

New York City Industrial Development Agency Public Hearing
October 4, 2012

PROJECTS PRESENTED

- Baldor Specialty Foods, Inc. and Fairway Bakery LLC
- 1734 Bathgate Ave LLC on behalf of Krinos Foods LLC
- R Best Produce Inc.

PROJECTS PULLED

- None

Notice of Public Hearing

[follows this page]

NEW YORK CITY INDUSTRIAL DEVELOPMENT AGENCY

NOTICE OF PUBLIC HEARING

The New York City Industrial Development Agency (the "Agency") is empowered under the New York State Industrial Development Agency Act (constituting Title 1 of Article 18-A of the General Municipal Law), and Chapter 1082 of the 1974 Laws of New York, as amended, to issue nonrecourse revenue bonds to provide financing for qualified projects, and to enter into industrial and small industry incentive program transactions and other straight-lease transactions for the benefit of qualified projects, and thereby advance the job opportunities, general prosperity and economic welfare of the people of the State of New York (the "State") and to improve their prosperity and standard of living. The Agency has been requested (i) to make available the proceeds of its bonds to be issued in the approximate aggregate dollar amounts, to be used by the persons, for the purposes, and at the addresses identified below, and (ii) to participate in industrial and small industry incentive program straight-lease transactions and other straight-lease transactions for the purposes and at the addresses also identified below. As used herein, "bonds" are bonds, the interest on which may be exempt from local and/or State and/or Federal income taxes; and the "City" shall mean The City of New York. As used herein with reference to bond amounts, "approximately" shall be deemed to mean up to such stated bond amount or a greater principal amount not to exceed 10 % of such stated bond amount.

Straight lease (Industrial Incentive Program) transaction for "R" Best Produce Inc., a wholesale produce distributor, and affiliates through a to-be-formed real estate holding entity, in connection with the acquisition, renovation, equipping and/or furnishing of an approximately 237,000 square foot facility on an approximately 465,000 square foot parcel of land located at 400 Walnut Avenue, The Bronx, New York 10454. The financial assistance proposed to be conferred by the Agency would consist of payments in lieu of City real property taxes, exemption from City and State mortgage recording taxes and exemption from City and State sales and use taxes.

Straight lease (Industrial Incentive Program) transaction for Baldor Specialty Foods, Inc. and Fairway Bakery LLC, a food production and distribution company, in connection with the acquisition, renovation, equipping and/or furnishing of an approximately 88,000 square foot portion of an existing 153,965 square foot industrial facility situated on an approximately 204,680 square foot parcel of land located at 511 Barry Avenue, The Bronx, New York 10474. The financial assistance proposed to be conferred by the Agency will consist of payments in lieu of City real property taxes, exemption from City and State mortgage recording taxes and exemption from City and State sales and use taxes.

Straight lease (Industrial Incentive Program) transaction for the benefit of 1734 Bathgate Ave LLC on behalf of Krinos Foods LLC, a importer, distributor and manufacturer of olives, olive oils, cheeses and other Mediterranean food items in connection with the acquisition and improvement of an 108,000 square foot parcel of land and the

construction, renovation, equipping and/or furnishing of an approximately 100,000 square foot facility thereon, located at 1734 Bathgate Avenue, The Bronx, New York 10457. The financial assistance proposed to be conferred by the Agency will consist of payments in lieu of City real property taxes, exemption from City and State mortgage recording taxes and exemption from City and State sales and use taxes.

Pursuant to Section 859a of the General Municipal Law of the State of New York and Internal Revenue Code Section 147(f), the Agency will hold a hearing on the proposed financings and transactions set forth above at the office of New York City Economic Development Corporation ("NYCEDC"), 110 William Street, 4th Floor, New York, New York 10038, commencing at 10:00 A.M. on **Thursday, October 4, 2012**. Interested members of the public are invited to attend. The Agency will present information at such hearing on the proposed financings and transactions set forth above. Pursuant to subdivision 3 of the above-referenced Section 859a, the Agency will, in addition, provide an opportunity for the public to review at such hearing the project application and the cost-benefit analysis for each of the proposed financings and transactions. For those members of the public desiring to review project applications and cost benefit analyses before the date of the hearing, copies of these materials will be made available, starting on or about noon fourteen (14) days prior to the hearing. Persons desiring to obtain copies of these materials may visit the website of New York City Economic Development Corporation at www.nycedc.com or may call (212) 312-3598. Persons desiring to make a brief statement regarding the proposed financings and transactions should give prior notice to the Agency at the address or phone number shown below. Written comments may be submitted to the Agency to the attention of Ms. Frances Tufano at the address shown below. Please be advised that certain of the aforementioned proposed financings and transactions may possibly be removed from the hearing agenda prior to the hearing date. Information regarding such removals will be available by contacting ftufano@nycedc.com on or about noon on the Friday preceding the hearing.

