

YEDC

Yonkers Economic Development Corporation

BOARD MEETING

PRELIMINARY

AGENDA

April 20, 2022

At

4:20 p.m.

Agenda Subject to Change

- 1) Roll Call
- 2) Resolutions for Consideration:
 - I. Resolution Authorizing the Funding for Cacace Garage Parking Deck Feasibility Study to be Performed by Level G Associates
 - II. Resolution Authorizing Ridge Hill Property Owner LLC and Ridge Hill Property Owner III LLC Mortgage Recording Tax and Acquisition Mortgage
- 3) Legal Updates
- 4) Other Business/and Any Other Business that Comes Before the Board
- 5) Adjournment

RESOLUTION

(Cacace Garage Project-Parking Deck Feasibility Study Funding)

A regular meeting of the Yonkers Economic Development Corporation was convened on April 20, 2022.

The following resolution was duly offered and seconded, to wit:

Resolution No. 04/2022-07

RESOLUTION AUTHORIZING FUNDING FOR A PARKING DECK FEASIBILITY STUDY TO BE PERFORMED BY LEVEL G ASSOCIATES RELATED TO A POTENTIAL PROJECT OF THE CORPORATION AT CACACE JUSTICE CENTER.

WHEREAS, pursuant to the purposes and powers contained within Section 1411 of the Not-for-Profit Corporation Law of the State of New York (the “State”), as amended, and pursuant to its certificate of incorporation filed on May 31, 2007, the **YONKERS ECONOMIC DEVELOPMENT CORPORATION** (the “Corporation”) was established as a not-for-profit local development corporation of the State with the authority and power to own, lease and sell personal and real property for the purposes of, among other things, acquiring, constructing and equipping certain projects exclusively in furtherance of the charitable or public purposes of relieving and reducing unemployment, promoting and providing for additional and maximum employment, bettering and maintaining job opportunities, instructing or training individuals to improve or develop their capabilities for such jobs, by encouraging the development of, or retention of, an industry in the community or area, and lessening the burdens of government and acting in the public interest; and

WHEREAS, in 2019, the City sold the former Chicken Island parking lot (“Development Site”) to a private developer, who plans on improving the Development Site into a mixed use residential center with hundreds of new units and a luxury hotel (the “Development Project”); and

WHEREAS, due to the proposed construction of the Development Project, 335 existing, public parking spaces, located on the Development Site, will be lost; and

WHEREAS, to address this loss of public parking, the City of Yonkers (“City”) is exploring the construction of a new public parking garage on the site of the Cacace Justice Center, located at 100 South Broadway, Yonkers, New York 10701 (“New Cacace Parking Garage Project”); and

WHEREAS, the Development Site is in very close proximity to the New Cacace Parking Garage Project site; and

WHEREAS, the City desires to involve the Corporation in the New Cacace Parking Garage Project; and

WHEREAS, it is envisioned that the Corporation will issue tax-exempt civic facility bonds to finance the construction of the New Cacace Parking Garage Project; and

WHEREAS, the New Cacace Parking Garage Project will absorb the impact of any lost public parking spaces on the Development Site and complement the recently built Fire Station 1 on New School Street and Phase III of the Saw Mill Daylighting along New School Street; and

WHEREAS, the Corporation, by way previous resolutions, has authorized funding for architectural services, engineering services and site borings in furtherance of the New Cacace Parking Garage Project; and

WHEREAS, to facilitate the financing of the New Cacace Garage Project, a parking deck study must be prepared ("Work"); and

WHEREAS, Level G Associates, a parking consulting firm, has agreed to perform the Work for an amount not to exceed \$24,000; and

WHEREAS, the Corporation is willing to fund the Work up to an amount not to exceed \$24,000 ("Transfer"); and

WHEREAS, there are sufficient funds in the Corporation account for the Transfer.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE YONKERS ECONOMIC DEVELOPMENT CORPORATION AS FOLLOWS:

Section 1. The officers, employees and agents of the Corporation are hereby authorized, on behalf of the Corporation, to execute the Transfer and execute and deliver any and all documents reasonably contemplated by this resolution to accomplish the Transfer and, where appropriate, the Secretary or Assistant Secretary of the Corporation is hereby authorized to affix the seal of the Corporation to any Transfer documents and to attest the same, all with such changes, variations, omissions and insertions as the officers of the Corporation shall approve, the execution thereof by any officer of the Corporation to constitute conclusive evidence of such approval. All acts of the officers, employees and agents of the Corporation in furtherance of the Transfer are hereby ratified and confirmed by the Corporation.

Section 2. The officers, employees and agents of the Corporation are hereby authorized and directed for and in the name and on behalf of the Corporation to do all acts and things required and to execute and deliver all such agreements, certificates, instruments and documents, as negotiated, drafted and approved by legal counsel to the Agency, and to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the Transfer and the foregoing resolution and to cause compliance by the Corporation with all of the terms, covenants and provisions of the documents executed for and on behalf of the Corporation.

Section 3. This Resolution shall take effect immediately.

The question of the adoption of the foregoing Resolution was duly put to a vote on roll call, which resulted as follows:

	<i>Yea</i>	<i>Nay</i>	<i>Abstain</i>	<i>Absent</i>
Mayor Mike Spano	[]	[]	[]	[]
Peter Kischak	[]	[]	[]	[]
Marlyn Anderson	[]	[]	[]	[]
Melissa Nacerino	[]	[]	[]	[]
Hon. Cecile D. Singer	[]	[]	[]	[]

The Resolution was thereupon duly adopted.

SECRETARY'S CERTIFICATION
(Cacace Garage Project-Parking Deck Feasibility Study Funding)

STATE OF NEW YORK)
) ss:
COUNTY OF WESTCHESTER)

I, the undersigned, Secretary of the Yonkers Economic Development Corporation, DO
HEREBY CERTIFY:

That I have compared the annexed extract of minutes of the meeting of the Yonkers Economic Development Corporation (the "Corporation"), including the resolutions contained therein, held on April 20, 2022, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Corporation and of such resolutions set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

I FURTHER CERTIFY, that all directors of said Corporation had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with such Article 7.

