

CORTLAND COUNTY INDUSTRIAL DEVELOPMENT AGENCY

APPLICATION FOR SALE/LEASEBACK TRANSACTION

IMPORTANT NOTICE: The answers to the questions contained in this application are necessary to determine your firm's eligibility for tax exemptions and other assistance from Cortland County Industrial Development Agency. The answers will also be used in the preparation of papers in this transaction. Accordingly, an officer or other employee of your firm who is thoroughly familiar with the business and affairs of your firm and who is also thoroughly familiar with the proposed project should answer all questions accurately and completely. This application is subject to acceptance by the Agency.

TO: CORTLAND COUNTY INDUSTRIAL DEVELOPMENT AGENCY
37 CHURCH STREET
CORTLAND, NEW YORK 13045

This application is by applicant respectfully states:

APPLICANT: Suit-Kote Corporation

APPLICANTS' STREET ADDRESS: 1911 Lornings Crossing Rd

CITY: Cortland **STATE** NY **PHONE NO.** 607-753-1100

NAME OF PERSON (S) AUTHORIZED TO SPEAK FOR APPLICANT WITH RESPECT TO THIS APPLICATION: Frank H. Suits Jr., Paul G. H. Suits

IF APPLICANT IS REPRESENTED BY AN ATTORNEY, COMPLETE THE FOLLOWING:

NAME OF FIRM: Pomeroy, Armstrong, Casullo & Monty, LLP

NAME OF ATTORNEY: Francis J Casullo

ATTORNEY'S STREET ADDRESS: 16 Tompkins St

CITY: Cortland **STATE** NY **PHONE NO.** 607-753-7501

NOTE: PLEASE READ THE INSTRUCTIONS ON PAGE 2 BEFORE FILLING OUT THIS APPLICATION.

INSTRUCTIONS

1. The Agency will not approve any applications unless, in the judgment of the Agency, said application contains sufficient information upon which to base a decision whether to approve or tentatively approve an action.
2. Fill in all blanks, using "none" or "not applicable" or "N/A" where the question is not appropriate to the project which is the subject of this application (the "Project").
3. If an estimate is given as the answer to a question, put "(est)" after the figure or answer, which is estimated.
4. If more space is needed to answer any specific question, attach a separate sheet.
5. When completed, return two (2) copies of this application to the Agency at the address indicated on the first page of this application.
6. The Agency will not give final approval to this application until the Agency receives a completed environmental assessment form concerning the Project, which is the subject of this application.
7. Please note that Article 6 of the Public Officers Law declares that all records in the possession of the Agency (with certain limited exceptions) are open to public inspection and copying. If the applicant feels that there are elements of the Project which are in the nature of trade secrets or information, the nature of which is such that if disclosed to the public or otherwise widely disseminated would cause substantial injury to the applicant's competitive position, the applicant may identify such elements in writing and request that such elements be kept confidential in accordance with Article 6 of Public Officers Law.
8. The applicant will be required to pay to the Agency all actual costs incurred in connection with this application and the Project contemplated herein (to the extent such expenses are not paid out of the proceeds of the Agency's bonds issued to finance the project. The applicant will also be expected to pay all costs incurred by general counsel and bond counsel to the Agency. The costs incurred by the Agency, including the Agency's general counsel and bond counsel, may be considered as apart of the project and included as a part of the resultant bond issue.
9. The Agency has established an application fee to Two Hundred Fifty Dollars (\$250) to cover the anticipated costs of the Agency in processing this application. A check or money order made payable to the Agency must accompany each application. **THIS APPLICATION WILL NOT BE ACCEPTED BY THE AGENCY UNLESS ACCOMPANIED BY THE APPLICATION FEE.**
10. The Agency has established a project fee for each project in which the Agency participates. **UNLESS THE AGENCY AGREES IN WRITING TO THE CONTRARY, THIS PROJECT FEE IS REQUIRED TO BE PAID BY THE APPLICANT AT OR PRIOR TO THE GRANTING OF ANY FINANCIAL ASSISTANCE BY THE AGENCY.**

FOR AGENCY USE ONLY

1.	Project Number	
2.	Date application Received by Agency	_____, 20__
3.	Date application referred to attorney for review	_____, 20__
4.	Date copy of application mailed to members	_____, 20__
5.	Date notice of Agency meeting on application posted	_____, 20__
6.	Date notice of Agency meeting on application mailed	_____, 20__
7.	Date of Agency meeting on application	_____, 20__
8.	Date Agency conditionally approved application	_____, 20__
9.	Date scheduled for public hearing	_____, 20__
10.	Date Environmental Assessment Form ("EAF") received	_____, 20__
11.	Date Agency completed environmental review	_____, 20__
12.	Date of final approval of application	_____, 20__

**INFORMATION CONCERNING THE PROPOSED OCCUPANT OF THE PROJECT
(HEREINAFTER, THE "COMPANY")**

A. Identity of Company:

1. Company Name: Suit-Kote Corporation
 Present Address: 1911 Lorings Crossing Rd, Cortland, NY
 Zip Code: 13045 Employer's ID No.: 16-1177189
2. If the Company differs from the Applicant, give details of relationship:
NA
3. Indicate type of business organization of Company:
 - a. ☒ Corporation. If so, incorporated in what country? USA;
 State: NY; Date Incorporated 1982;
 Type of Corporation? SUB S Corp.; Authorized to do business in
 New York State? Yes x; No _____.
 - b. ☐ Partnership. If so, indicate type of partnership _____;
 Number of general partners _____; Number of limited partners _____.
 - c. ☐ Limited Liability Company. Formed in what country _____;
 State: _____; Date of Formation _____;
 Authorized to do business in New York State? Yes _____ No _____.
 - d. ☐ Sole proprietorship. Name of Sole Proprietor: _____.
4. Is the Company a subsidiary or direct or indirect affiliate of any other
 organization(s)? If so, indicate name of related organization(s) and
 relationship:
na

B. Management of Company:

1. List all owners, officers, directors and partners (complete all columns for
 each person):

Name and Home Address	Office Held	Other Principal Office
Frank H Suits Jr	President	Treasurer
Paul G. H. Suits	Vice President	Secretary
Scott Harris	Vice President	
Michael N. Guerin	Vice President	
James A Ehle	CFO	
Steve R Rebman	Vice President	
Daniel M Quinlan	Vice President	

2. Is the Company or management of the Company now a plaintiff or a defendant in any civil or criminal litigation? Yes____; No x.
3. Has any person listed above ever been convicted of a criminal offense) other than a minor traffic violation)? Yes ____; No x.
4. Has any person listed above or any concern with whom such person has been connected ever been in receivership or been adjudicated a bankrupt? Yes____; No x.
5. If the answer to any of questions 2 through 4 is yes, please, furnish details in a separate attachment.