New York City Industrial Development Agency
Attn: Ms. Frances Tufano
110 William Street, 5th Floor
New York, New York 10038
(212) 312-3598

Mayoral Notification

[follows this page]

Arthur Hauser

From: Arthur Hauser
Sent: Friday, August 31, 2012 12:35 PM
To: 'elee1@cityhall.nyc.gov'
Subject: NYCIDA and Build NYC Notice of Public Hearing - October 2012: Statutory Notice concerning Benefits for NYCIDA and Build NYC Projects
Attachments: Build NYC Public Hearing Notice - October 2012.pdf; IDA Public Hearing Notice - October 2012.pdf; Mayoral Notification Build NYC PH - OCTOBER 2012.pdf; Mayoral Notification IDA PH - OCTOBER 2012.pdf

Eugene,

Please find attached the following:

- Letters dated August 31st, 2012 in connection with statutory notice concerning benefits for NYCIDA projects.
- NYCIDA Notice of Public Hearing to be held on October 4th, 2012.
- Build NYC Notice of Public Hearing to be held on October 4th, 2012.

Thank you,

Arthur

Arthur J. Hauser | Paralegal
New York City Economic Development Corporation
110 William Street • New York, NY 10038 • www.nycedc.com
ahauser@nycedc.com • w. 212.312.3570 • f. 212.312.3912



August 31, 2012

VIA ELECTRONIC MAIL

Eugene Lee
Office of the Deputy Mayor for
Economic Development
City Hall, 1st Floor
New York, New York 10007
ELee1@cityhall.nyc.gov

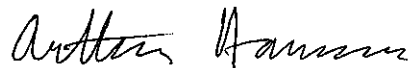
Re: Statutory Notice Concerning Benefits for New York City Industrial Development
Agency Projects

Dear Mr. Lee:

Attached is the notification for the Mayor pursuant to Section 859a of the General
Municipal Law of the State of New York, for a public hearing with respect to proposed
projects providing benefits of more than \$100,000. Such hearing will occur on
October 4TH, 2012.

Please call Richard Marshall at 312-3534 if you have any questions about either the
notice or the projects to which it pertains.

Sincerely,



Arthur Hauser
Paralegal, NYCEDC

NEW YORK CITY INDUSTRIAL DEVELOPMENT AGENCY

NOTICE OF PUBLIC HEARING

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New York City Industrial Development Agency
Attn: Ms. Frances Tufano
110 William Street, 5th Floor
New York, New York 10038
(212) 312-3598

Posting of Notice

[follows this page]

Arthur Hauser

From: Microsoft Exchange
To: 'rseale@dcas.nyc.gov'
Sent: Friday, August 31, 2012 12:39 PM
Subject: Relayed: NYCIDA and Build NYC Public Hearing Notice - PLEASE POST THROUGH October 4th, 2012

Delivery to these recipients or distribution lists is complete, but delivery notification was not sent by the destination:

'rseale@dcas.nyc.gov'

Subject: NYCIDA and Build NYC Public Hearing Notice - PLEASE POST THROUGH October 4th, 2012

Sent by Microsoft Exchange Server 2007

Arthur Hauser

From: rseale@dcas.nyc.gov
Sent: Friday, August 31, 2012 12:42 PM
To: Arthur Hauser
Subject: Delivered: NYCIDA and Build NYC Public Hearing Notice - PLEASE POST THROUGH October 4th, 2012
Attachments: ATT00001

Your message was delivered to the recipient.
Sent via BlackBerry by AT&T

Arthur Hauser

From: Arthur Hauser
Sent: Friday, August 31, 2012 12:38 PM
To: 'rseale@dcas.nyc.gov'
Subject: NYCIDA and Build NYC Public Hearing Notice - PLEASE POST THROUGH October 4th, 2012
Attachments: Build NYC Public Hearing Notice - October 2012.pdf; IDA Public Hearing Notice - October 2012.pdf

Dear Ms. Seale,

Attached are the NYCIDA and Build NYC Notices of Public Hearing for the October 4th, 2012 public hearing.

Please post these notices on the City's public bulletin board through **October 4th, 2012**.

Thank you,

Arthur

Arthur J. Hauser | Paralegal
New York City Economic Development Corporation
110 William Street • New York, NY 10038 • www.nycedc.com
ahauser@nycedc.com • w. 212.312.3570 • f. 212.312.3912



NEW YORK CITY INDUSTRIAL DEVELOPMENT AGENCY

NOTICE OF PUBLIC HEARING

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construction, renovation, equipping and/or furnishing of an approximately 100,000 square foot facility thereon, located at 1734 Bathgate Avenue, The Bronx, New York 10457. The financial assistance proposed to be conferred by the Agency will consist of payments in lieu of City real property taxes, exemption from City and State mortgage recording taxes and exemption from City and State sales and use taxes.

