
**ONEIDA COUNTY
INDUSTRIAL DEVELOPMENT AGENCY**

2014 REAL ESTATE LEASE

**9360 RIVER ROAD REALTY, LLC/
MED-CARE ADMINISTRATORS, LLC FACILITY**

Closing Date: March 26, 2014

Prepared by:

**BOND, SCHOENECK & KING, PLLC
501 Main Street
Utica, New York 13501**

ONEIDA COUNTY INDUSTRIAL DEVELOPMENT AGENCY

(ONEIDA COUNTY, NEW YORK)

2014 REAL ESTATE LEASE

(MED-CARE ADMINISTRATORS, LLC FACILITY)

March 26, 2014

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2014 REAL ESTATE LEASE

(MED-CARE ADMINISTRATORS, LLC FACILITY)

Parties

Oneida County Industrial Development Agency	“Agency”
9360 River Road Realty, LLC	“Company”
Med-Care Administrators, LLC	“Sublessee”
M&T Bank	“Bank”

INDEX TO TRANSCRIPT

<u>Index No.</u>	<u>Description of Documents</u>
1.	(a) Lease Agreement (from Company to Agency) (b) Memorandum of Lease Agreement (c) NYS Form TP-584
2.	(a) Leaseback Agreement (from Agency to Company) (b) Memorandum of Leaseback Agreement (c) NYS Form TP-584
3.	Sublease Agreement (from Company to Sublessee)
4.	(a) Payment-In-Lieu-of-Tax Agreement (between Agency and Company) (b) NYS Form RP-412-a (Application for Real Property Tax Exemption by an Industrial Development Agency)
5.	Environmental Compliance and Indemnification Agreement (by Company and Sublessee in favor of Agency and Bank)
6.	Job Creation and Recapture Agreement (by Company and Sublessee)

7. UCC-1 Financing Statements (from Company to Agency with assignment to Bank)
8.
 - (a) Inducement Resolution
 - (b) Notice of Public Hearing
 - (c) Minutes of Public Hearing
 - (d) Notices to Affected Taxing Jurisdictions and affidavit of mailing
9. Inducement Agreement
10.
 - (a) SEQR Resolution
 - (b) Authorizing Resolution
11. Closing Certificate of the Agency
 - Exhibit A – Certificate of Establishment
 - Exhibit B – Bylaws
12. Closing Certificate of the Company
 - Exhibit A – Articles of Organization
 - Exhibit B – Operating Agreement
 - Exhibit C – Authorizing Resolution
 - Exhibit D – Pending Litigation
 - Exhibit E – Certificates of Insurance
13. Closing Certificate of the Sublessee
 - Exhibit A – Articles of Organization
 - Exhibit B – Operating Agreement
 - Exhibit C – Good Standing Certificate
 - Exhibit D – Authorizing Resolution
 - Exhibit E – Pending Litigation
 - Exhibit F – Certificates of Insurance
14. Opinion of Agency Counsel
15. Opinion of Transaction Counsel
16. Opinion of Company and Sublessee Counsel
17.
 - (a) Mortgage (from Agency and Company to Bank)
 - (b) Recording Affidavit (by Agency)

18. (a) Second Mortgage (from Agency and Company to Bank)
 (b) Recording Affidavit (by Agency)

19. (a) General Assignment of Rents (from Agency and Company to Bank)
 (b) Recording Affidavit (by Agency)

20. Specific Security Agreement (from Agency and Company to Bank)

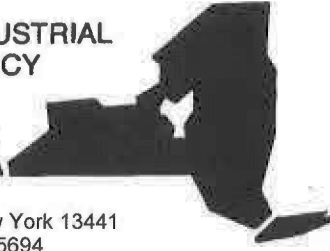
Anthony J. Picente Jr.
County Executive

Shawna M. Papale
Secretary/Treasurer
Executive Director

Jennifer Waters
Assistant Secretary

ONEIDA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

OCIDA



584 Phoenix Drive, Rome, New York 13441
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info@mvedge.org www.mvedge.org

David C. Grow
Chairman

Natalie Brown
Vice Chairman

Ferris Betrus Jr.
Michael Fitzgerald
Mary Faith Messenger
Eugene Quadraro
Stephen Zogby

Transaction Number: 930390

OCIDA PILOT/ BOND SUMMARY CLOSING SHEET

Company Name: 9360 River Road Realty, LLC/Med-Care Administrators, LLC

Property Address: 9360 River Road, Town of Marcy

Property Tax Map Number: 292.004-1-37

Company representative to receive correspondence and PILOT bills: Matthew J. Ross, Member

Mailing Address: 16 Mulberry Court, Whitesboro, New York 13492

Telephone Number: 315-736-2080 Fax Number: 315-736-2162

E Mail: mross@medcareadmin.com

Check Applicable: PILOT Only: PILOT & BOND:

PILOT Start Date: 03/01/2015 PILOT End Date: 12/31/2025

PILOT Term – Summarize PILOT in terms of % and which years.

Company will pay 1/3 of taxes years 1 - 5; 2/3 of taxes years 6 - 10; and 100% of taxes after year 10.

Employment Obligation: Maintain the lesser of 60 FTEs at the Facility or 90% of the Company's and/or the Sublessee's and all affiliates' national workforce within Oneida County.

Total Project Cost: \$1,356,401

List all applicable taxing jurisdictions and POC:

Municipal: Town of Marcy: (1) Supervisor Brian Scala, 8801 Paul Becker Road, Marcy NY 13403
(2) Tax Collector, Gina Schillaci, Town Clerk, P.O. Box 220, Marcy NY 13403

County: Oneida County: (1) Anthony J. Picente, Jr., County Executive, 800 Park Avenue, Utica NY 13501
(2) Kathy Pilbeam, 800 Park Ave. Utica, NY 13501

School: Whitesboro Central School District: (1) David Langone, Superintendent, 67 Whitesboro Street, Yorkville,
New York 13495; (2) Receiver of Taxes, 8539 Clark Mills Road, Whitesboro, NY 13492

Bond Expiration if Applicable: _____

Bond Originator: (Name, POC, Tele. & Address) _____

Bond Trustee: (Name, POC, Tele. & Address) _____

9360 RIVER ROAD REALTY, LLC

to

ONEIDA COUNTY INDUSTRIAL DEVELOPMENT AGENCY

LEASE AGREEMENT

Dated as of March 1, 2014

Oneida County Industrial Development Agency
2014 Real Estate Lease
(Med-Care Administrators, LLC Facility)