C. Principal owners of Company:

1. Is Company publicly held? Yes ____; No x. If yes, please list exchanges where stock is traded: _____
2. If no, list all stockholders having a 5% or more interest in the Company:

Name	Address	Percentage of Holding
Frank H. Suits Jr	Cosmos Hill Rd	50%
	Cortland, NY	
Paul G. H. Suits	18 Balmoral Way	50%
	Homer, NY	

D. Company's principal bank (s) of account: Citizen's Bank

II. DATA REGARDING PROPOSED PROJECT.

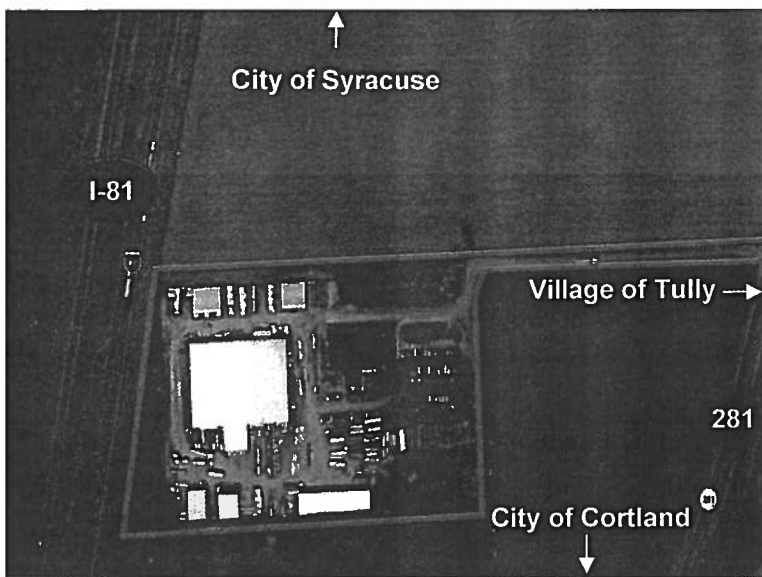
- A. Description of the Project: (Please provide a brief narrative description narrative description of the Project.) See attached sheet
- B. Location of Project:

1. Street Address: 2188 Thomas Albert Dr.
2. City of _____
3. Town of Preble
4. Village of _____
5. County of Cortland

Exclusive Offering
FOR SALE OR LEASE

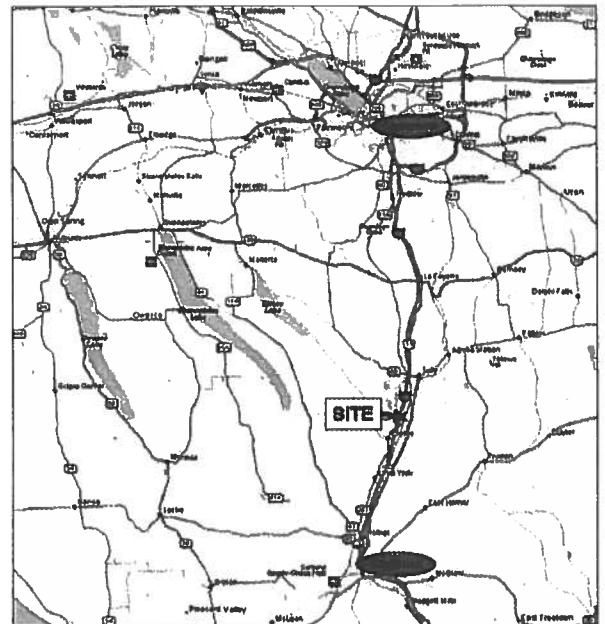
BARDEN & ROBESON FACILITY

2188 Thomas Albert Drive
Preble, NY 13141



FEATURES:

- 111,134 ± Total Square Feet
 - Office: 15,563 ± SF
 - Warehouse: 29,800 ± SF
 - Manufacturing: 65,771 ± SF
- Office & Manufacturing can be subdivided out and quoted separately
- Built in 2004
- 15.97 ± acres – Additional acreage available
- Ceiling height: 22'6" - 29'6"
- Access to I-81 via Route 281, Preble exit
- 5 doors, 5 docks
- Motorized 2 ton overhead crane
- Sprinklers
- Rail access
- Grants & Incentives available



For further information contact:

GEORGE LEE
(315) 445-8527
glee@pyramidbrokerage.com

DAVID FARRINGTON
(585) 248-9426 X326
dfarrington@pyramidbrokerage.com

No warranty or representation, express or implied, is made as to the accuracy of the information contained herein, and same is submitted subject to errors omissions, change of price, rental or other conditions, withdrawal without notice, and to any specific listing conditions, imposed by our principals.



**CUSHMAN &
WAKEFIELD**



**Pyramid Brokerage
Company**

INDEPENDENTLY OWNED AND OPERATED

5786 Widewaters Pkwy, Syracuse, NY 13214
(315) 445-1030 • Fax: (315) 445-2074 pyramidbrokerage.com



INFORMATION SHEET

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PROPERTY SUMMARY

Address: 2188 Thomas Albert Drive
Preble, NY 13141
Cortland County

Legal Identification: 17-04-14.21

Location/Access: The Barden Facility is located approximately equidistant between Syracuse and Cortland, NY, less than 1/2 mile off Exit 13 of Interstate Route 81. The westerly boundary of the property borders NY State Route 281 onto Thomas Albert Drive, a Town of Preble road, from NY State Route 281.

Municipality: Town of Preble, Cortland County

Zoning: Industrial

Tax Parcel: 17.00-04-14.210

Acreage: 15.97 Acres, up to 100 acres available to the north and east; owner will separate and subdivide office and parking if desired.

Frontage: 180 feet on Thomas Albert Drive, 617 feet on I-81

Parking: Office facility has 127 dedicated cars of which 28 can be shared with the manufacturing facility has 17 dedicated spots with ample room for expansion.