I FURTHER CERTIFY, that there was a quorum of the directors of the Corporation present throughout said meeting.

I FURTHER CERTIFY, that as of the date hereof, the attached resolutions are in full force and effect and have not been amended, repealed or modified.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Corporation this ____ day of April, 2022.

Marlyn Anderson, Secretary

AUTHORIZING RESOLUTION

Ridge Hill Property Owner LLC and Ridge Hill Property Owner III LLC – Acquisition Mortgage

A regular meeting of the Yonkers Economic Development Corporation was convened on April 20, 2022.

The following resolution was duly offered and seconded, to wit:

Resolution No. 04/2022-08

RESOLUTION OF THE YONKERS ECONOMIC DEVELOPMENT CORPORATION (i) APPROVING CERTAIN FINANCIAL ASSISTANCE TO RIDGE HILL PROPERTY OWNER LLC AND RIDGE HILL PROPERTY OWNER III LLC IN THE FORM OF A MORTGAGE RECORDING TAX EXEMPTION, AND (ii) AUTHORIZING THE EXECUTION AND DELIVERY OF AN CERTAIN DOCUMENTS, CERTIFICATES AND AGREEMENTS IN CONNECTION WITH SAME

WHEREAS, pursuant to the purposes and powers contained within Section 1411 of the Not-for-Profit Corporation Law of the State of New York (the "State"), as amended, and pursuant to its certificate of incorporation filed on May 31, 2007, the **YONKERS ECONOMIC DEVELOPMENT CORPORATION** (the "Corporation") was established as a not-for-profit local development corporation of the State with the authority and power to own, lease and sell personal and real property for the purposes of, among other things, acquiring, constructing and equipping certain projects exclusively in furtherance of the charitable or public purposes of relieving and reducing unemployment, promoting and providing for additional and maximum employment, bettering and maintaining job opportunities, instructing or training individuals to improve or develop their capabilities for such jobs, by encouraging the development of, or retention of, an industry in the community or area, and lessening the burdens of government and acting in the public interest; and

WHEREAS, **Ridge Hill Property Owner LLC (the "Company") and Ridge Hill Property Owner III LLC ("Company II")** are to acquire that certain Facility (as defined below) in connection with a certain project (the "Project") undertaken previously by the **CITY OF YONKERS INDUSTRIAL DEVELOPMENT AGENCY** (the "Agency") for the benefit of **YONKERS ASSOCIATES, LLC (f/k/a FC YONKERS ASSOCIATES, LLC) ("YA")**, which Project consisted of: (i) the acquisition, construction and equipping on an approximately 81.4 acre parcel or parcels of land located at One Ridge Hill in Yonkers, New York (the "Land") of a building or buildings containing in the aggregate approximately 1.3 million square feet of single- and multi-story retail space for use by several "anchor" tenants, numerous smaller tenant spaces, restaurants and a multi-screen cinema, all designed and configured to replicate the layout of a traditional town square (the "Retail Improvements"); (ii) multi-story residential rental units of up to 500 units, some of which will be integrated with the Retail Improvements (the "Residential Improvements"); (iii) commercial office space and redevelopment of the existing 220,000 square-foot office building (the "Commercial Improvements"); (iv) a hotel and conference center (the "Hotel Improvements"); (v) the acquisition, constructing and equipping of

tenant improvements for tenants designated by the Company and performing initial fit out of tenant space (the "Tenant Improvements"); (vi) the acquisition, construction and equipping of all related parking structures and ramps providing access to the parking structures (collectively referred to as the "Parking Improvements", and together with the Retail Improvements, the Residential Improvements, the Commercial Improvements, the Hotel Improvements and the Tenant Improvements, the "Improvements"); and (vii) the acquisition and installation in and around the Improvements of certain items of equipment and other tangible personal property (the "Equipment", and collectively with the Land and the Improvements, the "Facility"); and

WHEREAS, Company II will be acquiring that portion of the Facility known as "Site O" (Section 4, Block 4074, Lot 1) while the Company will be acquiring the balance of the Facility; and

WHEREAS, the Company and Company II are affiliated with Nuveen Real Estate, Taconic Partners, and North American Properties, real estate development and investment firms managing assets and developments valued at over \$150 billion dollars with experience in reinvigorating underperforming open air shopping centers; and

WHEREAS, the Company will be obtaining mortgage financing in the approximate amount of \$181,300,000 with respect to the acquisition of its portion of the Facility (the "Acquisition Financing"); and

WHEREAS, Company has requested that the Agency provide a mortgage recording tax exemption (calculated at up to 1.5%) upon the recording of an up to \$181,300,000 principal amount mortgage (the "Mortgage") in the approximate amount of up to **\$2,719,500.00**; and

WHEREAS, pursuant to the New York State Environmental Quality Review Act, Article 8 of the Environmental Conservation Law and the regulations adopted pursuant thereto at 6 N.Y.C.R.R. Part 617, as amended (collectively referred to as "SEQRA"), the Corporation must satisfy the applicable requirements set forth in SEQRA, as necessary, prior to making a final determination whether to undertake the Acquisition Financing and the execution of the Mortgage and related documents; and

WHEREAS, the Acquisition Financing and the execution of the Mortgage and related documents constitutes a "Type II action" pursuant to 6 N.Y.C.R.R. § 617.5 (26) and therefore is exempt from review under SEQRA.

NOW, THEREFORE, BE IT RESOLVED BY THE DIRECTORS OF THE YONKERS ECONOMIC DEVELOPMENT CORPORATION AS FOLLOWS:

Section 1. The Corporation determines that the Acquisition Financing and the execution of the Mortgage and related documents constitutes a "Type II action" pursuant to 6 N.Y.C.R.R. § 617.5 (26) and therefore is exempt from review under SEQRA.

Section 2. The Corporation agrees to accept a leasehold interest in the Facility on the same terms and conditions as those accepted by the Agency, pursuant to the terms a certain Lease Agreement by and among the Agency, the Corporation and YA (or similar document), except that the term of the Corporation's leasehold interest shall expire no later than December 31, 2022 (or such other date acceptable to the Executive Director, President, Chair or Secretary of the Corporation (each an "Authorized Officer")), and to execute and deliver all documents, certificates and agreements necessary to establish such interest of the Corporation, (collectively, the "Corporation Documents").

