

ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY

INDUCEMENT RESOLUTION

WELDED TUBE USA, INC.

A regular meeting of the Erie County Industrial Development Agency was convened on Monday, July 16, 2012 at 9:00 a.m.

The following resolution was duly offered and seconded, to wit:

RESOLUTION OF THE ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY: (i) ACCEPTING THE APPLICATION OF WELDED TUBE USA, INC. (THE "COMPANY") IN CONNECTION WITH A CERTAIN PROJECT DESCRIBED BELOW; (ii) RATIFYING THE SCHEDULING, NOTICING, AND CONDUCTING OF A PUBLIC HEARING IN CONNECTION WITH THE PROJECT; (iii) MAKING A DETERMINATION PURSUANT TO THE STATE ENVIRONMENTAL QUALITY REVIEW ACT; (iv) APPOINTING THE COMPANY, OR ITS DESIGNEE, AS ITS AGENT TO UNDERTAKE THE PROJECT; (v) AUTHORIZING THE UNDERTAKING OF THE PROJECT TO PROVIDE FINANCIAL ASSISTANCE TO THE COMPANY IN THE FORM OF (A) A SALES TAX EXEMPTION FOR PURCHASES AND RENTALS RELATED TO THE ACQUISITION, CONSTRUCTION AND EQUIPPING OF THE PROJECT, (B) A PARTIAL REAL PROPERTY TAX ABATEMENT THROUGH THE PILOT AGREEMENT, AND (C) A MORTGAGE RECORDING TAX EXEMPTION FOR FINANCING RELATED TO THE PROJECT; AND (vi) AUTHORIZING THE NEGOTIATION AND EXECUTION OF A LEASE AGREEMENT, LEASEBACK AGREEMENT, A PAYMENT-IN-LIEU-OF-TAX AGREEMENT AND RELATED DOCUMENTS

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 293 of the Laws of 1970 of the State of New York, as amended (collectively, the "Act"), the ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY (the "Agency") was created with the authority and power to own, lease and sell property for the purpose of, among other things, acquiring, constructing and equipping civic, industrial, manufacturing, commercial and other facilities as authorized by the Act; and

WHEREAS, WELDED TUBE USA, INC., for itself or on behalf of an entity formed or to be formed (the "Company") has submitted an application to the Agency (the "Application") requesting the Agency's assistance with a certain project (the "Project") consisting of: (i) the acquisition of a parcel of land located in the Tecumseh Business Park, Lakewinds Site Parcel 3, at the intersection of Route 5 and Ridge Road, City of Lackawanna, Erie County, New York (the "Land"); (ii) the construction of a 100,000+/- SF manufacturing facility, a 30,000+/- SF testing facility, and a 30,000+/- SF pipe threading and coupling facility (the "Improvements") and (iii) the acquisition and installation by the Company of certain items of machinery, equipment and other tangible personal property to be utilized in a new, high speed, efficient steel tube

production line for the production of multi-faceted cold formed carbon and HSLA tubular steel for use in the energy tubular industry (the "Equipment", and collectively with the Land and the Improvements, the "Facility"); and

WHEREAS, pursuant to General Municipal Law Section 859-a, on May 29, 2012, at 9:00 a.m., at the City of Lackawanna City Hall in the Council Chambers, located at 714 Ridge Road, Lackawanna, NY 14218, the Agency held a public hearing with respect to the Project and the proposed financial assistance being contemplated by the Agency (the "Public Hearing") whereat interested parties were provided a reasonable opportunity, both orally and in writing, to present their views; and

WHEREAS, it is contemplated that the Agency will (i) designate the Company as its agent for the purpose of acquiring, constructing and/or renovating and equipping the Facility pursuant to an agent agreement (the "Agent Agreement"), (ii) negotiate and enter into a lease agreement (the "Lease Agreement") and related leaseback agreement (the "Leaseback Agreement") with the Company, pursuant to which the Agency will retain a leasehold interest in the Land, the Improvements, the Equipment and personal property constituting the Facility; and (iii) provide financial assistance to the Company in the form of (a) an exemption from all New York State and local sales and use taxes with respect to the qualifying personal property included in or incorporated into the Facility or used in the acquisition, construction, reconstruction and/or renovation, rehabilitation or equipping of the Facility, (b) a partial real property tax abatement through the PILOT Agreement for the benefit of each municipality and school district having taxing jurisdiction over the Project, and (c) a mortgage recording tax exemption for the financing related to the Project (collectively, the sales and use tax exemptions, the PILOT Agreement and the mortgage recording tax exemption are hereinafter collectively referred to as the "Financial Assistance"); and

