

## PARTIAL RELEASE OF PAYMENT-IN-LIEU-OF-TAX AGREEMENT

THIS PARTIAL RELEASE OF PAYMENT-IN-LIEU-OF-TAX AGREEMENT, dated as of December 28, 2018 (the "Partial Release of PILOT"), is by and between the **ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY**, a public benefit corporation of the State of New York, with offices at 95 Perry Street, Street 403, Buffalo, New York 14203 (the "Agency"), and **COLUMN DEVELOPMENT, INC.**, a corporation duly organized, validly existing and in good standing under the laws of the State of New York, with offices at 1243 Military Road, Kenmore, New York 14217 (the "Company").

### RECITALS:

WHEREAS, the Agency and the Company entered into a certain Payment in Lieu of Tax Agreement (the "PILOT Agreement"), dated as of October 1, 2018, pursuant to which the Agency and the Company made provisions for payments in lieu of taxes by the Company for the benefit of Erie County (the "County"), the Town of Cheektowaga (the "Town"), and the Cheektowaga Central School District (the "School" and, collectively with the County and Town, the "Affected Taxing Jurisdictions"); and

WHEREAS, the PILOT Agreement requires the Company to make certain payments in lieu of taxes on the land and improvements located within and constituting Parcel A (SBL #103.10-7-2.21) as described as all of the land and all improvements located thereon and more specifically described within Schedule A as attached hereto; and

WHEREAS, the Agency and the Company now desire to release Parcel B (SBL #103.10-7-2.212), which is currently situated within Parcel A, from the PILOT Agreement, said Parcel B described as vacant land to be released from Parcel A as described within Schedule B as attached hereto, whereupon the Company shall now be liable for the payment of 100% of the real property tax payments with respect to Parcel B; and

WHEREAS, the PILOT Agreement shall hereinafter require the Company to make certain payments in lieu of taxes on the remaining land and improvements now constituting Parcel C (SBL #103.10-7-2.211), described as the remaining land and all improvements and more specifically described within Schedule C as attached hereto and as set forth in the PILOT Agreement, said PILOT Agreement, as amended, to remain in full force and effect.

*[Remainder of page intentionally left blank; Signature/Acknowledgment Page to follow.]*

[Signature/Acknowledgment Page to the Partial Release of Payment in Lieu of Tax Agreement]

NOW, THEREFORE, the parties hereto agree that: (1) the partial release, releasing Parcel B, as specifically described within Schedule B, from the PILOT Agreement, is effective as of the date hereof; and (2) the PILOT Agreement requiring the Company to make certain payments in lieu of taxes on Parcel C, as described within Schedule C, shall remain in full force and effect.

**ERIE COUNTY INDUSTRIAL  
DEVELOPMENT AGENCY**

By: Karen M. Fiala  
Name: Karen M. Fiala  
Its: Assistant Treasurer

**COLUMN DEVELOPMENT, INC.**

By: Roger Pasquarella  
Name: Roger Pasquarella  
Its: Vice President

STATE OF NEW YORK )  
COUNTY OF ERIE ) SS.:

On the 20 day of March, 2019, before me, the undersigned, personally appeared **KAREN M. FIALA**, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that she executed the same in her capacity, and that by her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

Dawn M. Boudreau  
Notary Public

DAWN M. BOUDREAU  
NOTARY PUBLIC, STATE OF NEW YORK  
QUALIFIED IN ERIE COUNTY  
My Commission Expires May 27, 2019

STATE OF NEW YORK )  
COUNTY OF ERIE ) SS.:

On the 19 day of March, 2019, before me, the undersigned, personally appeared **ROGER PASQUARELLA**, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

Seth L. Hibbert  
Notary Public

**SETH L. HIBBERT**  
Notary Public, State of New York  
Qualified in Niagara County 2022  
My Commission Expires March 30, 2022

Schedule A

Parcel A  
SBL #103.10-7-2.21

ALL THAT TRACT OR PARCEL OF LAND situate in the Town of Cheektowaga, County of Erie and State of New York, being part of Lot No. 3, Township 11, Range 7 of the Holland Land Company's Survey, described as follows:

BEGINNING at a point in the southwesterly line of Dick Road (as conveyed to the County of Erie by deed recorded in Erie County Clerk's Office in Liber 7658 of Deeds at page 577), 170.65 feet northwesterly from the northeasterly corner of lands conveyed to Pyramid Company of Buffalo by deed recorded in said Clerk's Office in Liber 9858 of Deeds at page 151 and said point is the northeasterly corner of lands conveyed to Bottling Group LLC by deed recorded in said Clerk's Office in Liber 11028 of Deeds at page 2060; running thence southwesterly at right angles to Dick Road and along the northerly line of lands so conveyed to Bottling Group LLC by deed aforesaid, 144.23 feet to an angle point therein; thence westerly forming an interior angle of  $144^{\circ} 40' 16''$  with the last described course and continuing along the northerly line of said lands so conveyed to Bottling Group LLC by deed aforesaid, 516.03 feet to a point in the east line of lands so conveyed to 2700 Walden Inc. by deed recorded in said Clerk's Office in Liber 6626 of Deeds at page 155; thence northerly along the east line of lands so conveyed to 2700 Walden Inc. by deed aforesaid, 456.8 feet more or less to the center line of Scajaquada Creek; thence easterly along the center line of Scajaquada Creek, 354 feet more or less to the southwesterly line of Dick Road, as conveyed to the County of Erie by deed aforesaid; thence southeasterly along said southwesterly line of Dick Road, 542.65 feet more or less to the point of beginning.