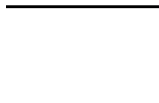
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New York City Industrial Development Agency
Attn: Ms. Frances Tufano
110 William Street, 5th Floor
New York, New York 10038
(212) 312-3598

Publication in *The New York Post*

[follows this page]

State of New York
COUNTY OF NEW YORK



SS:

0000046226-01

Nilda Velasquez being duly sworn,
says that he/she is the principal Clerk of the Publisher of the

New York Post

a daily newspaper of general circulation printed and published in the English language, in the County of New York, State of New York; that advertisement hereto annexed has been regularly published in the said "New York Post" once,

on the 4th of September, 2012

Nilda Velasquez
Sworn to before me on this 4 day of Sept., 2012

BYRON STEVENS
Notary Public, State of New York
No. 01ST6117803
Qualified in New York County
Commission Expires November 1, 2012

[Signature]
Notary Public

NEW YORK CITY INDUSTRIAL DEVELOPMENT AGENCY

NOTICE OF PUBLIC HEARING

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Straight lease (Industrial Incentive Program) transaction for the benefit of 1734 Bathgate Ave LLC on behalf of Krinos Foods LLC, a importer, distributor and manufacturer of olives, olive oils, cheeses and other Mediterranean food items in connection with the acquisition and improvement of an 108,000 square foot parcel of land and the construction, renovation, equipping and/or furnishing of an approximately 100,000 square foot facility thereon, located at 1734 Bathgate Avenue, The Bronx, New York 10457. The financial assistance proposed to be conferred by the Agency will consist of payments in lieu of City real property taxes, exemption from City and State mortgage recording taxes and exemption from City and State sales and use taxes.

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New York City Industrial Development Agency
Attn: Ms. Frances Tufano
110 William Street, 5th Floor
New York, New York 10038
(212) 312-3598

Publication in *The City Record*

[follows this page]

State of New York }
County of New York) ss.

I, Arthur Hauser, Paralegal at New York City Economic Development Corporation, hereby depose and say that the notice attached hereto was taken from and published in *The City Record* dated Monday, September 24, 2012, Volume CXXXVIV, Number 185.



Arthur Hauser

Sworn to before me this
10th day of October, 2012



Notary Public / Commissioner of Deeds

Shawn T. Gallagher
Notary Public - State of New York
No. 01GA6121997
Qualified in ~~New York County~~ *Kings County*
My Commission Expires February 7, 20 13



THE CITY RECORD

Official Journal of The City of New York

THE CITY RECORD
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MONDAY, SEPTEMBER 24, 2012

PRICE \$4.00

INDUSTRIAL DEVELOPMENT AGENCY

■ PUBLIC HEARINGS

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MONDAY, SEPTEMBER 24, 2012

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New York City Industrial Development Agency
Attn: Ms. Frances Tufano
110 William Street, 4th Floor
New York, New York 10038
(212) 312-3598

Summary of Public Hearing

[follows this page]

SUMMARY OF THE PUBLIC HEARING
of the
NEW YORK CITY INDUSTRIAL DEVELOPMENT AGENCY
held on behalf of the New York City Industrial Development Agency
by the New York City Economic Development Corporation
at 110 WILLIAM STREET, NEW YORK, NEW YORK
on October 4, 2012 at 10:00 A.M.

This summary pertains to a public hearing called by the Mayor of The City of New York and the New York City Industrial Development Agency (the "Agency") pursuant to Section 147(f) of the Internal Revenue Code and Section 859(a) of the General Municipal Law of the State of New York on each of the proposed projects described in a public notice published in The New York Post on September 4, 2012 and The City Record on September 24, 2012 (Volume CXXXVIV, Number 185).

The Agency is empowered under the New York State Industrial Development Agency Act to issue tax-exempt, non-recourse revenue bonds to provide financing and financial assistance for industrial, manufacturing, warehousing, commercial, research and civic projects, and to enter into industrial and small industry incentive (straight-lease) transactions, also to provide financial assistance for the same projects, and thereby advance job opportunities, general prosperity and economic welfare of the people of The City of New York and to improve their prosperity and standard of living.

The Agency has been requested (i) to provide financial assistance to and to make the proceeds of its bonds available for the financing of a number of such projects, and/or (ii) to provide financial assistance through industrial and small industry incentive (straight-lease) transactions, also to a number of such projects. The purpose of today's public hearing is to provide the public with an opportunity to make comments and to state questions with respect to the proposed projects which are the subject of this public hearing. All statements were to be limited to three minutes. All comments and stated questions presented at this public hearing were summarized herein to record the proceedings of today's public hearing. In addition, at today's hearing and subsequent to the public availability of these documents on or about September 29, 2012, the Agency provided the public with an opportunity to review the project application and the cost-benefit analysis for each of the proposed projects covered by this public hearing today. Copies of the foregoing materials were provided at this public hearing upon request by any attendee.

The published public notices of this hearing invited written comments from interested persons to be submitted to the Agency at its offices at 110 William Street, New York, New York. The Agency had received written comments in connection with the hearing, which written comments are appended hereto as Exhibit A. The public notices also requested that any persons desiring to make a brief statement regarding any of the projects provide prior notice thereof to the Agency. The Agency had received two (2) prior notice at the time of the hearing.

The hearing was attended by Agency Board Member Albert Rodriguez, Agency Staff and members of the public.

Richard Marshall, designated to preside at the hearing, opened the hearing by introducing Agency Staff and Shawn Gallagher, who conducted the hearing.