Section 3. Each Authorized Officer is hereby further authorized, on behalf of the Corporation, to execute, deliver and record the Mortgage and any assignment of leases and rents, security agreement, UCC-1 Financing Statements and all documents reasonably contemplated by these resolutions or required by any lender identified by Company (the "Lender") up to a maximum principal amount necessary to undertake the Project and/or finance or re-finance acquisition and Project costs, equipment and other personal property and related transactional costs (the "Lender Documents"; and, together with the Corporation Documents, the "Project Documents") and, where appropriate, the Secretary or Assistant Secretary of the Corporation is hereby authorized to affix the seal of the Corporation to the Project Documents and to attest the same, all with such changes, variations, omissions and insertions as the Authorized Officer shall approve.

Section 4. (a) Each Authorized Officer is hereby authorized, on behalf of the Corporation, to execute and deliver the Project Documents to which it is a party in the forms acceptable to such Authorized Officer. The execution of the Corporation Documents by such Authorized Officer shall constitute conclusive evidence of such approval; provided, in all events, recourse against the Corporation is limited to the Corporation's interest in the Project.

(b) Each Authorized Officer is further hereby authorized, on behalf of the Corporation, to designate any additional authorized representatives of the Corporation.

Section 5. The officers, employees and agents of the Corporation are hereby authorized and directed for and in the name and on behalf of the Corporation to do all acts and things required and to execute and deliver all such certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolutions and to cause compliance by the Corporation with all of the terms, covenants and provisions of the documents executed for and on behalf of the Corporation.

Section 6. The Corporation is hereby authorized to provide Company with financial assistance (the "Financial Assistance") in the form of a mortgage recording tax exemption as permitted by New York State law.

Section 7. Due to the complex nature of this transaction, the Corporation hereby authorizes each Authorized Officer to approve, execute and deliver such further agreements, documents and certificates as the Corporation may be advised by counsel to the Corporation or Transaction Counsel to be necessary or desirable to effectuate the foregoing, such approval to be conclusively evidenced by the execution of any such agreements, documents or certificates by such Authorized Officer.

Section 8. These resolutions shall take effect immediately.

The question of the adoption of the foregoing Resolution was duly put to a vote on roll call, which resulted as follows:

	<i>Yea</i>	<i>Nay</i>	<i>Abstain</i>	<i>Absent</i>
Mayor Mike Spano	[]	[]	[]	[]
Peter Kischak	[]	[]	[]	[]
Marlyn Anderson	[]	[]	[]	[]
Melissa Nacerino	[]	[]	[]	[]
Hon. Cecile D. Singer	[]	[]	[]	[]

The Resolutions were thereupon duly adopted.

SECRETARY'S CERTIFICATION

Ridge Hill Property Owner LLC and Ridge Hill Property Owner III LLC – Acquisition Mortgage

STATE OF NEW YORK)
) ss:
COUNTY OF WESTCHESTER)

I, the undersigned, Secretary of the Yonkers Economic Development Corporation, DO HEREBY CERTIFY:

That I have compared the annexed extract of minutes of the meeting of the Yonkers Economic Development Corporation (the "Corporation"), including the resolutions contained therein, held on April 20, 2022, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Corporation and of such resolutions set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

I FURTHER CERTIFY, that all directors of said Corporation had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with such Article 7.

I FURTHER CERTIFY, that there was a quorum of the directors of the Corporation present throughout said meeting.

I FURTHER CERTIFY, that as of the date hereof, the attached resolutions are in full force and effect and have not been amended, repealed or modified.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Corporation this ____ day of April 2022.

Marlyn Anderson, Secretary



FORCHELLI
DEEGAN
TERRANA

DANIEL P. DEEGAN
PARTNER
DDEEGAN@FORCHELLILAW.COM

March 31, 2022

Yonkers Economic Development Corporation
470 Nepperhan Avenue, Suite 200
Yonkers, New York 10701
Att: Jaime McGill, Executive Director

***Re: Ridge Hill Facility
Application for Mortgage Recording Tax Exemption***

Dear Ms. McGill:

This firm represents Ridge Hill Property Owner LLC ("Applicant") in connection with the potential purchase of One Ridge Hill, Yonkers, New York ("Existing Facility"). There is currently a leaseback with the City of Yonkers IDA which is in effect until 2035. We have also submitted a request for consent from the IDA to transfer the Existing Facility to Applicant and its affiliate Ridge Hill Property Owner III LLC, which will be purchasing the portion of the Existing Facility known as Site "O" (Block 4074, Lot 1). Applicant is purchasing the remainder of the Existing Facility. As part of the acquisition, Ridge Hill Property Owner II LLC, an affiliate of Applicant, is purchasing a .078-acre parcel which is part of Lot 130 in Block 4000 ("Grassy Sprain Parcel", Existing Facility and Grassy Sprain Parcel being referred to as "Facility").

We have enclosed an application for mortgage tax exemption from the Yonkers Economic Development Corporation (EDC). Applicant and its affiliates will be purchasing the Facility for \$220 million, and will be incurring immediate capital expenditures and anticipated short-term leasing expenses in the amount of \$43 million for the Facility.

Applicant will be borrowing approximately \$181.3 million in total mortgage financing to finance the acquisition, immediate capital expenditures and anticipated short-term leasing expenses. This mortgage will be secured by the portion of the Facility being purchased by Applicant, along with the Grassy Sprain Parcel. Site "O" will not be secured by the mortgage.

It is anticipated that the Facility's existing mortgage lender will assign its mortgage in the approximate amount of \$167 million, so as to enable Applicant to save on mortgage recording tax. To the extent that the total financing will exceed the existing principal balance (by approximately \$14.3 million), the applicant is requesting the EDC to authorize the use of its mortgage recording tax exemption.

We understand that the EDC transaction fee will be assessed on the portion of the mortgage for which partial mortgage recording tax exemption is being provided (the "new money"), and there

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March 31, 2022

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will be no fee charged based on the portion of the mortgage which is being assigned or on the other aspects of the acquisition.

No new benefits are being sought from the IDA at this time.

