

ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY

AND

132 DINGENS ST, LLC

FIRST AMENDMENT TO PAYMENT IN LIEU OF TAX AGREEMENT

Regarding the leasehold interest in land, the construction and equipping of an approximately 81,000 sq. ft. warehouse to be constructed on an existing foundation to be utilized for a warehouse/distribution and/or light manufacturing facility located at 132 Dingens Street, City of Buffalo, Erie County, New York

Dated as of: **February 1, 2023**

Termination Date: **December 31, 2030**

SBL No.: **4.89+/- acre portion of 112.19-1-14.11**

Affected Tax Jurisdictions: **Erie County
City of Buffalo**

Prepared by:
Harris Beach PLLC
726 Exchange Street, Suite 1000
Buffalo, New York 14210
(716) 200-5050

FIRST AMENDMENT TO PAYMENT IN LIEU OF TAX AGREEMENT

THIS FIRST AMENDMENT TO PAYMENT IN LIEU OF TAX AGREEMENT (the "First Amendment to PILOT"), dated as of the 1st day of June, 2022, by and between **ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY**, a public benefit corporation duly existing under the laws of the State of New York with offices at 95 Perry Street, Suite 403, Buffalo, New York 14203 (the "Agency") and **132 DINGENS ST, LLC**, a limited liability company duly organized under the laws of the State of New York with offices at 132 Dingens Street, Buffalo, New York 14206 (the "Company").

WITNESSETH:

WHEREAS, the Agency was created by Chapter 293 of the Laws of 1970 of the State of New York pursuant to Title I of Article 18-A of the General Municipal Law of the State of New York (collectively, the "Act") as a body corporate and politic and as a public benefit corporation of the State of New York; and

WHEREAS, the Agency and the Company previously entered into that certain Payment In Lieu Of Tax Agreement (the "PILOT Agreement"), dated as of August 1, 2021, with respect to the Company's property located at 132 Dingens Street, City of Buffalo, Erie County, New York (the "Facility"); and

WHEREAS, the Agency and the Company desire to amend the PILOT Agreement in accordance with the terms of this First Amendment to PILOT Agreement.

NOW, THEREFORE, in consideration of the covenants contained herein, and other good and valuable consideration the receipt and sufficiency of which are hereby acknowledged, it is mutually agreed as follows:

1. Any reference in the PILOT Agreement to 6.86+/- acre shall be amended and restated to 4.89+/- acre.

2. Any reference in the PILOT Agreement to SBL No. 112.19-1-14.11 shall be amended and restated as "A 4.89+/- acre portion of SBL No. 112.19-1-14.11".

4. Unless otherwise amended and modified by this First Amendment to PILOT, the terms of the PILOT Agreement shall remain unchanged and in full force and effect. This First Amendment to PILOT shall in no way be construed as a waiver of any of the rights or remedies of the Agency or a release or waiver by the Agency of any Event of Default under the PILOT Agreement. The Agency hereby reserves all such rights and remedies.

[Remainder of this page left intentionally blank]

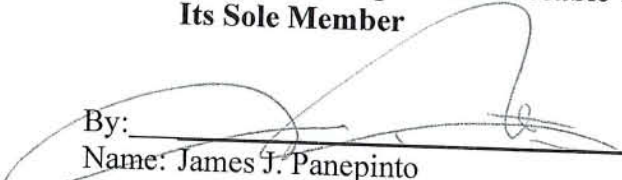
[Signature Page to First Amendment to PILOT]

IN WITNESS WHEREOF, the parties hereto have executed this First Amendment to PILOT as of the day and year first written above.

ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY

BY: 
Name: John C. Cappellino
Title: Chief Executive Officer

132 DINGENS ST, LLC
By: **Lynn M. Panepinto Irrevocable Trust,**
Its Sole Member

By: 
Name: James J. Panepinto
Title: Trustee

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

On the 16th day of February, 2023, before me, the undersigned, personally appeared **JOHN C. CAPPELLINO**, 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 signatures on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.


Notary Public

ATIQA Z ABIDI
Notary Public - State of New York
No. 01AB6432058
Qualified in Erie County
My Commission Expires 04/25/2026

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

On the 11 day of February, 2023, before me, the undersigned, personally appeared **JAMES J. PANEPINTO**, 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.