WHEREAS, pursuant to and in accordance with applicable provisions of the State Environmental Quality Review Act ("SEQR"), the Company has submitted to the Agency a Full Environmental Assessment Form (the "EAF") with respect to the Project; and

WHEREAS, the City of Lackawanna Planning Board, in accordance with Article 8 of the New York Environmental Conservation Law and the regulations promulgated thereto in 6 N.Y.C.R.R. Part 617 (collectively referred to as the "State Environmental Quality Review Act" and/or "SEQR") undertook coordinated review with respect to the Project, established itself as Lead Agency as defined in SEQR, determined that the Project was a Type 1 Action, and on July 13, 2012, issued a negative declaration (the "Negative Declaration") under SEQR with respect to the Project; and

WHEREAS, pursuant to Article 18-A of the Act, the Agency desires to adopt a resolution describing the Project and the Financial Assistance that the Agency is contemplating with respect to the Project.

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

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

(A) By virtue of the Act, the Agency 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) It is desirable and in the public interest for the Agency to appoint the Company as its agent for purposes of acquiring, constructing and/or renovating and equipping the Project; and

(C) The Agency has the authority to take the actions contemplated herein under the Act; and

(D) The action to be taken by the Agency will induce the Company to develop the Project, thereby increasing and/or retaining employment opportunities in Erie County, New York and otherwise furthering the purposes of the Agency as set forth in the Act; and

(E) 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 Agency 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

(F) Based upon a review of the Application and representations made by the Company to the Agency, the Full Environmental Assessment Form (the "EAF"), and the City of Lackawanna Planning Board SEQR Proceedings and Negative Declaration dated July 13, 2012, as submitted to the Agency, the Agency hereby:

(i) consents to and affirms the status of the Project as a Type I action pursuant to SEQR and consents to and affirms the status of the City of Lackawanna Planning Board as Lead Agency for the Project, within the meaning of, and for all purposes of complying with SEQR;

(ii) determines that the proceedings undertaken by the City of Lackawanna Planning Board, as Lead Agency under SEQR with respect to the acquisition, construction and equipping of the Facility satisfy the requirements of SEQR; and

(iii) ratifies such proceedings by the City of Lackawanna Planning Board as Lead Agency as attached hereto as Exhibit A; and

(iv) determines that no potentially significant impacts on the environment are indicated in the EAF, and finds that the Project is a permitted use within the City of

Lackawanna Local Waterfront Revitalization Program area, is isolated and well screened from the nearest residential and commercial properties, will not result in any adverse impacts to adjacent surface waters, will have insignificant land clearing and grading activities, that no agricultural resources will be impacted, that there will be no significant adverse visual impacts, no adverse impacts on cultural resources or critical environmental areas, and no significant impacts affecting transportation or energy resources; and

(v) determines that all of the provisions of SEQR that are required to be complied with as a condition precedent to the approval of the Financial Assistance contemplated by the Agency with respect to the Project and the participation by the Agency in undertaking the Project have been satisfied. This determination constitutes a negative declaration for purposes of SEQR.

Section 2. Subject to the Company executing an Agent Agreement and the delivery to the Agency of a binder, certificate or other evidence of insurance for the Project satisfactory to the Agency, the Agency hereby authorizes the Company to proceed with the acquisition, construction and equipping of the Project and hereby appoints the Company as the true and lawful agent of the Agency: (i) to acquire, construct and/or renovate and equip the Project; (ii) to make, execute, acknowledge and deliver any contracts, orders, receipts, writings and instructions, as the stated agent for the Agency 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 Agency could do if acting in its own behalf; provided, however, the Agent Agreement, if utilized, shall expire one year from the date of this resolution (unless extended for good cause by the Chairman, the Vice Chairman, the Chief Executive Officer, the Chief Operating Officer, the Executive Vice President, the Chief Financial Officer/Treasurer, and/or the Assistant Treasurer).