Please consider this letter to be a part of the Application.

If you have any questions or require additional information, kindly contact the undersigned.

Very truly yours,

FORCHELLI DEEGAN TERRANA LLP

By: *Daniel P. Deegan*

DANIEL P. DEEGAN



APPLICATION FOR FINANCIAL ASSISTANCE

470 Nepperhan Avenue | Suite 200 | Yonkers, New York 10701
(914) 509-8651 www.yonkersida.com

PLEASE NOTE: Confidential information should NOT be inserted in this form as this form will be posted on our website. All confidential information should be inserted by marking "see confidential attachment note 1" etc.

APPLICANT INFORMATION

Applicant's Name:	Ridge Hill Property Owner LLC	Date of final application Submission:	03 / 31 / 2022
Name of Person Completing Application and Title:	Nancy Miller, Authorized Signer		
Name of Company (if applicable):	Nuveen Real Estate		
Address:	730 Third Avenue, 4th Floor, New York, NY 10017		
Phone:		Mobile:	
Email:			

PROJECT INFORMATION

Project Address:	One Ridge Hill Blvd., Yonkers, NY		
Block(s) & Lot(s):	Multiple Blocks & Lots (See attached Schedule)		
Present Legal Owner of Site:	Yonkers Associates, LLC	Is applicant/affiliate present owner of the site?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
How will the site be acquired: (if applicable)	Purchase and Sale Agreement	When is the site planned to be acquired:	April 29, 2022
Current Zone:	No change	Proposed Zone:	N/A
Are any variance needed:	No		
Is this project located in:	Distressed Area: <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	Former Empire Zone: <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	*if unknown, please inquire with IDA Staff

PRINCIPAL USE OF PROJECT: Attach your full Project Narrative Statement describing project (i.e: land acquisition, scope of construction, timeline, sq footage, usage breakdown, anticipated revenues, contribution to community, etc.) and renderings to the completed application upon final submission. **[See cover letter]**

Is the location currently: <input type="checkbox"/> Vacant land <input type="checkbox"/> Abandoned <input checked="" type="checkbox"/> In use / occupied Please provide a brief description of the current use of project location(s): Property is utilized as a shopping mall.	Proposed Project's operation type: <input checked="" type="checkbox"/> Commercial <input type="checkbox"/> Manufacturing <input type="checkbox"/> Other: _____ <input checked="" type="checkbox"/> Retail (complete retail questionnaire) <input type="checkbox"/> Housing: Senior / Affordable / Market Rate If housing please provide # of units, unit mix, street level use: Please provide a brief description of the principal use of project upon completion: Seeking consent to transfer Leaseback Agreement. Existing use is to remain, not seeking to build additional retail. Existing retail was approved as part of a regionally significant development.
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Estimated date project will need to begin utilizing benefits:	4 / 29 / 2022
Likelihood of accomplishing proposed project within three (3) years:	<input checked="" type="checkbox"/> Likely or <input type="checkbox"/> Unlikely



APPLICATION FOR FINANCIAL ASSISTANCE

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ESTIMATED PROJECT COSTS *(Use best estimates. Any amendments should be sent as addendum to application)*

VALUE OF PROPERTY to be acquired \$ 220,000,000
If you intend to leverage property already owned indicate intended mortgage value: \$ 0
TOTAL COST OF CONSTRUCTION: (labor + materials) \$ 0
Labor: \$ _____ Equipment/Materials: \$ _____
NON CONSTRUCTION Equipment / Furnishings: \$ 0
SOFT COSTS: \$ 0
Other (explain): CAPITAL EXPENDITURES AND LEASING EXPENSES \$ 43,000,000
TOTAL PROJECT COST \$ 263,000,000

Is there likelihood that the Project would NOT be undertaken IF NOT FOR financial assistance provided by the Agency?
☒ Yes ☐ No Please provide an attached statement indicating why the Project should be undertaken by the Agency

COST (Financial Assistance) BENEFIT (Economic Development) ANALYSIS

FINANCIAL ASSISTANCE REQUESTED (check all that apply)		VALUE OF EXEMPTIONS to be completed by IDA staff
<input type="checkbox"/> SALES AND USE TAX EXEMPTION: <i>Estimated value of Goods and Services to be exempt from sales and use tax (see "Recapture" on page 8)</i>	Value of taxable purchases: \$ _____	\$ _____
<input checked="" type="checkbox"/> MORTGAGE RECORDING TAX EXEMPTION:	Estimated Mortgage amount: \$ up to 14,300,000*	\$ _____
<input type="checkbox"/> REAL PROPERTY TAX AGREEMENT (PILOT) <i>Requested duration of PILOT:</i>	YEARS: _____	\$ _____
<input type="checkbox"/> INDUSTRIAL REVENUE BOND (IRB) Is a purchaser for the Bonds in place? <input type="checkbox"/> Yes <input type="checkbox"/> No	Estimated value of bond: \$ _____	\$ _____
TOTAL VALUE OF FINANCIAL ASSISTANCE REQUESTED:		\$ _____

Economic Development = BENEFIT

Private Funds invested	\$ 81,700,000	Expected Gross Taxable Receipts:	\$ 0
Estimated Bank Financing	\$ 181,300,000	Add'l Revenue to City/School District:	\$ 0
State and Federal grant/credit:	\$ 0	OTHER BENEFITS:	
	\$ 0	<input checked="" type="checkbox"/> Community Development	
	\$ 0	<input checked="" type="checkbox"/> Development that will attract other investment	
	\$ 0	<input checked="" type="checkbox"/> Regionally Significant	
TOTAL INVESTMENT IN PROJECT \$ 263,000,000		<input checked="" type="checkbox"/> Improve the quality of life for the Residents of the City	
		<input type="checkbox"/> Other: _____	



EMPLOYMENT PLAN

			If financial assistance is granted		
	CURRENT # of jobs at proposed project location	# of jobs to be RELOCATED TO project location	Estimate # of FT and PT jobs to be <u>RETAINED</u>	Estimate the # of FT and PT jobs to be <u>CREATED</u> upon THREE years after project completion	Estimate the # of residents of the Labor Market Area in which the Project is located that will fill the FT and PT jobs to be created upon THREE years after Project completion*
Full Time - FT	**	0	**	0	0
Part Time - PT	**	0	**	0	0
Total	1,158**	0	1,158**	0	0