Notary Public

ROCCO LUCENTE II
Notary Public, State of New York
Qualified in Erie County
My Commission Expires 09/10/2026
ID # 0244506591.2

February 22, 2023

726 EXCHANGE STREET, SUITE 1000
BUFFALO, NY 14210
(716) 200-5050

ROBERT G. MURRAY

DIRECT: (716) 200-5180
FAX: (716) 200-5201
BMURRAY@HARRISBEACH.COM

***CERTIFIED MAIL
RETURN RECEIPT REQUESTED***

To: The Attached List of Affected Tax Jurisdictions

Re: **SBL 112.19-1-14.11: Payment in Lieu of Tax Agreement, by and between the Erie County Industrial Development Agency (the "Agency") and 132 Dingens St, LLC (the "Company") dated as of August 1, 2021 (the "PILOT Agreement") with respect to a project consisting of the construction and equipping of an 81,000+/- SF warehouse distribution facility in the City of Buffalo, New York**

To Whom it May Concern:

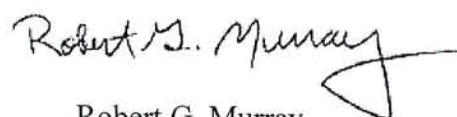
By way of background, the Agency and the Company are parties to that certain lease agreement dated as of August 1, 2021 (the "Company Lease"), by which the Company leased to the Agency a certain approximately 6.86+/- acre portion of real property and improvements located at 132 Dingens Street, City of Buffalo, Erie County, New York, being a portion of SBL No. 112.19-1-14.11 (the "Premises"), and the Agency and the Company are also parties to that certain leaseback agreement dated as of August 1, 2022 (the "Agency Lease"), by which the Agency leased the Premises back to the Company. Related thereto, the Premises, as described above and within the Company Lease and Agency Lease, are subject to a certain Payment in Lieu of Tax Agreement, also dated as of August 1, 2021, by and between the Agency and the Company (the "PILOT Agreement").

Effective as of February 1, 2023, the Agency and the Company have amended the Company Lease and the Agency Lease by removing/releasing an approximately 1.97+/- acre portion of real property from the Premises, and revising the legal description of the Premises, as contained within the amendments, accordingly. Exhibit A is attached hereto for purposes of explanation only, and shows the Premises, being defined as the "Facility" that remain subject to the PILOT Agreement, and also depicts the approximate 1.97 acre "Lands to be removed from Scope of PILOT Agreement".

The enclosed amended 412-a Form, as so related to the foregoing, is enclosed herein.

Should you have any questions, please call me at 200-5180.

Very truly yours,



Robert G. Murray

Attachments

cc: Elizabeth A. O'Keefe, Agency

List of Affected Taxing Jurisdictions

Erie County Industrial Development Agency
132 Dingens St, LLC
Project Address: 132 Dingens Street, Buffalo, New York 14206

Erie County

Regular Mail

Hon. Mark C. Poloncarz
Erie County Executive
Edward A. Rath County Office Building
95 Franklin Street, Room 1600
Buffalo, NY 14202

Certified Mail: 7019 1120 0002 1029 8768

Scott A. Bylewski, Esq., Director
Erie County Division of Real Property
Edward A. Rath County Office Building
95 Franklin Street, Room 100
Buffalo, NY 14202

Regular Mail

Erie County Tax – RPTS
Attn: John Przybyla
Edward A. Rath County Office Building
95 Franklin Street Room 100
Buffalo, NY 14202

City of Buffalo

Regular Mail

Hon. Byron W. Brown, City Mayor
City of Buffalo
65 Niagara Square, Room 201
Buffalo, NY 14202

Certified No.: 7019 1120 0002 1029 8775

Jason C. Shell, MPA, Commissioner
City of Buffalo
Assessment & Taxation Department
65 Niagara Square, Room 101
Buffalo, NY 14202

Regular Mail

Ms. Latifa Mack-Hedgepeth
Sr. Tax Administrator
City of Buffalo
65 Niagara Square, Room 120
Buffalo, NY 14202