Grants & Incentives: Property may qualify for Federal and State Economic Grants and Loans.

Construction date: 2004

Square Footage: Manufacturing Building: 65,771 SF
Office Building: 15,563 SF
Storage Facilities: 29,800 SF
Total: 111,134 SF

Price: \$2.2 Million for entire parcel.
Please contact George Lee or David Farrington for possible subdividing pricing.

Other options: Owners will consider a lease arrangement of all or a portion of the property.

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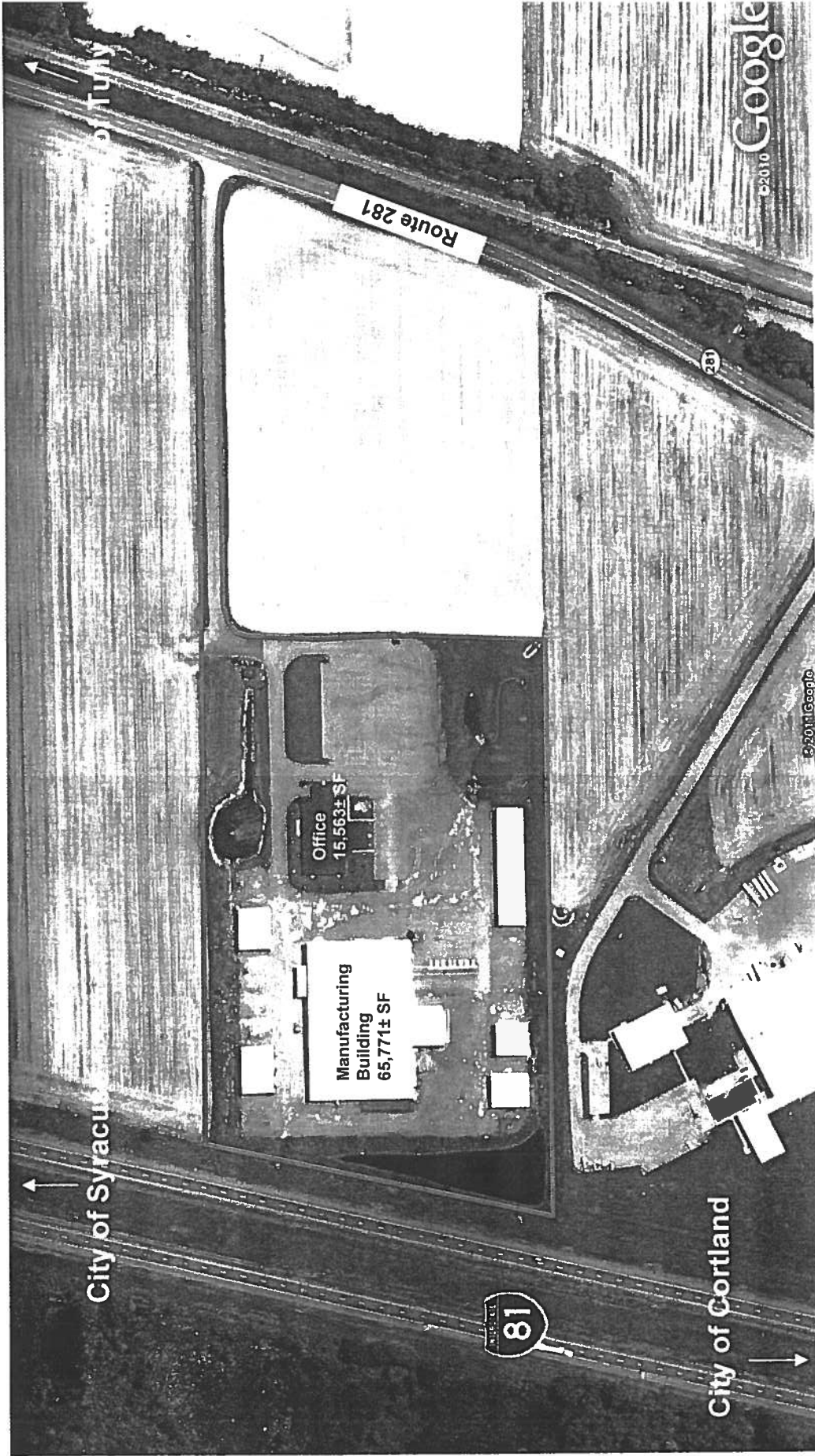
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AERIAL

2188 THOMAS ALBERT DRIVE



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C. Description of the Project site:

1. Approximate size (in acres or square feet) of the Project site: 15.97.
Is a map, survey or sketch of the Project site attached? Yes x; No ____.
Realtor Description attached.
2. Are there existing buildings on the Project Site? Yes x; No ____.
 - a. If yes, indicate each existing building and indicate the approximate size (in square feet) of each building: Office 15,583 SF,
Warehouse 29,800 SF, Manufacturing 65,771 SF
 - b. Are the existing buildings in operation? Yes ____; No x. If yes, describe present use of present buildings: ____
The Property is for sale.
 - c. Are the existing buildings abandoned? Yes x; No _____. About to be abandoned? Yes ____; No _____. If yes, describe: ____
Property is for sale and has been vacant
for several years
 - d. Attach photograph of present buildings. See attachment
3. Utilities serving the Project site: Office
Water-Municipal: ____
Other (describe) Wells, See attached
Sewer-Municipal: ____
Other (describe) Septic - See attached
Electric-Utility: ____
Other (describe) 250 Amp 450K/277 3 phase
Heat-Utility: ____
Other (describe) Geothermal system
4. Present legal owner of the Project site: Barden & Robenson built 2004
 - a. If the Company owns the Project site, indicate date of purchase: ____
Purchase price: \$ NA.
 - b. If Company does not own the Project site, does Company have an option signed with the owner to purchase the Project site? Yes x; No _____. If yes, indicate date option signed with the owner: 2/15/12; and the date the option expires: 3/2/12 with an
option to extend
to 4/11/12

