to the future, we understand that creating a well-defined career path for our employees is the best way to successfully grow the number of centers. In 2015, we launched Leadership 101, our new management training program, which will allow us to more clearly identify high performers within our centers and effectively train them for management positions.

Brand Score

We've recently created a companywide rating system to objectively measure center performance and employee success. The rating system allows faculty members at every level to compare their performance and their center performance against other Doodle Bugs! centers. We believe the rating system will create a transparent view of the operations and allow us to set meaningful performance goals.

Center Ambassador Program

We launched our Center Ambassador program in December 2015 to bridge the gap between our centers and our administration. Faculty members at each center, including those from Florida and Pennsylvania, come together quarterly to celebrate their centers' successes, work on quality initiatives, and assist in developing new programs and practices. In addition to these quarterly in-person meetings, faculty members will continue to correspond via web conferencing and our company intranet system.

Company Brand Refresh/New Website

Doodle Bugs! recently hired Luminus Media of Buffalo to refresh our brand, create new marketing material, create a responsive and interactive website, and generally align everything we do with our new brand standards guide that they are creating. The goal is to bring an outside perspective from a group of Gen Y marketers, which Gen Y is will become our prominent target market in the coming years. www.doodlebugs.com

II. PROJECT (cont'd)

F. Are other facilities or related companies located within New York State?

Yes No

Location

Grecco, Henrietta, Penfield, Webster (Monroe)

Victor (Ontario), and 6 in Erie County

Will the Project 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?

Yes No

Will the Project result in the abandonment of one or more plants or facilities of the Project occupant located within the state?

Yes No

If Yes to either question, explain how, notwithstanding the aforementioned closing or activity reduction, the Agency's Financial Assistance is required to prevent the Project from relocating out of the State, or is reasonably necessary to preserve the Project occupant's competitive position in its respective industry**

G. Please confirm by checking the box, below, if there is likelihood that the Project would not be undertaken but for the Financial Assistance provided by the Agency?

Yes No

If the Project could be undertaken without Financial Assistance provided by the Agency, then provide a statement in the space provided below indicating why the Project should be undertaken with the Financial Assistance to be provided by the Agency**:

The business would not be able to sustain itself
during the ramp up period due to the operating
cost of the center. The tax abatements
help reduce those operating cost during this
time.

**To be completed with Agency assistance.

H. PROJECT TIMELINE

Proposed Date of Acquisition

05/25/2018

Proposed Commencement Date of Construction

08/01/2018

Anticipated Completion Date

11/01/2018

I. Contractor(s)

DiMarco Constructors

J. State Environmental Quality Review (SEQR) Act Compliance

COMDA, in granting assistance to the Applicant, is required to comply with the New York State Environmental Quality Review Act (SEQR). This is applicable to projects that require the state or local municipality to issue a discretionary permit, license or other type of Approval for that project.

Does the proposed project require discretionary permit, license or other type of approval by the state or local municipality?

YES - include a copy of any SEQR documents related to this Project including Environmental Assessment Form, Final Determination, Local Municipality Negative Declaration, etc.

NO

III. PROPERTY TAX ABATEMENT/PAYMENT IN LIEU OF TAX AGREEMENT (PILOT)

Check One.

JOBSPLUS

Requirements:

- Company must commit to a 10% increase in full-time equivalent employment, measured on the existing impacted employee base, over a 3 year period. The required number of jobs is 1.

LEASEPLUS

Requirements:

- University and/or medical related facilities in which a 501(c)3 entity leases from a for-profit entity.
- Company must commit to a 10% increase in full-time equivalent employment, measured on the existing impacted employee base, over a 3 year period. The required number of jobs is _____.

ENHANCED JOBSPLUS

Requirements:

- A minimum \$15 million investment in new plant, machinery and equipment or renovation of existing building(s) AND
- A minimum of 100 new jobs from new companies locating in Monroe County, or existing companies expanding operations here.

GREEN JOBSPLUS

Requirements:

- LEED® Certification – Project must be rated as Certified, Gold, Silver or Platinum by the United States Green Building Council's Leadership in Energy and Environmental Design (LEED®) Green Building Rating System.
- Company must commit to a 10% increase in full-time equivalent employment, measured on the existing impacted employee base, over a 3 year period. The required number of jobs is _____.

SHELTER RENTS

for student housing or affordable housing projects.

Local Tax Jurisdiction Sponsored PILOT

NO PROPERTY TAX ABATEMENT IS SOUGHT FOR THIS PROJECT

IV. APPLICANT PROJECT COSTS

A. Estimate the costs necessary for the construction, acquisition, rehabilitation, improvement and/or equipping of the project by the APPLICANT.