Mr. Gallagher presented the following three (3) projects:

- **Fairway Bakery LLC**
- **Krinos Foods LLC**
- **“R” Best Produce Inc.**

Mr. Gallagher asked for public comment on the project. Members of the public spoke at the public hearing, and their public comments are summarized in Exhibit B attached hereto.

In response to a question from Mr. Rodriguez, Mr. Glickberg stated that Fairway Bakery LLC made efforts to reach out to the local community in order to hire employees and that most of their employees live five to ten miles away from their store. At this point, Mr. Gallagher asked if there were any additional testimony to be heard. There being no further statements or submissions, Mr. Marshall declared the hearing on the three (3) projects listed above to be closed.

(10:18 A.M.)

Exhibit A

NYCIDA Public Hearing
October 4, 2012

Written Testimony

[follows this page]

PUBLIC HEARING ON PRELIMINARY INDUCEMENT FOR FAIRWAY BAKERY LLC.
OCTOBER 4, 2012

Thank you for allowing Fairway to testify today in support of its application for IDA benefits at a proposed production facility in the Bronx at 511 Barry Street. My name is Howie Glickberg and I am the Vice Chair for New Store Development of Fairway. I would like to state my appreciation for IDA's cooperation throughout this process as Fairway seeks to locate its production facility within New York City.

Fairway is a good corporate citizen. It does things the right way, not because of pressure, but because that is its method of doing business. Fairway has also been a retail pioneer, serving various neighborhoods within the City at times when others were reluctant to move into those neighborhoods, as shown by its stores in Harlem and Red Hook. But Fairway is more than just a provider to these neighborhoods of excellent products, low prices and quality service. Fairway is a force within these neighborhoods, integrating itself with the community and its various groups. Fairway's commitment to these communities is just another way it differentiates itself from other stores.

Fairway has a strong economic impact on New York City. For example, Fairway already has 2,500 employees in New York City. Each Fairway store generates about 400 jobs. But Fairway is not just a generator of jobs, it is a generator of some of the best jobs within the industry. Not only does Fairway provide excellent pay within the industry but it also provides excellent benefits (medical, dental, 401k, life insurance, disability, pension). Moreover, 82% of Fairway's jobs are union jobs.

Fairway is in expansion mode and plans to open three to six additional stores each year. A production center in New York City means more retail stores in New York City sooner. Therefore, there is a benefit to New York City beyond this particular project in Fairway locating its production center in New York City as the City will then have many more jobs sooner -- both at the production center, ultimately planned to be between 150 and 200 jobs, and at Fairway stores. At 400 jobs per store, and four stores per year, the total number of near-term jobs re-directed to New York will very quickly reach into the thousands. Not only do the jobs add up quickly, but Fairway plans to spend up to \$8 million building out its production facility, a substantial investment in New York City. But it is not just the production center that the City should consider. Each retail store involves an investment of \$15 million in that area.

In its first phase of its expansion efforts, Fairway is only moving certain parts of its operations into the production center. In subsequent phases, Fairway will relocate and expand many other parts of its production and logistics operations over the next ten years. These operations are expected to include merchandising, administrative, meat logistics and production, cheese and dried fruit and nuts production, as well as future training operations. Fairway hopes to relocate these activities and operations to the area near its initial production center. Thus, the location of this first production center will set a precedent that Fairway will want to follow.

Fairway is negotiating a 10-year lease over which it will amortize this investment in New York City and is looking to New York City to be its partner in this exciting project. This is

because in analyzing the costs between relocating in the Bronx and relocating across the Hudson, it is clear that New Jersey is more competitive when it comes to keeping expenses down. Thus, Fairway has needed to approach the City in an effort to lower the costs of doing business in the City. It is our hope that these efforts will be successful.

Again, thank you for the opportunity to testify.

New York City Industrial Development Agency Public Hearing
October 4, 2012, 10:00 a.m.
Krinos Foods, LLC

Thank you [Jeff Lee or Richard Marshall] and directors of the New York City Industrial Development Agency.

My name is Eric Moscahlaidis and I am the President of Krinos Foods LLC, an importer and wholesaler of olives, olive oils, cheeses, and other Mediterranean food items. Krinos and its affiliates have been operating in the City since 1958. We now have a national footprint, with our corporate headquarters in Long Island City, Queens.

Today I am here to tell you about exciting new plans Krinos has to relocate our operations to a site in the Bathgate section of the Bronx where we are planning on constructing a new 100,000 SF state-of-the-art warehouse, distribution and processing facility. After an extensive search of private and publicly owned sites, we have determined that the Bathgate property offers the best combination of zoning, size, and location. Krinos has signed a contract to purchase the site from the City of New York, and we have requested NYCIDA benefits to assist us with this significant investment in the City.

Once the new facility is operational, by the end of 2014, we will relocate our current workforce to the new plant. Plans for the construction of the facility include local sourcing and sustainable construction practices. And once up-and-running, Krinos will implement a job-training program for hiring needs. We are very excited to have found this opportunity to commit to New York City for the continuing operations and growth of our company. We look forward to moving ahead with the project and thank you for your consideration.