INFORMATION SHEET

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CORPORATE OFFICES

Total SF:	15,563 ± SF
Rooms:	Large vestibule & reception area 2 conference rooms 2 executive offices 14' x 20' with cherry hardwood floors 1 office suite 6 smaller offices 8' x 12' 10 moderate size offices 12' x 12' 2 large office areas 16' x 16' & 16' x 20' Large open area 52' x 54' with 31 modules with desks 1 training room 24' x 34' Exercise room 21' x 12' Employee lunch room 15' x 31' Copier/printer area Phone center/marketing area 850 SF 4 private bathrooms Mens/womens bathrooms (handicap accessible) Large storage area with shelving
Construction:	Wood frame over crawl space
Floors:	Hardwood, carpeting and ceramic tile
Ceilings:	Drywall, 10 ft. ceilings throughout; large central "bull pen" area has a cathedral ceiling with indirect lighting
Walls:	Drywall, painted and wallpapered. Extensive solid hardwood cabinetry throughout
Heating & A/C:	Geothermal system- dedicated well provides water to a heat pump system located in the crawl space of the building. There are multiple zones.
Electrical:	250 Amp, 450K/277, 3 phase
Septic:	Large system with a design capacity of 1,875 GPM for approximately 125 employees. System is designed for a 75% capacity increase.
Water:	Three wells service the office and manufacturing facility- one for domestic consumption with health dept. approved filtration system that provides about 25 GPM, one for the geothermal system, and one for fire protection with 1,700 GPM capacity.
Fire Alarm System:	Throughout- directly to the Town of Preble fire department.
Basement:	Building is built on a crawl space with finished concrete floor

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C. Description of the Project site:

1. Approximate size (in acres or square feet) of the Project site: _____.
Is a map, survey or sketch of the Project site attached? Yes ____; No ____.
2. Are there existing buildings on the Project Site? Yes ____; No ____.
 - a. If yes, indicate each existing building and indicate the approximate size (in square feet) of each building: _____

 - b. Are the existing buildings in operation? Yes ____; No _____. If yes, describe present use of present buildings: _____

 - c. Are the existing buildings abandoned? Yes ____; No _____. About to be abandoned? Yes ____; No _____. If yes, describe: _____

 - d. Attach photograph of present buildings. See attachment
3. Utilities serving the Project site: Maintenance Facility
Water-Municipal: _____
Other (describe) Wells, See attached
Sewer-Municipal: _____
Other (describe) Septic - See attached
Electric-Utility: _____
Other (describe) 1200 Amp 450K/277 3 phase
Heat-Utility: _____
Other (describe) Propane fired ceiling hung forced hot
air hear & radiant heat.
4. Present legal owner of the Project site: Barden & Robenson
 - a. If the Company owns the Project site, indicate date of purchase: ____.
Purchase price: \$ _____.
 - b. If Company does not own the Project site, does Company have an option signed with the owner to purchase the Project site? Yes ____;
No _____. If yes, indicate date option signed with the owner:
_____; and the date the option expires: _____.

INFORMATION SHEET

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Maintenance Facility

Total SF: 65,771 ± SF

Building Dimensions: 300 ft. by 200 ft. with addition of a 71 x 59 foot section & a mezzanine

Construction: Steel on slab with metal pitched roof, one interior set of columns every 26 feet

Floors: Concrete slab-6" over 6" run a crush

Roof Assembly: Standing seam metal roof over 6" white polyester faced batt insulation

Ceiling height:: 22'6" to 29'6" eave height

Lighting: Ceiling hung halogen lights

Sprinklers: Throughout-wet system

Bathrooms: Men (2 stalls, 3 urinals): women (1 stall)

Heating: Propane fired ceiling hung forced hot air heat and radiant heat

Electrical: 1200 Amp, 480Y/277, 3 phase

Loading: South side – Warehouse area has 2 loading docks with 9 x 10 ft overhead doors. Manufacturing portion has an interior loading area with 3 docks and 44 ft. platforms between docks for loading; and 2 ground level overhead doors 24 x 18 ft. and 16 x 16 ft. overhead door. Manufacturing portion has 2 ground level 24 x 16 ft overhead doors and 1 ground level 22 x 16 ft overhead door and one ground level 10 x 10 ft. overhead door.

Interior Walls: Plywood to 7 ft. 6 inches and insulation above

Overhead crane: Motorized 3 truck crane system, with 2 ton crane using 2-1 ton hoists running 116 x 50 ft wide with 20 ft. clearance.; located in the loading area and extending into the production space.

Mezzanine Office: A 36 x 29 ft mezzanine built on the north side of the manufacturing portion with 3-12'6" x 17' offices on the second floor, and breakroom and bathrooms on the lower floor.

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- c. If the Company does not own the Project site, is there a relationship legally or by common control between the Company and the present owner of the Project site? Yes____; No x. If yes describe; _____

5. a. Zoning District in which the Project site is located: Light Industrial
Regulations Attached
b. Are there any variances or special permits affecting the Project site?
Yes x; No _____. If yes, list below and attach copies of all such
variances or special permits: Aquifer permit and site plan review

D. DESCRIPTION OF PROPOSED CONSTRUCTION:

1. Does part of the Project consist of the acquisition or construction of a new building or buildings? Yes ____; No x. If yes, indicate number and size of new buildings: _____
NA
2. Does part of the Project consist of additions and/or renovations to existing buildings located on the Project site? Yes x; No _____. If yes, indicate the number of buildings to be expanded or renovated, the size of any expansions and the nature of expansion and/or renovation: Shop building will have new truck lifts, paint booth, storage cabinets
Office blg will require new phone system, internet connection
and furniture. See attached documentation.
3. Describe the principal uses to be made by the Company of the building or buildings to be acquired constructed or expanded: Equipment repair and transport facility, sales office and construction office.
Will Not be production or manufacturing, See narrative
for full details.

E. DESCRIPTION OF THE EQUIPMENT

1. Does a part of the Project consist of the acquisition or installation of machinery, equipment or other personal property (the "Equipment")? Yes x; No _____. If yes describe the Equipment: Equipment to be used in the maintenance of Suit-Kote Corp. existing and/or future equipment and machinery. See attached list for details.
2. With respect to the Equipment to be acquired, will any of the Equipment be Equipment, which has previously been used? Yes x; No _____. If yes, please provide detail: Equipment will be transferred from other Suit-Kote locations.

D2 – Yes – current plans to upgrade, expand or renovate the current facilities include:

- a. Installing a lubrication system that requires the addition of three 1,000 gallon lubrication storage tanks, one 275 gallon tank and a dispensing system.
- b. A new parts department that will require minor renovation to the existing building to include a service counter, an office and a rack and shelving system.
- c. One 75 ton and one 30 ton hydraulic truck lifts.
- d. A concrete pad will need to be poured to accommodate the installation of the lubrication tanks, two 12,000 gallon fuel tanks, two 275 gallon fuel tanks, various pumps, meters and piping. This area will also be enclosed by a new roof.
- e. Offices for professional personnel.