*Labor Market Area includes: Dutchess, Orange, Putnam, Rockland, Sullivan, Ulster, and Westchester

SALARY FRINGE BENEFITS FOR JOBS TO BE RETAINED AND/OR CREATED:

JOB CATEGORY	# job RETAINED	# jobs CREATED	SALARY (\$ Average or \$ Range)	FRINGE BENEFITS (\$ Average or \$ Range)
Management	**	0	**	**
Professional	**	0	**	**
Administrative	**	0	**	**
Production/Skilled Worker	**	0	**	**
Independent Contractor	**	0	**	**
Other (not including construction jobs)	**	0	**	**

INTER-MUNICIPAL MOVE DETERMINATION

Will the project:

- a) Result in the removal or abandonment of a plant or facility of the applicant from one area of the State of New York to another? ☐ Yes ☒ No
- b) Result in the removal of a plant or facility of another proposed occupant of the project from one area of the State of New York to another area of the State of New York? ☐ Yes ☒ No
- c) Result in the abandonment of one or more plants or facilities located in the State of New York? ☐ Yes ☒ No

If Yes, to any of the above explain how the Agency's Financial Assistance is required to prevent the Project from relocating out of the State or is reasonably necessary to preserve the Project occupants position in its respective industry:



APPLICATION FOR FINANCIAL ASSISTANCE

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CONSTRUCTION

Estimated length of construction: n/a MONTHS Estimated start: n/a / / Estimated completion: n/a / /
MM YY MM YY

Estimate cost of project construction: \$ 0

Total cost attributable to materials: \$ 0

Total cost attributable to labor: \$ 0

Estimate how many construction jobs will be created as a result of this project: 0

Estimated aggregate number of work hours of manual workers to be employed in project construction: 0

Will project construction be governed by a project labor agreement ("PLA") with the Building and Construction Trades Council of Westchester and Putnam Counties, New York AFL-CIO ("Council")¹? ☐ Yes ☒ No

If you have answered YES to the preceding question, please attach a copy of the PLA; and you need not Complete the remaining portions of this Section (but please see note below).

CONTRACTOR INFORMATION

If contractor/subcontractor has a permanent location in or around Westchester County please use address.

List each Project Construction Contractor or Subcontractor below (currently known or reasonably expected to be hired) (Attached form for any additional and attach to the completed Application when submitting to IDA. Application will be considered incomplete if form is not included and will delay process.)

☐ Contractor ☐ Subcontractor

Name: n/a

Company Name:

Address:

☐ Contractor ☐ Subcontractor

Name:

Company Name:

Address:

☐ Contractor ☐ Subcontractor

Name:

Company Name:

Address:

¹ This may be either a PLA already in effect with the landlord of the Project facility, or a PLA made (or to be made) between the Applicant and the Council directly in connection with Project Construction.



APPLICATION FOR FINANCIAL ASSISTANCE

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CONSTRUCTION (continued)

If some or all of the Contractor(s) or Subcontractor(s) to be involved in Project construction cannot reasonably be identified at this time, state whether it is Applicant's intention to require the following in its contract(s) for Project construction: n/a

- a) Local hiring (100 mile radius from project site): ☐ Yes ☐ No
- b) Will contract require local hiring? ☐ Yes ☐ No
If Yes, percentage of manual workers that will be local: _____ %
- c) Union Labor?: ☐ Yes ☐ No
- d) If Non-Union, will contract require payment of Prevailing Wage?: ☐ Yes ☐ No

If the answer to question "(b)" or "(c)" above is NO, explain omission:

NOTES:

For purposes of this Application, "Prevailing Wage" shall mean the "prevailing rate of wage" as defined in Article 8 of the New York Labor Law.

If Applicant has indicated herein that Project Construction will involve a PLA, union labor, local hiring, and/or payment of Prevailing Wage, the Agency reserves the right to include such requirements in the Project Documentation as conditions for the extension and retention of tax benefits.

ENVIRONMENTAL REVIEW:

Has the required environmental review under the State Environmental Quality Review Act (SEQRA) been completed?
☐ Yes ☐ No

If yes, please attach all documentation (e.g. environmental assessment form, environmental impact statement, findings and determinations of lead agency, to the extent applicable).



470 Nepperhan Avenue | Suite 200 | Yonkers, New York 10701
(914) 509-8651 www.yonkersida.com

Name of Counsel: Daniel P. Deegan, Esq.	Phone 516-248-1700
Address 333 Earle Ovington Blvd, Suite 1010, Uniondale, NY 11553	Email: ddeegan@forchellilaw.com

See organizational chart annexed hereto		

Type of entity: ☒ Taxable ☐ Tax-Exempt Establishment Date: 12 / 2 / 2021 State of Organization: DE

☐ Corporation ☐ Partnership : ☐ General; Number of General Partners: _____

☐ Limited; Number of Limited Partners: _____

☒ Limited Liability Company/Partnership: Number of Members: 1

☐ Sole Proprietorship _____

If a foreign organization, is the Applicant authorized to do business in the State of New York? ☒ Yes ☐ NO

Corporate Structure – (Attach a schematic if Applicant is a subsidiary or otherwise affiliated with another entity)



APPLICATION FOR FINANCIAL ASSISTANCE

470 Nepperhan Avenue | Suite 200 | Yonkers, New York 10701
(914) 509-8651 www.yonkersida.com

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 Financial Assistance from the Agency, except 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 Employ – In accordance with Section 858-b(2) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives Financial Assistance from the Agency, except 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 the Section 874(8) of the New York General Municipal Law, the Applicant understands and agrees that, if the project 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 including corresponding payroll records for the year ending.
- E) Compliance with N.Y. GML Sec. 862(1): Applicant understands and agrees that the provisions of Section 862(1) of the New York General Municipal Law, as provided below, will not be violated if Financial Assistance is provided for the proposed Project:
- § 862. Restrictions on funds of the agency. (1) No funds of the agency shall be used in respect of any project if the completion thereof would result in the removal of an industrial or manufacturing plant of the project occupant from one area of the state to another area of the state or in the abandonment of one or more plants or facilities of the project occupant located within the state, provided, however, that neither restriction shall apply if the agency shall determine on the basis of the application before it that the project is reasonably necessary to discourage the project occupant from removing such other plant or facility to a location outside the state or is reasonably necessary to preserve the competitive position of the project occupant in its respective industry.
- F) Compliance with Applicable Laws: The Applicant confirms and acknowledges that the owner, occupant, or operator receiving Financial Assistance for the proposed Project is in substantial compliance with applicable local, state and federal tax, worker protection and environmental laws, rules and regulations.