Section 3. Subject to the terms of this Inducement Resolution, the Chairman, the Vice Chairman, the Chief Executive Officer, the Chief Operating Officer, the Executive Vice President, the Chief Financial Officer/Treasurer, and/or the Assistant Treasurer, are hereby authorized, on behalf of the Agency, to negotiate, execute and deliver (A) the Lease Agreement whereby the Company leases the Project to the Agency, (B) the related Leaseback Agreement conveying the Land and Project back to the Company, and (C) the PILOT Agreement and related documents; provided, however, that (i) the rental payments under the Leaseback Agreement to the Company include payments of all costs incurred by the Agency arising out of or related to the Project and indemnification of the Agency by the Company for actions taken by the Company and/or claims arising out of or related to the Project; and (ii) the terms of the PILOT Agreement are consistent with the Agency's Uniform Tax Exemption Policy, or procedures for deviation have been complied with accordingly.

Section 4. Subject to the terms of this Inducement Resolution, the Chairman, the Vice Chairman, the Chief Executive Officer, the Chief Operating Officer, the Executive Vice President, the Chief Financial Officer/Treasurer, and/or the Assistant Treasurer, are hereby authorized, on behalf of the Agency, to negotiate, 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, acquire the Facility and/or finance or refinance acquisition and Project costs or equipment and other personal property and related transactional costs (hereinafter, with the Lease Agreement, Leaseback Agreement, PILOT Agreement and related documents, collectively called the "Agency Documents"); and, where appropriate, the Secretary or the Assistant Secretary of the Agency is hereby authorized to affix the seal of the Agency to the Agency Documents and to attest the same, all with such changes, variations, omissions and insertions as the Chairman, the Vice Chairman, the Chief Executive Officer, the Chief Operating Officer, the Executive Vice President, the Chief Financial Officer/Treasurer, and/or the Assistant Treasurer of the Agency shall approve, the execution thereof by the Chairman, the Vice Chairman, the Chief Executive Officer, the Chief Operating Officer, the Executive Vice President, the Chief Financial Officer/Treasurer, and/or the Assistant of the Agency to constitute conclusive evidence of such approval; provided in all events recourse against the Agency is limited to the Agency's interest in the Project.

Section 5. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required and to negotiate, execute and deliver all such certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolutions and to cause compliance by the Agency with all of the terms, covenants and provisions of the documents executed for and on behalf of the Agency.

Section 6. The provision by the Agency of Financial Assistance with respect to the Project as described herein is subject to the execution and delivery of the Agency's Administrative Fee Agreement (the "Fee Agreement") and payment by the Company of an administrative fee calculated in accordance with the Fee Agreement, all within sixty (60) days of the date of this resolution. In the event the Agency has not received the executed Fee Agreement and the appropriate fee within such sixty (60) day period, this resolution shall become automatically null and void and of no further effect and the Agency shall have no liability to the Company hereunder or otherwise, unless extended in the discretion of the Chairman, the Vice Chairman, the Chief Executive Officer, the Chief Operating Officer, the Executive Vice President, the Chief Financial Officer/Treasurer, and/or the Assistant Treasurer for good cause shown.

Section 7. This resolution shall take effect immediately, and shall expire one (1) year from the date hereof unless extended for good cause by the Chairman, the Vice Chairman, the Chief Executive Officer, the Chief Operating Officer, the Executive Vice President, the Chief Financial Officer/Treasurer, and/or the Assistant Treasurer.

Dated: July 16, 2012

EXHIBIT A

City of Lackawanna Planning Board Negative Declaration

Please see attached.

**RESOLUTION OF THE CITY OF LACKAWANNA
PLANNING AND DEVELOPMENT BOARD
PURSUANT TO
THE STATE ENVIRONMENTAL QUALITY REVIEW ACT
CONCERNING
THE DETERMINATION OF SIGNIFICANCE
FOR THE WELDED TUBE USA PROPOSED MANUFACTURING FACILITY
(Coordinated Review)**