D3 – Suit-Kote currently owns and operates several hundred pieces of heavy and light highway machinery. Storing this equipment properly when not in use is essential to maintain and repair this equipment. The Preble facility will house this equipment during the offseason and will also serve a place to store any idle machinery during the work season.

- All mechanical and equipment maintenance and repair functions will be performed at this new location, in the already constructed work bays. Suit-Kote plans to move all of the necessary equipment to this location and take advantage of the preexisting equipment that has already been installed at the facility as well as the additions listed in question D3. This new state of the art facility will allow Suit-Kote to significantly upgrade its mechanical and maintenance operations and transfer it from the current Lorings Crossing facility.
- In addition to large and small engine mechanical repair, Suit-Kote also plans to use this facility for welding, automotive body repair and painting.

Suit-Kote also plans to relocate all road maintenance work crew personnel currently housed at the Lorings Crossing facility. This will move approximately two hundred current Suit-Kote employees to the new facility. It should be noted that these individuals will be dispatched from this location.

- Relocate as many as **10** full time professional and service staff from Suit-Kote's corporate headquarters to the new Preble location. These employees operate in the professional capacities of sales, marketing, mechanical and operations management.

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E1 – yes –

- Installing a lubrication system that requires the addition of three 1,000 gallon lubrication storage tanks, one 275 gallon tank and a dispensing system.
- One 75 ton Truck hydraulic truck lift
- One 30 ton hydraulic truck lift.
- Two 12,000 gallon fuel tanks

E2 – yes – Suit-Kote plans to move the following equipment from Loring's Crossing facility to the Preble facility:

- Engine shop repair equipment
- Mechanic tools
- Hydraulic lifts
- Existing stock room parts
- Welding equipment
- Air compressors
- Engine block cleaning units
- Painting equipment

3. Describe the principal uses to be made by the Company of the Equipment to be acquired or installed: Repair and maintenance of Suit-Kote Equipment See attached narrative for additional details.

F. PROJECT USE:

1. What are the principal products to be produced at the Project site? NA
2. What are the principal activities to be conducted at the Project? Equipment Maintenance- see attached narrative
3. Does the Project include facilities or property that are primarily used in making retail sales of goods or services to customers who personally visit such facilities? Yes ___; No x. If yes please provide detail:

4. If the answer to question 3 is yes, what percentage of the cost of the Project will be expended on such facilities or property primarily used in making retail sales of goods or services to customers who personally visit the Project? NA %
5. If the answer to question 3 is yes, and the answer to question 4 is more than 33.33%, indicate whether any of the following apply to the Project:
 - a. Will the Project be operated by a not-for-profit corporation? Yes ___; No x. If yes, please explain: NA
 - b. Is the Project likely to attract a significant number of visitors from outside the economic development region in which the Project will be located? Yes ___; No x. If yes, please explain: NA
 - c. Would the Project occupant, but for the contemplated financial assistance from the Agency, locate the related jobs outside of New York State? Yes ___; No x. If yes, please explain: NA

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E3 – Please see question D3 on page 6 of this application.

- d. Is the predominant purpose of the Project to make available goods or services which would not, but for the Project, be reasonably accessible to the residents of the city, town or village within which the Project will be located, because of a lack of reasonably accessible retail trade facilities offering such goods or services? Yes___; No x. If yes, please provide detail: _____

- e. Will the Project be located in one of the following: (i) in the City of New York; (ii) an area designed as an economic development zone pursuant to Article 18-B of the General Municipal Law; or (iii) a census tract or block numbering area (or census tract or block number area contiguous thereto) which, according to the most recent census data, has (x) a poverty rate of at least 20% for the year in which the data relates, or at least 20% of households receiving public assistance, and (y) an unemployment rate of at least 1.25 times the statewide unemployment rate for the year to which the data relates? Yes___; No x. If yes, please explain: _____

6. If the answers to any of subdivisions c. through e. of questions 5 is yes, will the Project preserve permanent, private sector jobs or increase the overall number of permanent, private sector jobs in the State of New York? Yes NA; No___. If yes, please explain: _____

7. Will the completion of the Project result in the removal of a plant or facility of the Company or another proposed occupant of the Project (a "Project Occupant") from one area of the State of New York to another area of the State of New York? Yes___; No x. If yes, please explain:
It will be a consolidation move for our repair facilities, Transport, Sales and Construction office. Cortlandville will not close, Corporate Headquarters will remain at present location.
8. Will the completion of the Project result in the abandonment of one or more plants or facilities of the Company located in the State of York? Yes___; No x. If yes, provide detail: It will be a consolidation move to allow SK to be more competitive with our competitors.

9. If the answer to either question 7 or question 8 is yes, indicate whether any of the following apply to the Project:

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#7 – Suit-Kote plans to use this facility as its new home to operations, sales and marketing. This facility will augment a portion of the current Loring's Crossing facility in Cortlandville. All of the manufacturing and mills will remain in Cortlandville along with Suit-Kote Corporate headquarters. Also remaining at the current location is our laboratory testing facility, all emulsion mills and all manufacturing related functions and personnel.

#8

Suit-Kote has experienced significant growth in the last decade. Suit-Kote has found it increasingly difficult to meet the needs of its customers and must find a more suitable facility to house equipment and process operations that is hampering our current capacity. In short, Suit-Kote will not be closing the current facility rather they will be expanding to another location that will allow for the necessary flexibility to meet market demands.

- a. Is the Project reasonably necessary to preserve necessary to preserve the competitive position of the Company or such Project Occupant in its industry? Yes x; No _____. If yes, please provide detail: This type of consolidation for Suit-Kote is necessary to keep Suit-Kote competitive in our market especially with the competition of multi-international conglomerates and keep costs down.
- b. Is the Project reasonably necessary to discourage the Company or such Project Occupant from removing such other plant or facility to a location outside the State of New York? Yes x; No _____. If yes, please provide detail: Have considered moving elsewhere in NYS or Northern PA, see Cortland Standard Article.