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REPRESENTATIONS by the APPLICANT (continued)

- G) **False and Misleading Information:** The Applicant confirms and acknowledges that the submission of any knowingly false or knowingly misleading information may lead to the immediate termination of any Financial Assistance and the reimbursement of an amount equal to all or part of any tax exemption claimed by reason of the Agency's involvement the Project.
- H) **Recapture:** Should the Applicant not expend or hire as presented, the Agency may view such information/status as failing to meet the established standards of economic performance. In such events, some or all of the benefits taken by the Applicant will be subject to recapture.
- I) **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, officers or employees of the Agency has an interest, whether direct or indirect, in any transaction contemplated by this Application, except as herein described:
- none
-
-
- J) All indemnifications and representations made by the Applicant in the within Application for Financial Assistance are made both to YIDA and YEDC.
- K) YIDA and YEDC are represented by Harris Beach PLLC as transaction counsel, or if Harris Beach PLLC has a conflict then YIDA and YEDC will identify an alternative law firm to act as Transaction Counsel. You are responsible for the costs and expenses of YIDA and YEDC Transaction Counsel and YIDA and YEDC will establish and have you maintain escrowed funds as the project progresses to pay Transaction Counsel fees. YOU WILL RECEIVE AN ACKNOWLEDGEMENT AFTER SUBMISSION OF THIS APPLICATION THAT OUTLINES ALL COSTS AND BENEFITS AND YOU WILL NEED TO SIGN THE ACKNOWLEDGMENT BEFORE FINAL APPROVALS ARE MADE AVAILABLE.



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HOLD HARMLESS AGREEMENT

Applicant hereby releases City of Yonkers Industrial Development Agency and the members, officers, servants, agents and employees thereof (the "Agency") from, and agrees that the Agency shall not be liable for and the applicant agrees to indemnify, defend, pay and hold the Agency harmless from and against any and all liability arising from or expense incurred by the Agency concerning (A) the Agency's costs and expenses in the examination and processing of, as well as action pursuant to or upon, the attached Application, as well as verification of assertions in the application or other applicant submittals or applicant claims made now or in the future, regardless of whether or not the application or the Project described therein or the tax exemptions and other assistance requested therein are favorably acted upon by the Agency, (B) the Agency's costs and expenses in reviewing any acquisition, construction and/or installation of the Project described therein and (C) and further action, costs and expenses taken by the Agency – with respect to the project; including without limiting the generality of the foregoing, all causes of action and fees and expenses for Agency attorneys, accountants, economists, engineers, architects or other professionals or consultants incurred regarding any part of the application or the review and/or approval and/or monitoring of compliance by the applicant with all laws, rules and regulations and/or in defending any suits or actions which may arise as a result or any for 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 the respect to the Project, then, in the event, upon presentation of an invoice itemizing the same, the applicant shall pay to the Agency, its agents or assigns, all costs incurred by the Agency in the processing of the Application, including fees and expenses for Agency attorneys, accountants, economists, engineers architects or other professionals or consultants, if any.

Applicant upon approval shall be responsible for any reasonable costs incurred by the Agency to verify employment or use of benefits received by the YIDA or other information required under the Public Authorities Accountability Act or other law, rule or regulation otherwise at the time said Verification is required.

This Indemnity and Hold Harmless Agreement shall survive any closing or other transaction in which benefits are sought or received by the applicant and shall continue for a period of time up to and including three years after the last benefit is received by the applicant from the City of Yonkers Industrial Development Agency.



APPLICATION FOR FINANCIAL ASSISTANCE

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CERTIFICATION

The applicant and the individual executing this application on behalf of the applicant acknowledge that the Agency will rely on the representations made herein when acting on this application and hereby represent that the statements made herein do not contain any untrue statement of a material fact and do not omit to state a material fact necessary to make the statements contained herein not misleading.

STATE OF NEW YORK)
COUNTY OF NEW YORK) ss.:

Nancy Miller, being first duly sworn, deposes and says:

1. That I am the Authorized Signer of Ridge Hill Property Owner LLC and that I am
(Corporate Officer) (Applicant)
duly authorized on behalf of the Applicant to bind the Applicant.
2. That I have read the attached Application, I know the contents thereof, and that to the best of my knowledge and belief, this Application and the contents of this Application are true, accurate and complete.

Subscribed and affirmed to me under penalties of perjury
this 31st day of March, 20 22.

Darren S. Moran
(Notary Public)

Darren S. Moran
(Signature of Officer)
DARREN S. MORAN
NOTARY PUBLIC, STATE OF NEW YORK
REGISTRATION NO. 01MO5062091
QUALIFIED IN NEW YORK COUNTY
MY COMMISSION EXPIRES JUNE 24, 2022

APPLICATION FEE & PROCESSING

Enclose with this Application is the non-refundable Application Fee in the amount of \$600.00 to remittance address:

YONKERS INDUSTRIAL DEVELOPMENT AGENCY
470 Nepperhan Avenue, Suite 200
Yonkers New York 10701

FEES

AGENCY CLOSING FEE:

The Agency will collect an Agency Fee at the time of IDA closing. Fees are based on the type of financial transaction. (Please see fee schedule below)

<u>Agency Fee Type</u>	<u>Fee</u>
Straight Lease Transactions	.5% of Total Project Cost
Bond Transactions	1% of Total Project Cost

ANNUAL ADMIN FEE:

The Agency will collect an Annual Administrative Fee based on your project type and amount. This fee will be due annually on Feb 28th, after IDA benefits are provided to the project. (Please see fee schedule below)

<u>Project Type: Straight Lease</u>	<u>Annual Fee</u>
Up to \$10M	\$ 500
Over \$10M	\$1,000
 <u>Project Type: BONDS</u>	 <u>Annual Fee</u>
Up to \$10M	\$1,000
Over \$10M	\$2,000

PLEASE NOTE: Confidential information should NOT be inserted in this form as this form will be posted on our website. All confidential information should be inserted by marking "see confidential attachment note 1" etc.