Exhibit B

NYCIDA Public Hearing
October 4, 2012

Summary of Public Comments

[follows this page]

**New York City Industrial Development Agency (the “Agency”)
Public Hearing of October 4, 2012**

The following projects were included on the agenda: **Baldor Specialty Foods, Inc. and Fairway Bakery LLC; 1734 Bathgate Ave LLC on behalf of Krinos Foods LLC; “R” Best Produce Inc.**

The hearing lasted approximately 30 minutes and was attended by approximately 15 individuals and one Agency board member or representative: Albert Rodriguez.

Testimony presented at the hearing is summarized below. In addition, written submissions received at the hearing are attached.

**Public Testimony Presented for
Baldor Specialty Foods, Inc. and Fairway Bakery LLC;**

Howard Glickberg, Vice Chairman of Development of Fairway Market provided testimony in support of the project, a production facility in the Bronx. He described Fairway as a good corporate citizen and corporate pioneer that has a strong economic impact on New York City. The company is planning to open three to six stores each year over the next few years, and if the production facility is built in the Bronx, instead of New Jersey, more of those stores are likely to be opened near the production facility, and that each store produces 400 jobs. He noted that 82% of Fairway’s jobs are union, that Fairway provides higher than average industry wages and benefits, and that the company typically seeks to hire locally and would do the same at a Bronx production facility.

**Public Testimony Presented for
1734 Bathgate Ave LLC on behalf of Krinos Foods LLC; (“Krinos”)**

Eric Moscahlaidis, President and CEO of Krinos provided testimony in support of the project. Mr. Moscahlaidis described the Company’s history and its search for a new facility. He stated that the company had outgrown its current facility, which is 30 years old, and described the plan to build a new facility at 1734 Bathgate Avenue. Mr. Moscahlaidis stated that the Company would work with HireNYC to hire local employees in the Bronx.

Cost Benefit Analyses

[follows this page]

NYCIDA PROJECT COST/BENEFIT ANALYSIS

October 4, 2012

APPLICANT

Fairway Bakery LLC
2284 12th Avenue
New York, NY 10027

PROJECT LOCATION

511 Barry Street
Bronx, NY 10474

A. Project Description:

Fairway Bakery LLC (the "Company") is a subsidiary of Fairway Market, a food retailer founded in New York City in the 1930s, and intends to lease and renovate a production facility in the Bronx (the "Project") for a centralized bakery, produce processing and prepared foods facility in support of Fairway's retail markets.

Total Project costs are estimated to be \$8.1 million with approximately \$3.25 million for construction hard costs, \$250,000 for soft costs, \$4 million for machinery, furnishing and equipment, and \$600,000 for other costs including fees and contingency.

The Company intends to relocate 55 full-time equivalent employees to the project location initially, and an additional 30 over the following five years. In addition, the company plans to hire 36 full-time equivalent employees within the first three years of operations.

B. Costs to City (New York City taxes to be exempted):

Land Tax Abatement (NPV, 25 years):	\$921,655
Building Tax Exemption (NPV, 25 years):	\$2,411,250
Sales Tax Exemption:	\$253,125
Mortgage Recording Tax Exemption:	\$97,500
Total Cost to NYC	\$3,683,530

C. Benefit to City (Estimated NYC direct and indirect taxes to be generated by Company) (estimated NPV 25 years @ 6.25%):

\$14,132,850

Company Contact Information

This page collects information for all contacts involved in the Project.

Applicant Name: Fairway Bakery LLC	
Operating Company Address: 2284 12 th Avenue, NY, NY 10027	
Website Address: www.fairwaymarket.com	
EIN #: [REDACTED]	NAICS Code: 31199, 31181, 493
Date of Application: August 22, 2012	

1. Officer of Applicant serving as contact person:

Name/Title: Larry Santoro/Chief Administrative Officer Firm: Fairway Group Holdings Corp.
 Phone: [REDACTED] Fax: [REDACTED]
 E-mail Address: [REDACTED] Address: 2284 12th Avenue, NY, NY 10027

2. Attorney of Applicant:

Name: Robert S. Altman Firm: Robert S. Altman, Esq., PLLC
 Phone: [REDACTED] Fax: [REDACTED]
 E-mail Address: [REDACTED] Address: 27 Whitehall Street, 4th Floor, NY, NY 10004

3. Accountant of Applicant:

Name: Andy Tarquinio, Partner Firm: Grant Thornton LLP
 Phone: [REDACTED] Fax: [REDACTED]
 E-mail Address: _____ Address: 666 Third Avenue, 13th Floor, NY, NY 10017, 4011

4. Other Advisor/Consultant to Applicant (if applicable):

Name: Sunil Aggarwal/Kei Hayashi Firm: ThinkForward Financial
 Phone: [REDACTED] Fax: [REDACTED]
 E-mail Address: [REDACTED] Address: 27 Whitehall Street, NY, NY 10004

Company Background

This page collects a brief overview of the Applicant's structure and operations.