G. **PROJECT STATUS:**

1. If the Project includes the acquisition of any land or buildings, have any steps been taken toward acquiring same? Yes x No _____. If yes, please discuss in detail the approximate stage of such acquisition: Under contract with Barden & Robenson for purchase of Barden Homes property.

2. If the Project includes the acquisition of any Equipment, have any steps been taken toward acquiring same? Yes ____; No x. If yes, please discuss in detail the approximate stage of such acquisition: _____

NA

3. If the Project involves the construction or reconstruction of any building or other improvement, has construction work on any such building or improvement begun? Yes ____; No x. If yes, please discuss in detail the approximate extent of construction and the extent of completion. Indicate in your answer whether such specific steps have been completed as site clearance and preparation; completion of foundations; installation of footings; etc.: _____

NA

4. Please indicate amount of funds expended on the Project by the Company in the past three (3) years and the purpose of such expenditures: _____

NA

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#9a – Yes – Suit-Kote needs to secure a newer facility that will allow for more flexibility in meeting the needs of our demanding workforce and customer base. Suit-Kote is currently over capacity at the current facility, which has caused a slowing of our ability to meet growing market demands. If the operations function for the corporation is not relocated soon, it will place unnecessary production limits on our facility and at our other locations resulting in Suit-Kote being unable to expand its market share. This new facility is directly related to relieving internal and facility stress that is sure to compromise our future growth.

#9b – Due to the nature of Suit-Kote's business relocation of vital corporate functions are limited to a specific area or region. Currently the bulk of Suit-Kote's market interests lie in Upstate New York and Pennsylvania, thus all operations and manufacturing must be located within that area.

As the need for a new facility became clear, Suit-Kote began to look for areas within our geographic confines to house our new facility. We looked at business climate, friendliness, taxes and suitable existing structures as the foundation of our search. In researching possible options, we found these criteria could be more than adequately satisfied in Onondaga County, Genesee County, Broome County and several area's across Northeastern Pennsylvania.

It has always been Suit-Kote's goal to remain in Cortland County as long as it continues to make sound business sense. As a long-standing corporate citizen in Cortland, Suit-Kote would like to remain in the county where a large majority of its workforce resides. However if the cost of this decision outweighs our corporate interests, then an alternate location would be needed. We support many local businesses and prefer to keep our purchasing local, the attached list depicts the dollars spent with local vendors.

Suit-Kote has always strived to be a good corporate neighbor and have gone above and beyond the call of duty when needed, but in turn Suit-Kote also wants to be a desired neighbor for the community.

The total maintenance and transportation needs provided by local vendors to Suit-Kote Corp. in 2011 was \$5,073,148.00.

Total taxes paid to Cortland County in 2011 was over \$420,000.00

Suit-Kote payroll in Cortland County along in 2011 was \$11,160,109.40

Total donations given locally in Cortland County by Suit-Kote Corp. was nearly \$100,000.00 in 2011.

III. INFORMATION CONCERNING LEASES OR SUBLEASES OF THE PROJECT.
(PLEASE COMPLETE THE FOLLOWING SECTION IF THE COMPANY INTENDS TO
LEASE OR SUBLEASE ANY PORTION OF THE PROJECT).

A. Does the Company intend to lease or sublease more than 10% (by area or fair market value) of the Project? Yes___; No x. If yes, please complete the following for each existing or proposed tenant or subtenant:

1. Sub lessee name: NA
Present Address: _____
City: _____ State: _____ Zip: _____
Employer's ID No.: _____
Sub lessee is: _____ Corporation: _____ Partnership: _____ Sole Proprietorship
Relationship to Company: _____
Percentage of Project to be leased or subleased: _____
Use of Project intended by Sub lessee: _____
Date of lease or sublease to Sub lessee: _____
Term of lease or sublease to Sub lessee: _____
Will any portion of the space leased by this sub lessee be primarily used in making retail sales of goods or services to customers who personally visit the Project? Yes___; No___. If yes, please provide on a separate attachment (a) details and (b) the answers to questions II (F) (4) through (6) with respect to such sub lessee.
2. Sub lessee name: NA
Present Address: _____
City: _____ State: _____ Zip: _____
Employer's ID No.: _____
Sub lessee is: _____ Corporation: _____ Partnership: _____ Sole Proprietorship
Relationship to Company: _____
Percentage of Project to be leased or subleased: _____
Use of Project intended by Sub lessee: _____
Date of lease or sublease to Sub lessee: _____
Term of lease or sublease to Sub lessee: _____
Will any portion of the space leased by this sub lessee be primarily used in making retail sales of goods or services to customers who personally visit the Project? Yes___; No___. If yes, please provide on a separate attachment (a) details and (b) the answers to questions II (F) (4) through (6) with respect to such sub lessee.
3. Sub lessee name: NA
Present Address: _____
City: _____ State: _____ Zip: _____
Employer's ID No.: _____
Sub lessee is: _____ Corporation: _____ Partnership: _____ Sole Proprietorship
Relationship to Company: _____

Percentage of Project to be leased or subleased: _____
 Use of Project intended by Sub lessee: _____
 Date of lease or sublease to Sub lessee: _____
 Term of lease or sublease to Sub lessee: _____
 Will any portion of the space leased by this sub lessee be primarily used in making retail sales of goods or services to customers who personally visit the Project? Yes___; No___. If yes, please provide on a separate attachment (a) details and (b) the answers to questions II (F) (4) through (6) with respect to such sub lessee.

B. What percentage of the space intended to be leased or subleased is now subject to a binding written lease or sublease? _____

- IV. **EMPLOYMENT IMPACT.** Indicate below the number of people presently employed at the Project Site and the number that will be employed at the Project site at end of the first and second years after the Project has been completed (Do not include construction workers). Also indicate below the number of workers employed at the Project site representing newly created positions as opposed to positions relocated from other project sites of the applicant.

TYPE OF EMPLOYMENT				
*	Professional Or Managerial	Skilled or unskilled	Semi-Skilled	Totals
Present Full Time				
Present Part Time				
Present Seasonal				
First Year Full Time		2		2
First Year Part Time				
First Year Seasonal			3	3
Second Year Full Time		1		1
Second Year Part Time				
Second Year Seasonal			1	1

Transferring (21⁹ est) of full-time/seasonal and part-time jobs to the proposed Preble Facility.

Already have hired 1 full time person for project and will have to hire people for the existing Lorings Crossing Rd. location.