Project Name: Welded Tube USA Proposed Manufacturing Facility

Project Description: Welded Tube USA, Inc. and an affiliate to be formed to own and operate the portions of the Project defined below (collectively "Project Sponsor") proposes to construct and operate a cold formed steel pipe and tube manufacturing facility ("Project") at 1951 Hamburg Turnpike in the City of Lackawanna, New York. The Project will be located within the 149-acre Phase III Business Park Area ("Phase III Business Park"), on the north side of Smokes Creek on parcels III-7 and III-8, the area of which totals approximately 45 acres. ("Site"). The Project includes the construction of an approximately 109,000 square foot, single story, approximately 40-foot high, engineered steel and insulated building which will house the production line. Outdoor storage of the finished product will be spread across approximately ten (10) acres of the Site. The Project will also include surface parking for 82 cars and office space. Later phases will include the construction of an approximately 34,000 square foot building to house a "Hydrotester" which is used to test the pipe for defects, and the construction of an additional 30,000 square foot building to house additional operations. The Project will also include construction of a single point of ingress/egress on the southeast side of the Site. Rail access will be extended into the Site with the construction of a new spur using the existing rails.

Location: 1951 Hamburg Turnpike, City of Lackawanna, Erie County, New York.

SEQR Status: Type I XX Unlisted _____

Determination of Significance: Negative Declaration XX Positive Declaration _____

WHEREAS, on June 13, 2012, the Project Sponsor submitted a Letter of Intent with supporting documentation to the City of Lackawanna requesting site plan approval from the Planning and Development Board ("Planning Board") and an area variance from the City of Lackawanna Zoning Board of Appeals for the Project;

WHEREAS, the Project is Type I action pursuant to Article 8 of the New York State Environmental Conservation Law and the regulations promulgated under Article 8 and set forth at Part 617 of Title 6 of the New York Code of Rules and Regulations (collectively referred to as "SEQR") because it is a project which involves a physical alteration to 10 or more acres;

WHEREAS, a coordinated environmental review is mandatory for all Type I actions and it is appropriate that the Planning Board act as lead agency pursuant to SEQR in a coordinated environmental review;

WHEREAS, on June 13, 2012, the Planning Board declared its intent to be lead agency and notices of intent to act as lead agency, along with a copy of the Project Sponsor's June 13, 2012 Letter of Intent and Part 1 of the Full Environmental Assessment Form, were sent to the following agencies: the City of Lackawanna Zoning Board of Appeals, the City of Lackawanna City Council, the City of Lackawanna Mayor, the City of Lackawanna Office of Economic Development, the City of Lackawanna Code Enforcement Officer, the Erie County Department of Environment and Planning, the Erie County Division of Sewerage Management, the Erie County Water Authority, the Erie County Industrial Development Agency, the Erie County Executive, the Empire State Development Corporation, the New York Job Development Authority, the New York State Department of Environmental Conservation, the New York State Department of Transportation, the New York Power Authority, the New York State Department of State, and the New York State Office of Parks, Recreation and Historic Preservation;

WHEREAS, no interested or involved agency has objected to the Planning Board acting as lead agency in a coordinated SEQR review for the Project;

WHEREAS, on July 6, 2012 the Project Sponsor also submitted a supplemental letter of intent with supporting documentation to the Planning Board, which included a comprehensive report entitled "Analysis of Environmental Impacts Pursuant to the New York State Environmental Quality Review Act" ("Analysis");

WHEREAS, the Planning Board has very carefully considered the full scope of the Project, having reviewed and considered the Project Sponsor's letters of intent and all supporting exhibits thereto as well as additional information and documentation provided in response to comments from interested and involved agencies; and having considered the comments and points of view of the interested and involved agencies and of the public as expressed at a public hearing held on July 13, 2012;

WHEREAS, a thorough analysis of the potential environmental impacts reveals that the Project will not have any significant adverse environmental impacts.

WHEREAS, it is appropriate that the Planning Board issue a negative declaration pursuant to SEQR for the Project;

NOW THEREFORE, BE IT RESOLVED THAT THE PLANNING BOARD MAKES THE FOLLOWING FINDINGS OF FACT:

1. The Planning Board has contacted all identified interested and involved agencies as required by the SEQR regulations; thus the Planning Board is, and accepts all responsibilities and obligations, to be the lead agency conducting a coordinated environmental review pursuant to SEQR. The Planning Board coordinated with the following agencies which, to the extent they are "involved" agencies pursuant to SEQRA, are bound by this determination: the City of Lackawanna Zoning Board of Appeals, the City of Lackawanna City Council, the City of Lackawanna Mayor, the City of Lackawanna Office of Economic Development, the City of Lackawanna Code Enforcement Officer, the Erie County Department of Environment and Planning, the Erie County Division of Sewerage Management, the Erie County Water Authority, the Erie County Industrial Development Agency, the Erie County Executive, the Empire State Development Corporation, the New York Job Development Authority, the New York

State Department of Environmental Conservation, the New York State Department of Transportation, the New York Power Authority, the New York State Department of State, and the New York State Office of Parks, Recreation and Historic Preservation.