1. Applicant is (check one of the following, as applicable):

- General Partnership Limited Partnership C Corporation
 S Corporation Limited Liability Company Natural Person
 501(c)(3) Organization Other (specify): _____

2. Are any securities of Applicant publicly traded? Yes No

3. Applicant's state of incorporation or formation: Delaware

4. Applicant's date of incorporation or formation: 2010

5. States in which Applicant is qualified to do business: Delaware, New York and New Jersey

6. Please provide a brief description the nature of the business, including a description of the industry, competitors, services offered, and any other relevant info:

Fairway Market is a high-growth, food retailer offering customers a differentiated one-stop shopping experience "Like No Other Market." Since its beginning as a small neighborhood market in the 1930s, Fairway has established itself as a premier food retailing destination in the Greater New York City metropolitan area. Fairway's stores bestow an unmatched selection of fresh, natural and organic products, prepared foods and hard-to-find specialty and gourmet offerings, along with a full assortment of conventional groceries. Fairway's prices are typically lower than natural/specialty stores and are competitive with conventional supermarkets. Fairway has long subscribed to the philosophy that the combination of a broad product selection, in-store experience and value pricing creates a premier food shopping experience that appeals to a broad demographic.

Fairway has 4,660 employees as of August 2012, of which 82% are represented by unions.

Each of Fairway's stores typically provides 400 new employment opportunities to the surrounding area. In addition, Fairway has an established history of investing in its most valuable resource - its employees - and provides a range of benefits as well as training and educational opportunities to both its union and non-union workers.

Fairway desires to open a new production facility that will house a centralized bakery, produce processing and prepared foods facility (the "Production Facility"). It is estimated that the Production Facility will occupy approximately 88,000 square feet, will ultimately employ roughly 160 employees and will require approximately \$5 to \$10 million of investment capital.

Fairway Bakery LLC, a wholly-owned entity subsidiary of Fairway Group Holdings Corp. ("Fairway" or "Fairway Market"), is a Delaware limited liability company also registered to do business in New York and New Jersey. Fairway Bakery LLC is the Applicant to the NYCIDA and the entity intending to lease and operate the proposed Production Facility, which will provide a more efficient and quality controlled supply chain for Fairway's retail markets.

7. Please provide a brief description of the company history, unique company facts, etc.:

Fairway began in the 1930s as a fruit and vegetable stand located on Broadway and 74th Street in Manhattan under the name "74th Street Market." In 1954, Fairway's founder expanded the 74th Street location, adding groceries, meat, cheese, dairy products and frozen foods, as well as renamed the store "FAIRWAY" to convey the concept of "fair prices."

In the mid-1970s, Fairway began expanding into gourmet and specialty categories, transforming its retail grocery operations into a full-service food superstore known for high quality and value pricing. During this transformation, Fairway began hiring a group of ambitious, hardworking "foodies" who would eventually become Fairway's team of culinary experts and senior merchants. In the late 1970s, Fairway adopted the slogan "Like No Other Market," in recognition of its distinctive merchandising model.

In January 2007, Sterling Investment Partners LLC partnered with Fairway providing the financial resources necessary to accelerate Fairway's growth, including its successful plan for new store expansion. Fairway currently operates 11 food stores and 3 wines and spirits locations throughout the New York, New Jersey and Connecticut Tri-State Metropolitan area.

Proposed Project Activities

This page provides a general outline of the NYCIDA/NYCCRC project.

1. Please provide a brief overview of the entire proposed Project. If necessary break down Project activities by tax lot to describe activities at each Project Location.

Fairway Bakery LLC is proposing to enter into a long term lease agreement for a portion of an industrial facility in the Bronx – 511 Barry Street, Bronx, New York 10474 (Block 2606, Lot 41) and the former Baldor site – and to undertake renovations and equipping of its leased portion of this existing, two story building in order to outfit the building for use as a centralized bakery, produce processing and prepared foods facility in support of Fairway's retail markets. Fairway is planning renovations to be completed by the late winter/early spring of 2013 in order to commence operations in the facility by late spring 2013 (the "Project").

2. Please provide a brief description of how the proposed Project will affect current operations.

Fairway's proposed production facility will support greater efficiencies in the production, distribution and supply chain of Fairway's current retail operations. Currently produce and bakery operations, including baking and food preparation functions, are disaggregated and occur at certain retail stores that have the capacity to provide these functions. Fairway is seeking to consolidate these activities in a new, state-of-the-art production and food processing center.

3. Please provide a brief description of renovations/construction of the proposed Project.

Renovations will include the following:

- Demolishing of certain existing structures and building of required production, distribution and office spaces;
- Renovation and repair of loading bays and railroad siding;
- Repair and upgrading of all HVAC and refrigeration equipment;
- Installation of and repair of all electrical, plumbing and sprinkler systems;
- Installation of a new freight elevator;
- Installation of required telecommunications and information technology equipment; and
- Other painting, repair, and installations required for a facility of this size and purpose.

4. Please provide a brief timeline for the entire proposed Project.

Fairway currently plans to adhere to the following proposed timeline:

- 1) Present the proposed Project to the NYCIDA Board of Directors for an Inducement and Authorizing Resolution in October 2012
- 2) Sign lease agreement for the Project location in autumn 2012
- 3) Close with NYCIDA by December 2012
- 4) Begin capital improvements to site/renovations by December 2012 or prior
- 5) Complete renovations by March 2013
- 6) Commence facility operations by April 2013

Project Financing

The chart immediately below requires information relating to the sources and uses of funds to be expended for the Project. For purposes of this chart, the amounts provided should be aggregates for all Project Locations.