Page 11

Suit-Kote plans to retain more than 210 full time jobs. These jobs are currently being performed for the most part by Cortland County residents. If the corporation was forced to move to Pennsylvania or another Upstate New York location, it could force a significant amount of our employees to resign or move their residence to that particular area.

This new facility will continue to allow Suit-Kote the infrastructure to continue to grow at a healthy pace. When you consider just ten years ago Suit-Kote had approximately 400 employees and now has nearly seven hundred it is easy to see that allowing Suit-Kote to make the necessary improvements today is likely to yield to significant job growth in the future. Suit-Kote has created a business model that will continue to see job growth, but where that growth occurs will largely depend on where we are permitted to expand.

2. Is the applicant expecting to be appointed agent of the Agency for purposes of avoiding payment of N.Y.S. Sales Tax or Compensating Use Tax? Yes x; No __. If yes, what is the approximate amount of purchases, which the applicant expects to be exempt from the N.Y.S. Sales and Compensating Use Taxes? \$ +/- \$500,000.00
3. What is the estimated value of each type of tax-exemption being sought in connection with the Project? Please detail the type of tax-exemption and value of each exemption.
- a. N.Y.S. Sales and Compensating Use Taxes: \$ 40,000 est
 - b. Mortgage Recording Taxes: \$ 20,000 est
 - c. Real Property Tax Exemptions: \$ 432,510 est (based on
 - d. Other (please specify): \$ _____ 2011)

The NYS sales & Compensating use taxes are estimated and might take 1-3 years.

4. Are any of the tax-exemptions being sought in connection with the Project inconsistent with the Agency's Uniform Tax-exemption Policy? Yes __; No x. If yes, please explain how the request of the applicant differs from the Agency's Uniform Tax-Exemption Policy: _____

VII. **REPRESENTATIONS BY THE APPLICANT.** The applicant understands and agrees with the Agency as follows:

- A. **Job Listings:** In accordance with Section 858-b (2) of the New York General Municipal Law, the applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, new employment opportunities created as a result of the Project will be listed with the New York State Department of Labor Community Services Division (the "DOL") and with the administrative entity (collectively with the DOL, the "JTPA Entities") of the service delivery area created by the federal job training partnership act (Public Law 97-300) ("JTPA") in which the Project is located.
- B. **First Consideration for Employment:** In accordance with Section 858-b (2) of the New York General Municipal Law, the applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, where practicable, the applicant will first consider persons eligible to participate in JTPA programs who shall be referred by the JTPA Entities for new employment opportunities created as a result of the Project.
- C. **Annual Sales Tax Filings:** In accordance with Section 874 (8) of the New York General Municipal Law, the applicant understands and agrees that, if the Project

Barden Robeson

Equipment Shop:

1. Lubrication system	
a. 3-1,000 gallon lubrication storage tanks	\$4,500
b. 1-275 gallon tank	\$750
c. dispensing system and reels	\$6,000
	<u>\$11,250</u>
2. Parts Department	
a. Build parts dept. counter/office	\$15,000
b. Rack and Shelving system	\$45,000
	<u>\$60,000</u>
3. Truck Lifts	
a. 1-75 ton lift	\$103,000
b. 1-30 ton lift	\$40,235
	<u>\$143,235</u>
4. Fuel/Storage Tanks	
a. concrete pad for fuel tanks lube storage	\$26,800
b. 2-12,000 gallons fuel tanks	\$52,000
c. 2-275 gallons tanks	\$750
d. pumps/meters/piping	\$6,000
e. roof over pump/dispensing station	\$4,000
	<u>\$89,550</u>
5. Body Shop	
a. move overhead doors	\$15,000
b. paint booth	\$72,000
c. lighting/air/fire suppression	\$79,700
d. storage cabinets	\$7,000
	<u>\$173,700</u>
6. Office	
a. phone system	\$12,000
b. internet access	\$27,000
c. clean office	\$4,000
	<u>\$43,000</u>
Total	\$520,735

receives any sales tax exemptions as part of the Financial Assistance from the Agency, in accordance with Section 874 (8) of the General Municipal Law, the applicant agrees to file, or cause to be filed, with the New York State Department of Taxation and Finance, the annual form prescribed by the Department of Taxation and Finance, describing the value of all sales tax exemptions claimed by the applicant and all consultants or subcontractors retained by the applicant.

- D. **Annual Employment Reports:** The applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, the applicant agrees to file, or cause to be filed, with the Agency, on an annual basis, reports regarding the number of people employed at the project site.
- E. **Absence of Conflicts of Interest:** The applicant has received from the Agency a list of the members, officers and employees of the Agency. No member, officer or employee of the Agency has an interest, whether direct or indirect, in any transaction contemplated by this Application, except as hereinafter described:

NA

Suit-Kote Corporation
(Applicant)

BY: 

Paul G. H. Suits, Vice President

NOTE: APPLICANT MUST COMPLETE THE APPROPRIATE VERIFICATION AND APPEARING ON PAGES 15, 16, AND 17 HEREOF BEFORE A NOTARY PUBLIC AND MUST SIGN AND ACKNOWLEDGE THE HOLD HARMLESS AGREEMENT APPEARING ON PAGE 18.

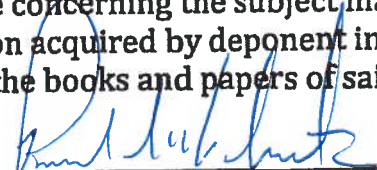
VERIFICATION

(If Applicant is a Corporation)

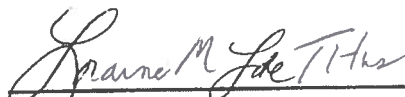
STATE OF New York)
) SS.:
COUNTY OF Cortland)

Paul G. H. Suits deposes and says that he/she is the
(Name of officer of applicant)
Vice President of Suit-Kote Corporation
(Title) (Company Name)

the corporation named in the attached application; that he has read the foregoing application and knows the contents thereof; and that the same is true and complete and accurate to the best of his knowledge. Deponent further says that the reason this verification is made by the deponent and not by said Company is because the said Company is a corporation. The grounds of deponent's belief relative to all matters in the said application which are not stated upon his own personal knowledge are investigations which deponent has caused to be made concerning the subject matter of this application as well as information acquired by deponent in the course of his duties as an officer of and from the books and papers of said corporation.