Buffalo City School District

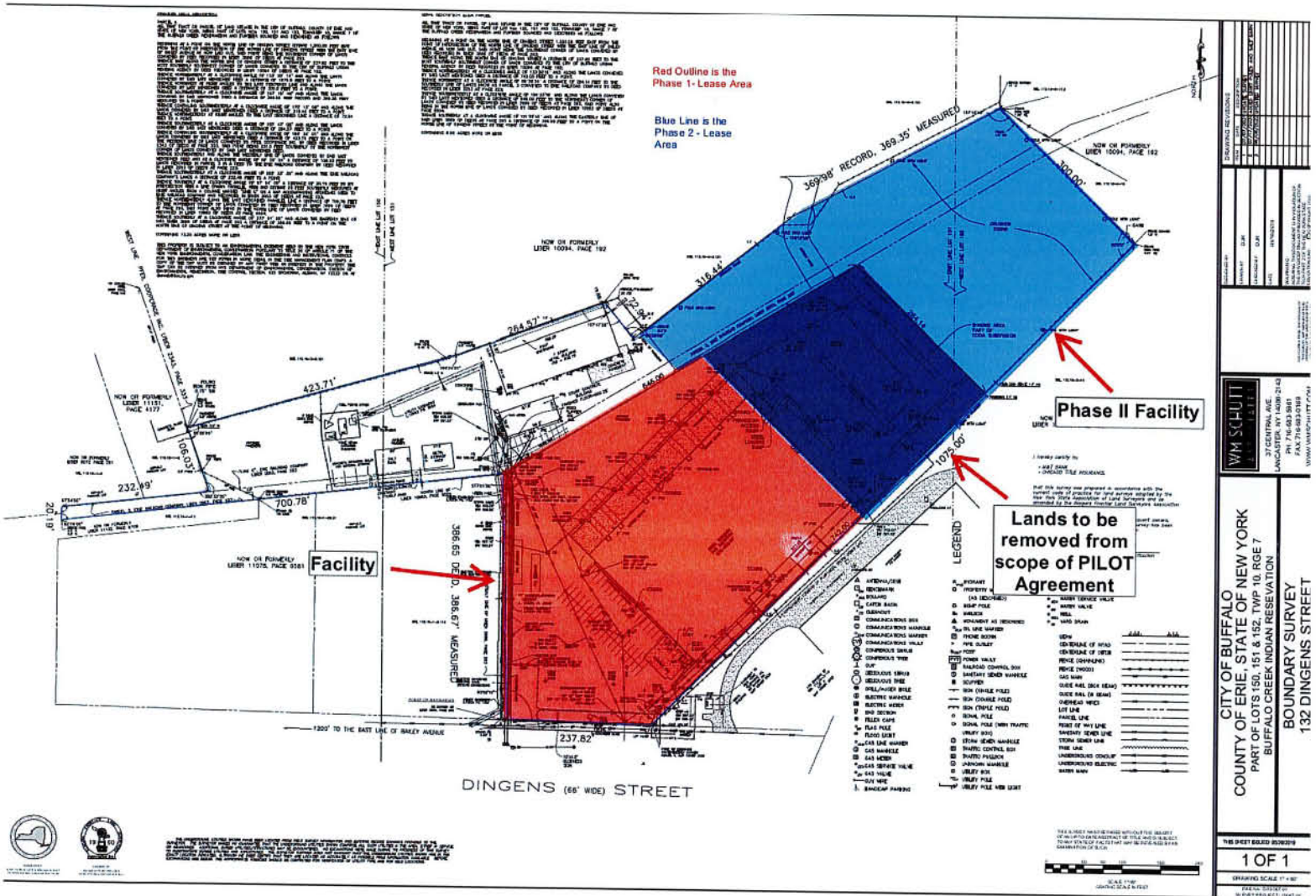
Certified No.: 7019 1120 0002 1029 8782

Dr. Tonja M. Williams, Superintendent
Buffalo City School District
City Hall, Room 712
65 Niagara Square
Buffalo, NY 14202

Regular Mail

Ms. Sharon Belton-Cottman, Board President
Buffalo City School District
City Hall, Room 801
65 Niagara Square
Buffalo, NY 14202

EXHIBIT A



THE SURVEYOR HAS REVIEWED THIS PLAN AND CERTIFIES THAT IT ACCURATELY REPRESENTS THE SURVEY DATA AND IS IN ACCORDANCE WITH THE PROFESSIONAL STANDARDS OF THE SURVEYING AND MAPPING BOARD OF THE STATE OF NEW YORK.

DRAWING REVISIONS

NO.	DATE	DESCRIPTION

WM SCHULTZ
 L.S. 111
 37 CENTRAL AVE.
 LANCASTER, NY 14086-2143
 FAX 716.833.8389
 WWW.WMSCHULTZ.COM

CITY OF BUFFALO
 COUNTY OF ERIE, STATE OF NEW YORK
 PART OF LOTS 150, 151 & 152, TWP 10, RGE 7
 BUFFALO CREEK INDIAN RESERVATION
 BOUNDARY SURVEY
 132 DINGENS STREET

THE SHEET BEING REFERRED TO IS SHEET NO. 1 OF 1
 DRAWING SCALE 1" = 40'
 FILE NO. 2022-011
 SHEET NO. 1 OF 1