2. The Project is a highly appropriate use within the zoning for the Bethlehem Redevelopment Area ("BRA"), in which the Site is located. The BRA has been used for industrial activity for over a century, and the goal of the Comprehensive Plan for the BRA is to bring manufacturing back to this area, thus the Project is a highly desirable use for the Site. The Project will be located in the BRA Medium Industry district, which is intended to encourage "nonsmokestack" manufacturing while remaining compatible with both the Heavy Industry and Light Industry districts. The Project is a "nonsmokestack" facility and is a permitted use. Also, the Project is consistent with the City's Local Waterfront Revitalization Program, which identifies the Phase III Business Park for industrial development. In addition, the Site is extremely isolated and well-screened from the nearest residential and commercial properties, which are over a quarter mile from the Site.
3. The construction and operation of the Project will not impact on-going investigative and remedial activities being conducted at and around the Site. In fact, construction of the Project is being incorporated into the ongoing remedial activities at the Site pursuant to the New York State Department of Environmental Conservation's Brownfield Cleanup Program ("BCP").
4. Although the Site is situated nearby Lake Erie and Smoke's Creek, the construction and operation of the Project will not result in any adverse impacts to these surface waters. Following the construction of the Project, stormwater runoff from the Site will be minimal, will be stored on-site in infiltration basins, and there will be no process waste waters generated. Thus, the Project will not result in adverse impacts on surface waters.
5. Land clearing, grading and construction activities for the Project will not be significant because of the history of industrial use at the Phase III Business Park and because the Project is to be constructed on slag fill. These activities may create minor temporary fugitive dust emissions and may result in minor emissions from construction equipment, but will not significantly affect air quality. Manufacturing processes may result in minor air emissions. However, based on the low levels of emissions at Welded Tube's Ontario facility, which houses the same operations as would the Project, emissions will not exceed permit thresholds and will not significantly impact air quality.
6. As the former location of the Bethlehem Steel plant, the Site has been subject to extensive disturbance and does not comprise suitable habitat because it is covered with a thick layer of fill. Moreover, only 11.8% of the Site is covered by buildings, parking and roads, thus there will be considerable open space left unaffected by the Project. Accordingly, the Project will not result in significant adverse impacts to plants or animals.
7. There are no agricultural resources in the area of the Site and the Project will not have any impact upon agricultural resources.

8. The Project Sponsor has prepared a Visual Impact Assessment for the Project. Photographs were taken from three viewpoints towards the Site. As the photographs demonstrate, the Project would be screened from view from travelers on Route 5 or nearby residences by distance, vegetation and other obstructions for most of the year. Accordingly, the Project will not have a significant adverse visual impact.
9. The New York State Office of Parks, Recreation and Historic Preservation, acting in its role as the State Historic Preservation Officer ("SHPO"), has confirmed that there are no historic resources located on or near the Site. However, the Site falls within an area identified as "archeo-sensitive." The Site itself has been subject to extensive prior disturbance and is covered by a layer of slag fill at least six to twelve feet deep. Thus, the construction of the Project will not have an adverse impact upon archeological resources. Accordingly, the Project will not adversely impact cultural resources.
10. There are no open space, recreation or critical environmental areas at the Site. Accordingly, the Project will not have any impact upon open space, recreation and/or critical environmental areas.
11. There will be minimal traffic impacts associated with the construction and operation of the Project. While vehicle trips could be as high as 60 vehicle trips in an hour, these volumes will not be common and the Site has direct access to a highway via Ridge Road. Accordingly, no significant impacts to transportation will occur.
12. The Project's energy demands can be met by existing resources, thus the Project will not have a significant impact on energy resources.
13. In terms of noise, during the construction phase any increases in noise levels will be associated with short-term activities which will take place during daylight working hours and thus, will not be significant. Any operational noise will be attenuated by the distance between the Site and nearby sensitive receptors, high levels of ambient noise, and the screening provided by the buildings, intervening vegetation and other barriers. Thus, the Project will not have a significant impact upon noise levels in the community.
14. The Project will not be a significant source of odors.
15. The Project will not require any extensive changes in levels of service from community resources or facilities or adversely impact local public safety services, such as police and fire protection and will not result in a material increase in solid waste generation.
16. There is no public opposition to the Project, which is consistent with long-term plans for the BRA. Applicable planning documents support the redevelopment of the Site for a mix of industrial and commercial uses to promote redevelopment and employment opportunities. Thus, the Project will positively impact the growth of the City and its character, as a hub of manufacturing activity and the home of a growing industrial corridor.
17. Considering all of the above, the proposal by the Project Sponsor to construct and operate the Project on the Site within the Phase III Business Park will not have a significant