(Officer of applicant)

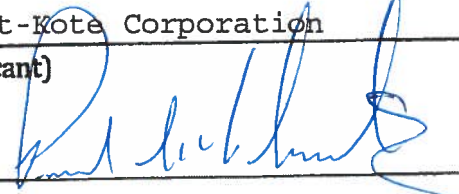
Sworn to before me this 20 ^{2 LCT}
Day of February, 20 12.


Notary Public

Loraine M. Lake-Titus
Notary Public, State of New York
Commission # 01LA6249584
Qualified in Onondaga Co.
My Commission Expires: Oct. 11, 20 15

HOLD HARMLESS AGREEMENT

Applicant hereby releases Cortland County Industrial Development Agency and the members, officers, servants, agents and employees thereof (hereinafter collectively referred to as the "Agency") from, agrees that the Agency shall not be liable for and agrees to indemnify, defend and hold the Agency harmless from and against any and all liability arising from or expense incurred by (A) the Agency's examination and processing of, and action pursuant to or upon, the attached Applications, regardless of whether or not the application or the Project described therein or the tax exemptions and other assistance requested therein are favorable acted upon the Agency, (B) the Agency's acquisition, construction and/or installation of the Project described therein and (C) any further action taken by the Agency with respect to the Project; including without limiting the generality of the foregoing, all causes of action and attorneys' fees and any other expenses incurred in defending any suits or actions which may arise as a result of any of the foregoing. If, for any reason, the Applicant fails to conclude or consummate necessary negotiations, or fails, within a reasonable or specified period of time, to take reasonable, proper or requested action, or withdraws, abandons, cancels or neglects the Application, or if the Agency or the Applicant are unable to reach final agreement with respect to the Project, then, and in the event, upon representation of an invoice itemizing the same, the Applicant shall pay to the Agency, its agents or assigns, all actual costs incurred by the Agency in the processing of the Application, including attorneys' fees, if any.

Suit-Kote Corporation
(Applicant)
BY: 

Sworn to before me this 20² ^{LLT}
Day of February ^{March}, 2012.


Notary Public

Loraine M. Lake-Titus
Notary Public, State of New York
Commission # 01LA6249584
Qualified in Onondaga Co.
My Commission Expires: Oct. 11, 2015

**Suit-Kote Corporation Land Use Summary
Barden Robeson Property
Town of Preble, Cortland County**

Upon finalization of the purchase of the Barden and Robeson property and facility in Preble, New York, Suit-Kote Corporation plans to use this land as follows:

Personnel Relocation/Rention

- Relocate all road maintenance work crew personnel currently housed at the Lorings Crossing facility. This will move approximately two hundred current Suit-Kote employees to the new facility. It should be noted that these individuals will not actually perform their job duties on site; instead they will use this facility to launch and conclude their daily operations.
- Relocate as many as fifteen full time professional and service staff from Suit-Kote's corporate headquarters to the new Preble location. These employees operate in the professional capacities of sales, marketing, mechanical and operations management.

Equipment Maintenance and Storage

- Suit-Kote currently owns and operates several hundred pieces of heavy and light highway machinery. Storing this equipment properly when not in use is essential to maintain and repair this equipment. The Preble facility will house this equipment during the offseason and will also serve a place to store any idle machinery during the work season.
- All mechanical and equipment maintenance functions will be perform from this new location, in the already constructed work bays. Suit-Kote plans to move all of the necessary equipment to this location and take advantage of the preexisting equipment that has already been installed at the facility. This new state of the art facility will allow Suit-Kote to significantly upgrade its mechanical and maintenance operations and remove it from the current Lorings Crossing facility.
- In addition to large and small engine mechanical repair, Suit-Kote also plans to use this facility for welding, automotive body repair and painting.

Fuel Storage

- In order to maximize the usefulness of this facility, it will require Suit-Kote to construct two twelve-thousand gallon fuel storage tanks. One tank will contain

diesel fuel to service our fleet of distributors and second tank will contain gasoline to fuel the balance of our equipment.

Additional Information

- Prior to the construction of any of the tanks mentioned above, Suit-Kote will follow all necessary Department of Environmental Conservation regulation and permitting procedures as well as any required by the town and county. Providing the necessary aquifer protections has always been and will continue to be our first priority.

- THERE ARE NO CURRENT PLANS OR FUTURE PLANS TO PERFORM ANY MANUFACTURING FUNCTIONS FROM THIS FACILITY OR ITS GROUNDS.

V. PROJECT COST

- A. Anticipated Project Costs. State the costs reasonably necessary for the acquisition of the Project site, the construction of the proposed buildings and the acquisition and installation of any machinery and equipment necessary or convenient in connection therewith, and including any utilities, access roads or appurtenant facilities, using the following categories:

<u>Description of Cost</u>	<u>Amount</u>	
Land (land & blgs. are combined	\$ 2,000,00.00	
Buildings	\$ _____	
Machinery and equipment costs	\$ 400,000.00	See Attached supporting documents.
Utilities, roads and appurtenant costs	\$ _____	
Architects and engineering fees	\$ _____	
Costs of Bond issue (legal, financial and printing	\$ _____	
Construction loan fees and interest (if applicable)	\$ _____	
Other (specify)		
<u>Renovations</u>	\$ 100,000.00	
_____	\$ _____	
_____	\$ _____	
TOTAL PROJECT COSTS	\$ 2,500,000.00	

Costs on the renovations of \$500,000 is estimated and may take 1-3 years to accomplish.

- B. Have any of the above expenditures already been made by the applicant?

Yes____; No x. If yes, indicate particulars. _____

VI. FINANCIAL ASSISTANCE EXPECTED FROM THE AGENCY

A. Tax Benefits

1. Is the applicant requesting any real property tax exemption in connection with the Project that would not be available to project that did not involve the Agency? Yes x No____. If yes, is the real property tax exemption being sought consistent with the Agency's Uniform Tax Exemption Policy? Yes x No____.
2. Is the applicant expecting that the financing of the Project will be secure by one or more mortgages? Yes x; No____. If yes, what is the approximate amount of financing to be secured by mortgages? \$ 2,000,000.00

B. Financing

1. Is the applicant requesting that the Agency issue bonds to assist in financing the Project? Yes____; No x. If yes, indicate:
 - a. amount of loan requested: _____ dollars; and
 - b. maturity requested: _____ years.