Building Construction or Renovation

- a. MATERIALS a. \$ 1,283,515
- b. LABOR b. \$ 855,676

Site Work

- c. MATERIALS c. \$ 100,000
- d. LABOR d. \$ 100,000
- e. Non-Manufacturing Equipment e. \$ _____
- f. Furniture and Fixtures f. \$ 350,000
- g. LAND and/or BUILDING Purchase g. \$ 700,000
- h. Manufacturing Equipment h. \$ _____
- i. Soft Costs (Legal, Architect, Engineering) i. \$ 111,750

- Other (specify) j. _____ j. \$ _____
 k. _____ k. \$ _____
 l. _____ l. \$ _____
 m. _____ m. \$ _____

Total Project Costs \$ 3,500,941

B. Sources of Funds for Project Costs:

- a. Tax-Exempt Industrial Revenue Bond a. \$ _____
- b. Taxable Industrial Revenue Bond b. \$ _____
- c. Tax-Exempt Civic Facility Bond c. \$ _____
- d. Bank Financing d. \$ 2,800,000
- e. Public Sources e. \$ _____

Identify each state and federal grant/credit

- _____ \$ _____
- _____ \$ _____
- _____ \$ _____
- _____ \$ _____

i. Equity \$ 700,941
TOTAL SOURCES \$ 3,500,941

C. Has the applicant made any arrangements for the financing of this project?

Yes No

If so, please specify bank, underwriter, etc.

COMMUNITY BANK

IV. COMPLETE FOR EACH USER/TENANT THAT IS SEEKING SALES TAX EXEMPTION USER(S)/TENANT(S) PROJECT COSTS

Use additional sheets as necessary

Company Name DB-1925 South Clinton, LLC

A. Estimate the costs necessary for the construction, acquisition, rehabilitation, improvement and/or equipping of the project by the user(s)/tenant(s) for which a sales tax exemption is requested.

Estimated Costs Eligible for Sales Tax Exemption Benefit

- a. MATERIALS a. \$ _____
- b. LABOR b. \$ _____
- c. Non-Manufacturing Equipment c. \$ _____
- d. Furniture and Fixtures d. \$ 375,000
- Other (specify) e. _____ e. \$ _____
 f. _____ f. \$ _____
 g. _____ g. \$ _____
 h. _____ h. \$ _____

Total \$ 375,000

A non-refundable fee of 4% on TOTAL(a) above is due and payable upon issuance of a Sales Tax Letter to User(s)/Tenant(s)

DB-1925 South Clinton, LLC

User/Tenant Company

[Signature] Dir. Loan
 ESTIMATE 4/18/18
 State Title Date

For Office Use Only	
Total Assessment Value	
Land	Building
Applicant 2602-	18 042 A
User/Tenant 2602-	18 043 A
FJM	

VI. Value of Incentives

Project name: RCC Brighton LLC (Project: Doodle Bugs Brighton)

A. IDA PILOT Benefits:

Current Land Assessment	123,275	Taxes on Land	5,252
Dollar Value of New Construction & Renovation Costs	2,339,191		
Estimated New Assessed Value of Project Subject to IDA	2,462,466		

County Tax rate/\$1,000	9.43
Local Tax Rate* Tax Rate/\$1,000	5.57
School Tax Rate /\$1,000	27.60
Total Tax Rate	<u>42.60</u>

PILOT Year	% Payment	County PILOT Amount	Local PILOT Amount	School PILOT Amount	Total PILOT Amount	Full Tax Payment w/o PILOT	Net Exemption
1	90%	2,322	1,372	6,796	10,490	110,153	94,411
2	80%	4,644	2,743	13,593	20,980	110,153	83,921
3	70%	6,966	4,115	20,389	31,470	110,153	73,431
4	60%	9,288	5,486	27,186	41,960	110,153	62,941
5	50%	11,611	6,858	33,982	52,451	110,153	52,451
6	40%	13,933	8,230	40,778	62,941	110,153	41,960
7	30%	16,255	9,601	47,575	73,431	110,153	31,470
8	20%	18,577	10,973	54,371	83,921	110,153	20,980
9	10%	20,899	12,344	61,168	94,411	110,153	10,490
10	0%	23,221	13,716	67,964	104,901	110,153	0
Total		<u>127,716</u>	<u>75,438</u>	<u>373,802</u>	<u>576,956</u>	<u>1,101,526</u>	<u>472,055</u>