Sources of Funds (If needed use an additional sheet to indicate all sources and uses)								
Uses of Funds	Bond Proceeds	NMTC LOW- INTEREST LOAN or other financing	Commercial Financing (Loan 2)	POTENTIAL ESDC (MAP or other) GRANT	Capital Campaign	Company Funds	Other (Identify):	Total Uses
Land & Building Acquisition								
Construction Hard Costs		2,750,000				500,000		3,250,000
Construction Soft Costs						250,000		250,000
Fixed Tenant Improvements								
Machinery Furnishings and/or Equipment		3,000,000		750,000		250,000		4,000,000
Debt Service Reserve Fund								
Capitalized Interest								
Costs of Issuance								
Fees (explain):						100,000		100,000
Other (explain) Contingency		250,000				250,000		500,000
Total		6,000,000		750,000		1,350,000		8,100,000

Please list where machinery, equipment and furnishings will be purchased and what percentage of total machinery, equipment, and furnishings relating to the Project this will represent:

- New York City Percentage of Total? 20%
- New York State (excluding NYC) Percentage of Total? 15%
- United States (excluding NYS) Percentage of Total? 65%
- Outside United States Percentage of Total? N/A
- N/A - There is no equipment planned to be purchased with this project.

Project Location Detail

This page and the following 3 pages of this Application (i.e., pages 7 through 10, inclusive) make up the Proposed Project Packet.

Applicant must complete an individual Proposed Project Packet for each Project Location for which Applicant is seeking Project Financial Assistance.

Project Location		Project Location # 1 of 1	
Borough/Block/Lot: Bronx/2606/41			
Street address and zip code: 511 Barry Street, Bronx, New York 10474			
Zoning: M1-2		Number of Floors: 2	
Square footage of Existing Building: 153,965		Square footage of Land: 204,680 (476' x 430') (per DOF)	
Intended use(s) of site (e.g. manufacturing, office, retail, etc.): The site will be used as a centralized bakery, produce processing and prepared foods facility.			
Estimated square footage of Project after construction/ improvement completion: Same			
Building Square Footage: 153,965			
Non-building Improvement square footage (if applicable): Not Applicable			
Existing subtenant occupied square footage within building (in aggregate and per subtenant): Not applicable		Remaining length of each sublease: Not applicable	
Nature of business for each sub-tenant: Not applicable			

Anticipated Ownership of Premises

Please note that for purposes of answering the questions on this page, any reference to an "Affiliate" (as defined on the first page of this Application) should be deemed to mean an Affiliate of Applicant

1. Please check all that apply:

- Applicant or an Affiliate is the fee simple owner of the Project Location.
- Applicant or an Affiliate expects to be the fee simple owner of the Project Location.
- Applicant or an Affiliate leases the project Location.
- Applicant or an Affiliate expects to lease the project realty immediately following the closing.
- None of the above categories fully describe Applicant's interest or intended interest in the Project Location, which may be more accurately described as follows (please provide copies of supporting documentation, as applicable):

2. If Applicant or Affiliates leases or expects to lease the Project Location, choose one of the following

- Lease is for an entire building and property
- Lease is for space within a building. Approximately 88,000 SF

3. If an Affiliate owns or controls (or will own or control) a Project Location, then describe such Affiliate by choosing one of the following selections and completing the chart provided below:

- General Partnership
- Limited Partnership
- C Corporation
- S Corporation
- Limited Liability Company
- 501(c)(3) Organization
- Natural Person
- Other (specify): _____

Name of Affiliate:	EIN # of Affiliate:
Address of Affiliate:	
Affiliation of Affiliate to Applicant:	
Contact Person:	Title of Contact Person:
Phone Number(s):	

Core Application- Proposed Project Packet (3 of 4)

Employment Information

The following information will be used as part of the NYCIDA/ NYCCRC's calculation of the benefit of the project, and as a basis for comparison with the information reported in periodic compliance surveys the Agency conducts throughout the life of the Project.

Note: for the meanings of all defined terms, see page 1 of this Application.

A. Commencement of Operations

- When does Applicant expect to close with NYCIDA/NYCCR/Build NYC?
By the end of the 2012 calendar year.
- What will be the Facility Operations Start-Date? As soon after closing and renovations as possible – Spring-Summer, 2013

B. Current City-wide and Project Location Employment

- Currently, how many Full-time Employees do Applicant and Applicant's Affiliates employ throughout New York City as of the last pay period?
Approximately 1,140
- Currently, how many Part-time Employees do Applicant and Applicant's Affiliates employ throughout New York City as of the last pay period?
Approximately 1,600
- If the Applicant currently occupies and operates at the Project Location, how many Full-time and Part-time Employees are currently employed at the Project Location? (Indicate "NA" if no Employees are currently employed at the Project Location.) Part-time: N/A Full-time: N/A