Short Environmental Assessment Form

Part 1 - Project Information

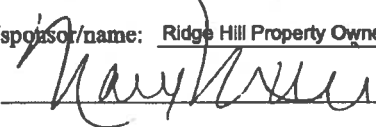
Instructions for Completing

Part 1 – Project Information. The applicant or project sponsor is responsible for the completion of Part 1. Responses become part of the application for approval or funding, are subject to public review, and may be subject to further verification. Complete Part 1 based on information currently available. If additional research or investigation would be needed to fully respond to any item, please answer as thoroughly as possible based on current information.

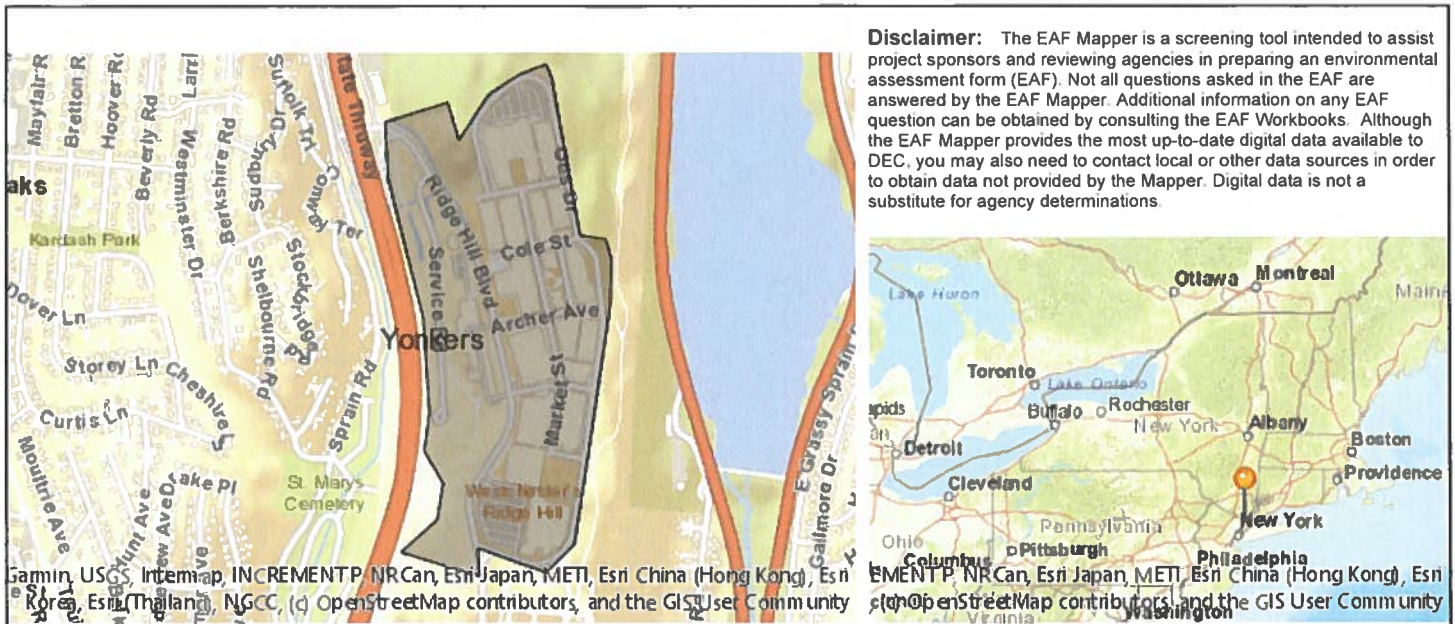
Complete all items in Part 1. You may also provide any additional information which you believe will be needed by or useful to the lead agency; attach additional pages as necessary to supplement any item.

Part 1 – Project and Sponsor Information			
Name of Action or Project:			
Ridge Hill Property Owner LLC			
Project Location (describe, and attach a location map):			
One Ridge Hill Blvd, Yonkers, NY 10710			
Brief Description of Proposed Action:			
Ridge Hill Property Owner LLC ("Applicant") proposes to acquire the shopping center facility known as Ridge Hill, and is seeking financial assistance from the Yonkers Economic Development Corporation in connection with the mortgage financing of the acquisition. In connection with the acquisition, Applicant will also perform renovations, repairs and replacements to the facility, but will not change the footprint or construct any additional improvements.			
Name of Applicant or Sponsor:		Telephone: 212-913-7808	
Ridge Hill Property Owner LLC		E-Mail: Nancy.Miller@Nuveen.com	
Address:			
c/o Nuveen Real Estate, 730 Third Avenue, 4th Floor			
City/PO:		State:	Zip Code:
New York		NY	10017
1. Does the proposed action only involve the legislative adoption of a plan, local law, ordinance, administrative rule, or regulation?			NO
If Yes, attach a narrative description of the intent of the proposed action and the environmental resources that may be affected in the municipality and proceed to Part 2. If no, continue to question 2.			YES
			<input checked="" type="checkbox"/>
			<input type="checkbox"/>
2. Does the proposed action require a permit, approval or funding from any other government Agency?			NO
If Yes, list agency(s) name and permit or approval: Yonkers IDA consent to transfer.			YES
			<input type="checkbox"/>
			<input checked="" type="checkbox"/>
3. a. Total acreage of the site of the proposed action?		57.7 acres	
b. Total acreage to be physically disturbed?		0 acres	
c. Total acreage (project site and any contiguous properties) owned or controlled by the applicant or project sponsor?		61.3 acres	
4. Check all land uses that occur on, are adjoining or near the proposed action:			
5. <input checked="" type="checkbox"/> Urban <input type="checkbox"/> Rural (non-agriculture) <input checked="" type="checkbox"/> Industrial <input checked="" type="checkbox"/> Commercial <input checked="" type="checkbox"/> Residential (suburban)			
<input checked="" type="checkbox"/> Forest <input type="checkbox"/> Agriculture <input checked="" type="checkbox"/> Aquatic <input type="checkbox"/> Other(Specify):			
<input checked="" type="checkbox"/> Parkland			