* Local Tax Rate for Town/City/Village

B. Sales Tax Exemption Benefit:

Estimated value of Sales Tax exemption for faculty construction:	<u>110,681</u>
Estimated Sales Tax exemption for fixtures and equipment:	<u>28,000</u>
Estimated duration of Sales Tax exemption:	<u>1 year</u>

C. Mortgage Recording Tax Exemption Benefit:

Estimated Value of Mortgage Recording Tax exemption:	<u>\$21,000</u>
--	-----------------

D. Industrial Revenue Bond Benefit

IRB inducement amount, if required:	<u>\$0</u>
-------------------------------------	------------

E. Percentage of Project Costs financed form Public Sector sources:

Total Value of Incentives:	<u>\$631,735.93</u>	<u>18.04%</u>
Sources of Funds (Section IV.B.)	<u>\$3,500,941.00</u>	

** All estimates are based on current tax rates.

VII. PROJECTED EMPLOYMENT

Complete for each Applicant or User/Tenant

DB-1925 South Clinton, LLC
 Company Name: _____
 Applicant: or User/Tenant:

You must include a copy of the most recent NYS-456 Quarterly Combined Withholding, Wage Reporting and Unemployment Insurance Return OR if you have multiple locations within New York State, the Bureau of Labor - BLS 3020 - Multiple Worksites Report

	Current # of jobs at proposed project location or to be relocated to project location	IF FINANCIAL ASSISTANCE IS GRANTED - project the number of FTE and PTE jobs to be RETAINED	IF FINANCIAL ASSISTANCE IS GRANTED - project the number of FTE and PTE jobs to be CREATED upon THREE Years after Project completion	Estimate number of residents of the Labor Market Area in which the Project is located that will fill the FTE and PTE jobs to be created upon THREE Years after Project Completion **
Full time (FTE)	0.0	0.0	25.0	25.0
Part Time (PTE)	0.0	0.0	20.0	20.0
Total	0.0	0.0	45.0	45.0

** For purposes of this question, please estimate the number of FTE and PTE jobs that will be filled, as indicated in the third column, by residents of the Labor Market Area in the fourth column. The Labor Market Area includes Monroe County, Orleans County, Genesee County, Wyoming County, Livingston County, Ontario County, Wayne County, Yates County, and Seneca County chosen at the Agency's discretion.

[Remainder of this Page Intentionally Left Blank]

VIII. LOCAL LABOR

To be completed by all Applicants and Users/Tenants of Projects which include the construction of new, expanded or renovated facilities:

Company Name RCC Brighton, LLC
Applicant: or User/Tenant:

All project employees of the general contractor, subcontractor, or sub to a subcontractor (contractors) working on the project must reside within the following counties in the State of New York: Monroe, Genesee, Livingston, Ontario, Orleans, Seneca, Wayne, Wyoming or Yates. The All-Local Labor criterion will be verified based on employment, payroll and related records.

COMIDA understands that at certain times local labor may not be available within the local area. Under this condition, applicants are required to complete a waiver request of the All-Local Labor requirement prior to beginning construction. Contractors do not have to be local companies as defined herein, but must employ local people to qualify under the All-Local Labor criterion.

The foregoing terms have been read, reviewed and understood by the Applicant or User/Tenant and all appropriate personnel. Furthermore, the undersigned agrees and understands that the information contained herein must be transmitted and conveyed in a timely fashion to all applicable subcontractors, suppliers and materialman. Furthermore, the undersigned agrees to post and maintain a sign, provided by COMIDA, in a prominent, easily accessible location, identifying the project as a recipient of COMIDA assistance and the local labor requirements associated with this assistance.

Furthermore, the undersigned realizes that failure to abide by the terms herein could result in COMIDA revoking all or any portion of benefits it deems reasonable in its sole discretion for any violation hereof.

RCC Brighton, LLC

(APPLICANT or USER/TENANT COMPANY)


Signature _____, Title _____ Date 4/18/11

IX. FEES

1. Application Fee - Send with Completed Application

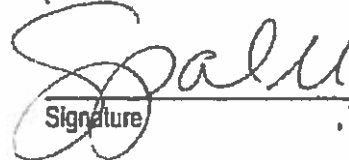
A non-refundable application fee of Three Hundred Fifty Dollars (\$350.00) shall be charged each applicant.