Schedule B

Parcel B  
SBL #103.10-7-2.212

ALL THAT TRACT OR PARCEL OF LAND situate in the Town of Cheektowaga, County of Erie and State of New York, being part of Lot No. 3, Township 11, Range 7 of the Holland Land Survey, bounded and described as follows:

BEGINNING at a point in the southwesterly line of Dick Road (as conveyed to the County of Erie by deed recorded in the Erie County Clerk's Office in Liber 7658 of Deeds at page 577), distant 454.77 feet northwesterly from the northeasterly corner of lands conveyed to Pyramid Company of Buffalo by deed recorded in the Erie County Clerk's Office in Liber 9858 of deeds at page 151; thence S58°29'27"W along a radial line, a distance of 85.25 feet; thence N89°52'05"W a distance of 400.62 feet to a point in the east line of lands conveyed to 2700 Walden Inc., by deed recorded in the Erie County Clerk's Office in Liber 6626 of Deeds at page 155; thence N00°43'43"E along the east line said 2700 Walden Inc. lands, a distance of 181.8 feet more or less to the centerline of Scajaquada Creek; thence easterly along the centerline of said Scajaquada Creek, a distance of 354 feet more or less to the southwesterly line of Dick Road, as conveyed to the County of Erie by deed aforesaid; thence S29°01'49"E along said southwesterly line of Dick Road a distance of 90 feet more or less to a point of curvature; thence continuing southeasterly along the southwesterly line of Dick Road on a curve to the left having a radius of 3880.00 feet, an arc distance of 167.86 feet to the Point of Beginning, containing 2.13 acres more or less.

Schedule C

Parcel C  
SBL #103.10-7-2.211

ALL THAT TRACT OR PARCEL OF LAND situate in the Town of Cheektowaga, County of Erie and State of New York, being part of Lot No. 3, Township 11, Range 7 of the Holland Land Company's Survey, described as follows:

BEGINNING at a point in the southwesterly line of Dick Road (as conveyed to the County of Erie by deed recorded in Erie County Clerk's Office in Liber 7658 of Deeds at page 577), 170.65 feet northwesterly from the northeasterly corner of lands conveyed to Pyramid Company of Buffalo by deed recorded in said Clerk's Office in Liber 9858 of Deeds at page 151 and said point is the northeasterly corner of lands conveyed to Bottling Group LLC by deed recorded in said Clerk's Office in Liber 11028 of Deeds at page 2060; running thence southwesterly at right angles to Dick Road and along the northerly line of lands so conveyed to Bottling Group LLC by deed aforesaid, 144.23 feet to an angle point therein; thence westerly forming an interior angle of  $144^{\circ} 40' 16''$  with the last described course and continuing along the northerly line of said lands so conveyed to Bottling Group LLC by deed aforesaid, 516.03 feet to a point in the east line of lands so conveyed to 2700 Walden Inc. by deed recorded in said Clerk's Office in Liber 6626 of Deeds at page 155; thence northerly along the east line of lands so conveyed to 2700 Walden Inc. by deed aforesaid, 456.8 feet more or less to the center line of Scajaquada Creek; thence easterly along the center line of Scajaquada Creek, 354 feet more or less to the southwesterly line of Dick Road, as conveyed to the County of Erie by deed aforesaid; thence southeasterly along said southwesterly line of Dick Road, 542.65 feet more or less to the point of beginning.

**Excepting therefrom:**

ALL THAT TRACT OR PARCEL OF LAND situate in the Town of Cheektowaga, County of Erie and State of New York, being part of Lot No. 3, Township 11, Range 7 of the Holland Land Survey, bounded and described as follows:

BEGINNING at a point in the southwesterly line of Dick Road (as conveyed to the County of Erie by deed recorded in the Erie County Clerk's Office in Liber 7658 of Deeds at page 577), distant 454.77 feet northwesterly from the northeasterly corner of lands conveyed to Pyramid Company of Buffalo by deed recorded in the Erie County Clerk's Office in Liber 9858 of deeds at page 151; thence  $S58^{\circ}29'27''W$  along a radial line, a distance of 85.25 feet; thence  $N89^{\circ}52'05''W$  a distance of 400.62 feet to a point in the east line of lands conveyed to 2700 Walden Inc., by deed recorded in the Erie County Clerk's Office in Liber 6626 of Deeds at page 155; thence  $N00^{\circ}43'43''E$  along the east line said 2700 Walden Inc. lands, a distance of 181.8 feet more or less to the centerline of Scajaquada Creek; thence easterly along the centerline of said Scajaquada Creek, a distance of 354 feet more or less to the southwesterly line of Dick Road, as conveyed to the County of Erie by deed aforesaid; thence  $S29^{\circ}01'49''E$  along said southwesterly line of Dick Road a distance of 90 feet more or less to a point of curvature; thence continuing southeasterly along the southwesterly line of Dick Road on a curve to the left having a radius of 3880.00 feet, an arc distance of 167.86 feet to the Point of Beginning, containing 2.13 acres more or less.