adverse impact upon the environment and a negative declaration pursuant to SEQR is hereby issued.

18. This Negative Declaration has been prepared in accordance with the requirements of SEQR (Article 8 of the Environmental Conservation Law).

Supporting Documentation:

1. Letter of Intent dated June 13, 2012 from Phillips Lytle, LLP on behalf of Welded Tube USA, Inc. and its affiliate to Ralph Miranda, Director of Development including all exhibits attached thereto.
2. Letter dated June 24, 2012 from Mark Rountree, Planner for Erie County, to Ralph Miranda, Director of Development for the City of Lackawanna.
3. Letter dated June 28, 2012 from David S. Denk, Regional Permit Administrator for the New York State Department of Environmental Conservation, to Ralph Miranda, Director of Development for the City of Lackawanna.
4. Supplemental Letter of Intent dated July 6, 2012 from Phillips Lytle, LLP on behalf of Welded Tube USA, Inc. and its affiliate to Ralph Miranda, Director of Development including all exhibits attached thereto.
5. Certification of action taken by City Council, dated July 10, 2012, finding that the Project is consistent with the City Local Waterfront Revitalization Program.
6. Supplemental information on Project noise, dated July 12, 2012, from Wendel Companies on behalf of Welded Tube USA, Inc. and its affiliate to Ralph Miranda, Director of Development for the City of Lackawanna.

This Resolution was adopted by a majority vote of the Planning Board on July 13, 2012, and shall serve as the Negative Declaration (as defined in 6 NYCRR 617.2(y)) for the Project and is issued by the Planning Board, acting as lead agency pursuant to and in accordance with SEQR in a coordinated environmental impact review with the following interested and involved agencies: the City of Lackawanna Zoning Board of Appeals, the City of Lackawanna City Council, the City of Lackawanna Mayor, the City of Lackawanna Office of Economic Development, the City of Lackawanna Code Enforcement Officer, the Erie County Department of Environment and Planning, the Erie County Division of Sewerage Management, the Erie County Water Authority, the Erie County Industrial Development Agency, the Erie County Executive, the Empire State Development Corporation, the New York Job Development Authority, the New York State Department of Environmental Conservation, the New York State Department of Transportation, the New York Power Authority, the New York State Department of State, and the New York State Office of Parks, Recreation and Historic Preservation. Copies of this resolution shall be filed with each interested and involved agency. Notice of this Negative Declaration shall also be published in the Environmental Notice Bulletin.

For Further Information Contact:

The City of Lackawanna Planning Board
~~c/o Joseph G. Geyer~~ *CHAIRMAN*
~~Code Enforcement Officer~~
City of Lackawanna
Room 311, City Hall
714 Ridge Road
Lackawanna, New York
716-827-6427

Kevin R. Sordyke 7/13/12
~~Joseph G. Geyer~~ *Kevin Sordyke*
Date: July 13, 2012

Doc # 01-2588274.1

STATE OF NEW YORK)
COUNTY OF ERIE) SS:

I, the undersigned Assistant Secretary of the Erie County Industrial Development Agency, DO HEREBY CERTIFY:

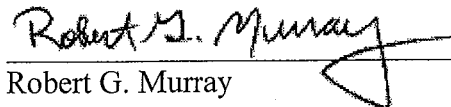
That I have compared the annexed extract of minutes of the meeting of the Erie County Industrial Development Agency (the "Agency"), including the resolution contained therein, held on July 16, 2012, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolution set forth therein and of the whole of said original insofar as the same relates to the subject matters therein referred to.

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

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

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

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this 16th day of July, 2012.



Robert G. Murray
Assistant Secretary

[SEAL]