2. Administrative Fee - Paid at Closing

- (a) For tax-exempt IRB bond issues, the fee shall be one percent (1%) of the project amount. For projects that utilize a Payment In Lieu of Taxes (PILOT) agreement, an additional one-quarter percent (1/4%) will be added.
 - (b) For lease/leaseback transactions and taxable bond issues, the fee shall be one-half percent (1/2%) of the project amount. For projects that utilize a Payment In Lieu of Taxes (PILOT) agreement, an additional one-quarter percent (1/4%) will be added.
 - (c) For refunding outstanding COMIDA bond issues, the fee shall be one-quarter percent (1/4%) of the new issuance amount.
3. If a sales tax letter is required prior to closing, a non-refundable twenty-five percent (25%) of the Administrative Fee and Agency Counsel fee is payable at that time. This amount will be applied towards the Administrative fee and Agency Counsel Fee. The Sales Tax Letter shall only be for a three (3) month period. If the project does not have a formal closing within three (3) months of the sales tax letter being issued, and an extension is not granted, the balance of the Administrative fee and Agency Counsel fee become immediately due and payable.
4. Agency Counsel fee is one-third (1/3) of the Agency's Administrative fee, with a minimum fee for a lease/leaseback transaction of \$4,000.00.
5. Designated Bond Counsel fee is based on the complexity and amount of the transaction.

RCC Brighton, LLC

(APPLICANT or USER/TENANT COMPANY)

 _____
Signature, Title Date 4/18/18

X. CERTIFICATION

The undersigned company officer and/or user/tenant officer each hereby certifies, on behalf of the company and/or user/tenant, respectively (each singularly and together, the "Applicant"), as follows:

- A. The information contained in this Application, including employment information, is true and correct. The Applicant is aware that any material misrepresentation made in this Application constitutes an act of fraud, resulting in revocation of COMIDA benefits.
- B. The undersigned, on behalf of the Applicant, hereby certifies that the Applicant, and all parties which own a minimum of 20% of the Applicant are current and will remain current on all real property, federal, state, sales, income and withholding taxes throughout the term of any agreements made in connection with this Application.
- C. Compliance with N.Y. GML Sec. 862(1): Applicant understands and agrees that the provisions of Section 862(1) of the New York General Municipal Law, as provided below, will not be violated if Financial Assistance is provided for the proposed Project:

§ 862. Restrictions on funds of the agency. (1) No funds of the agency shall be used in respect of any project if the completion thereof would 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 located within the state, provided, however, that neither restriction shall apply if the agency shall determine on the basis of the application before it that the project is reasonably necessary to discourage the project occupant from removing such other plant or facility to a location outside the state or is reasonably necessary to preserve the competitive position of the project occupant in its respective industry.

- D. Compliance with Applicable Laws: The Applicant confirms and acknowledges that the owner, occupant, or operator receiving Financial Assistance for the proposed Project is in substantial compliance with applicable local, state and federal law, worker protection and environmental laws, rules and regulations.
- E. False and Misleading Information: The Applicant confirms and acknowledges that the submission of any knowingly false or knowingly misleading information may lead to the immediate termination of any Financial Assistance and the reimbursement of an amount equal to all or part of any tax exemption claimed by reason of the Agency's involvement the Project.
- F. Recapture: Should the Applicant not expend as projected or hire as presented, the Agency may view such information/status as failing to meet the established standards of economic performance. In such events, some or all of the benefits taken by the Applicant will be subject to recapture.
- G. Applicant hereby releases the County of Monroe Industrial Development Agency ("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, this Application, regardless of whether or not this Application or the Project described herein or the tax exemptions and other assistance requested herein are favorably acted upon by the Agency; (B) the Agency's acquisition, construction, renovation and/or equipping of the Project described herein; and (C) any further action taken by the Agency with respect to the Project; including, without limiting the generality of the foregoing, all causes of action and attorneys' fees and any other expenses incurred in defending any suits or actions which may arise as a result of any of the foregoing. Applicant hereby understands and agrees, in accordance with Section 875(3) of the New York General Municipal Law, that any New York State and local sales and use tax exemption claimed by the Applicant and approved by the Agency in connection with the Project may be subject to recapture by the Agency under such terms and conditions as will be set forth in the Agent Agreement to be entered into by and between the Agency and the Applicant. The Applicant further represents and warrants that the information contained in this

Application, including without limitation, information regarding the amount of New York State and local sales and use tax exemption benefits, is true, accurate and complete.

APPLICANT COMPANY

RCC Brighton, LLC

Spall 4/18/18
Signature, Title Date

USER/TENANT COMPANY

DB-1925 South Clinton, LLC

Spall *REC REC
IS PREPARED.* 4/18/18
Signature, Title Date