

**RESOLUTION AUTHORIZING AGENCY CHAIRMAN TO EXECUTE DOCUMENTS
EVIDENCING THE TERMINATION OF AN UNDERLYING LEASE AND A LEASE
AGREEMENT WITH RESPECT TO THE PROJECT KNOWN AS THE 95 GILLIGAN
ROAD PROJECT**

WHEREAS, the Rensselaer County Industrial Development Agency (the Agency) was, on December 1, 2005, granted by Gilligan Road, LLC a leasehold interest in an approximately 7.06 acre parcel of land located at 95 Gilligan Road in the Town of East Greenbush, County of Rensselaer, NY, together with the buildings, structures and other related facilities affixed thereto (the Underlying Lease) in connection with the Agency's Gilligan Road Project, and

WHEREAS, it was agreed between the parties thereto that said Underlying Lease would be terminated upon the satisfaction of certain conditions set forth in Sections 11.1 and 11.2 of said Underlying Lease, and

WHEREAS, those conditions have now been satisfied, and

WHEREAS, on December 1, 2005, the Agency did lease the Gilligan Road Project Facility to Gilligan Road, LLC (the Lease Agreement), and

WHEREAS, by the terms of the Lease Agreement, the agreement terminated on December 31, 2016, now therefore be it

RESOLVED, that the Agency does acknowledge that the Underlying Lease and Lease Agreement have been terminated and the Chairman of the Agency is hereby authorized to execute any documents necessary to evidence the fact that the above referenced Underlying Lease and Lease Agreement have been terminated, subject to the approval thereof as to form by Agency Counsel

Resolution ADOPTED by the following vote:

Ayes: 4

Nays: 0

Abstain: 0

February 9, 2017


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

I, the undersigned (Assistant) Secretary of Rensselaer County Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on February 9, 2017 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such Resolution contained therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

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

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this 9th day of February, 2017.



(Assistant) Secretary

(SEAL)