5. Is the proposed action,	NO	YES	N/A
a. A permitted use under the zoning regulations?	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
b. Consistent with the adopted comprehensive plan?	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
6. Is the proposed action consistent with the predominant character of the existing built or natural landscape?	NO	YES	
	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
7. Is the site of the proposed action located in, or does it adjoin, a state listed Critical Environmental Area? Name: County & State Park Lands, Reason: Exceptional or unique character, Agency: Westchester County, Date: 1- If Yes, identify: 31-90	NO	YES	
	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
8. a. Will the proposed action result in a substantial increase in traffic above present levels?	NO	YES	
	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
b. Are public transportation services available at or near the site of the proposed action?	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
c. Are any pedestrian accommodations or bicycle routes available on or near the site of the proposed action?	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
9. Does the proposed action meet or exceed the state energy code requirements? n/a If the proposed action will exceed requirements, describe design features and technologies:	NO	YES	
	<input type="checkbox"/>	<input type="checkbox"/>	
10. Will the proposed action connect to an existing public/private water supply? n/a If No, describe method for providing potable water:	NO	YES	
	<input type="checkbox"/>	<input type="checkbox"/>	
11. Will the proposed action connect to existing wastewater utilities? n/a If No, describe method for providing wastewater treatment:	NO	YES	
	<input type="checkbox"/>	<input type="checkbox"/>	
12. a. Does the project site contain, or is it substantially contiguous to, a building, archaeological site, or district which is listed on the National or State Register of Historic Places, or that has been determined by the Commissioner of the NYS Office of Parks, Recreation and Historic Preservation to be eligible for listing on the State Register of Historic Places?	NO	YES	
	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
b. Is the project site, or any portion of it, located in or adjacent to an area designated as sensitive for archaeological sites on the NY State Historic Preservation Office (SHPO) archaeological site inventory?	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
13. a. Does any portion of the site of the proposed action, or lands adjoining the proposed action, contain wetlands or other waterbodies regulated by a federal, state or local agency?	NO	YES	
	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
b. Would the proposed action physically alter, or encroach into, any existing wetland or waterbody?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
If Yes, identify the wetland or waterbody and extent of alterations in square feet or acres:			

14. Identify the typical habitat types that occur on, or are likely to be found on the project site. Check all that apply: <input type="checkbox"/> Shoreline <input checked="" type="checkbox"/> Forest <input type="checkbox"/> Agricultural/grasslands <input type="checkbox"/> Early mid-successional <input checked="" type="checkbox"/> Wetland <input checked="" type="checkbox"/> Urban <input checked="" type="checkbox"/> Suburban		
15. Does the site of the proposed action contain any species of animal, or associated habitats, listed by the State or Federal government as threatened or endangered?	NO	YES
	<input checked="" type="checkbox"/>	<input type="checkbox"/>
16. Is the project site located in the 100-year flood plan?	NO	YES
	<input checked="" type="checkbox"/>	<input type="checkbox"/>
17. Will the proposed action create storm water discharge, either from point or non-point sources? If Yes,	NO	YES
a. Will storm water discharges flow to adjacent properties?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
b. Will storm water discharges be directed to established conveyance systems (runoff and storm drains)?	<input type="checkbox"/>	<input type="checkbox"/>
If Yes, briefly describe: _____ _____ _____		
18. Does the proposed action include construction or other activities that would result in the impoundment of water or other liquids (e.g., retention pond, waste lagoon, dam)? If Yes, explain the purpose and size of the impoundment: _____ _____ _____	NO	YES
	<input checked="" type="checkbox"/>	<input type="checkbox"/>
19. Has the site of the proposed action or an adjoining property been the location of an active or closed solid waste management facility? If Yes, describe: _____ _____ _____	NO	YES
	<input checked="" type="checkbox"/>	<input type="checkbox"/>
20. Has the site of the proposed action or an adjoining property been the subject of remediation (ongoing or completed) for hazardous waste? If Yes, describe: _____ _____ _____	NO	YES
	<input checked="" type="checkbox"/>	<input type="checkbox"/>
I CERTIFY THAT THE INFORMATION PROVIDED ABOVE IS TRUE AND ACCURATE TO THE BEST OF MY KNOWLEDGE		
Applicant/sponsor/name: <u>Ridge Hill Property Owner LLC</u> Date: <u>3/31/2022</u>		
Signature: <u></u> Title: <u>Nancy Miller, Authorized Signer</u>		

PRINT FORM



Part 1 / Question 7 [Critical Environmental Area]	Yes
Part 1 / Question 7 [Critical Environmental Area - Identify]	Name:County & State Park Lands, Reason:Exceptional or unique character, Agency:Westchester County, Date:1-31-90
Part 1 / Question 12a [National or State Register of Historic Places or State Eligible Sites]	No
Part 1 / Question 12b [Archeological Sites]	Yes
Part 1 / Question 13a [Wetlands or Other Regulated Waterbodies]	Yes - Digital mapping information on local and federal wetlands and waterbodies is known to be incomplete. Refer to EAF Workbook.
Part 1 / Question 15 [Threatened or Endangered Animal]	No
Part 1 / Question 16 [100 Year Flood Plain]	No
Part 1 / Question 20 [Remediation Site]	No

Facility Tax Lot Numbers

<u>Section</u>	<u>Block</u>	<u>Lot</u>
4	4078	1
4	4075	1
4	4077	1
4	4069	2
4	4072	5
4	4073	1
4	4072	1
4	4070	1
4	4071	1
4	4069	1
4	4065	1
4	4068	1
4	4067	1
4	4066	1
4	4064	1
4	4063	1
4	4062	1
4	4061	1
4	4076	2
4	4076	3
4	4076	4
4	4000	Part of 130

Site O: Section 4, Block 4074, Lot 1