C. Expected City-wide Employment

- How many Full-time Employees do Applicant and Applicant's Affiliates expect to employ throughout New York City on the Facility Operations Start-Date? Approximately 1,200
- How many Part-time Employees do Applicant and Applicant's Affiliates expect to employ throughout New York City on the Facility Operations Start-Date? Approximately 1,650

D. Expected Relocation Employment

- Out of the number of Full-time Employees provided in the answer to C.1, how many are expected to be relocated to the Project Location on or about the Facility Operations Start Date? (Indicate "NA" if all employees at the Project Location will be new hires.)
40 (to be relocated within approximately the first 18 months of the start date)
- Out of the number of Part-time Employees provided in the answer to C.2, how many are expected to be relocated to the Project Location on or about the Facility Operations Start Date? (Indicate "NA" if all employees at the Project Location will be new hires.)
30 (to be relocated within approximately the first 18 months of the start date)

E. Estimated New-growth Employment

Complete the following chart to indicate the number of new employees that are expected to be hired at the Project Location. Please review the illustrative example (see the sample below the chart) as a guide to completing the chart. **Note: in the chart below, year 1 is the year following the Facility Operations Start-Date; Year 2 is the second year following that date; Year 3 is the third, etc. JOBS BELOW DO NOT INCLUDE JOBS EXPECTED TO BE TRANSFERRED FROM EXISTING IN-STORE BAKERIES (APPROXIMATELY 30 OVER 5 YEARS) These jobs are**

expected to be full time jobs 9/18/12

Years following Facility Operations Start Date	1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	Total New Growth
Permanent Full-time	10	8	4	4	4	4	4	0	0	0	0	0	0	0	0	38
Permanent Part-time	10	12	6	6	6	6	6	0	0	0	0	0	0	0	0	52

Illustration example for employment statistics

C. New Growth Employees

Scenario: A company with a total employment of 10 permanent full time employees at application has a Projected Start Date of Facility Operations of 5/23/2009. By 5/23/2010 they intend on adding to its workforce 2 employees, which is considered year 1, 0 employees the second year, 4 employees the third year, 2 part time employees the fourth year, and no more additional employees thereafter. There are also no layoffs anticipated.

Years following Facility Operations Start Date	1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	Total New Growth
Full-time Employees	2	0	4	0	0	0	0	0	0	0	0	0	0	0	0	6
Part-time Employees	0	0	0	2	0	0	0	0	0	0	0	0	0	0	0	2

Although this company, after year 4, will have a total of 16 Full-time employees (the 10 original and the 6 New Growth) this chart should only reflect New Growth Employees. The 10 original employees are captured in Section B of the Project Location Information section of the application.

Wage Information

The questions in this section apply only to **Permanent Employees** employed or to be employed at the Project Location.

1. If Full-time Employees are to be relocated on the Facility Operations-Start Date, what will be the average quarterly and annual compensation for such relocated Full-time Employees? (Indicate "NA" if no Full-time Employees are being relocated.)
Quarterly: \$8,625 Annual: \$34,500
2. If Part-time Employees are to be relocated on the Facility Operations-Start Date, what will be the average quarterly and annual compensation for such relocated Part-time Employees? (Indicate "NA" if no Part-time Employees are being relocated.)
Quarterly: \$8,625 Annual: \$34,500
3. With regard to the Part-time Employees and Full-time Employees currently employed at the Project Location and provided in the answer to question B3 on the previous page (9), what is current annual average compensation? (Indicate "NA" if no Employees are currently employed at the Project Location.)
Part-time: N/A Full-time: N/A
4. For new Full-time Employees expected to be hired in the first year following the Facility Operations Start-Date, what is the projected average quarterly and annual compensation?
Quarterly: \$8,625 Annual: \$34,500
5. For new Part-time Employees expected to be hired in the first year following the Facility Operations Start-Date, what is the projected average quarterly and annual compensation?
Quarterly: \$8,625 Annual: \$34,500
6. For all new, Full-time Employees expected to be hired throughout the fifteen-year period following the Facility Operations Start-Date, please complete the following:
 - A. Projected average annual compensation: \$34,500
 - B. Average annual compensation range: Hi: \$100,000 Low: \$22,000
7. For all new, Part-time Employees expected to be hired throughout the fifteen-year period following the Facility Operations Start-Date, please complete the following:
 - A. Projected average annual compensation: \$34,500
 - B. Average annual compensation range: Hi: \$100,000 Low: \$22,000
8. Generally describe all other forms of compensation and benefits that Permanent Employee will receive at the Project Location. Examples: health care; employer-contributions for retirement plans; on-the-job training; reimbursement for educational expenses; etc.

Fairway's union workers receive the following benefits: medical, dental, vision and prescription drug plans for full-time workers; and dental, vision and prescription drug plans for part-time workers. Union members receive time and a half pay if they work on a designated Union holiday. They also receive Holiday pay, equivalent to straight pay for time worked. Annual vacation leave is dependent on type of employee and length of service, and ranges from 1 to 5 weeks. Sick leave is from 1 to 10 days annually depending on type of employee and length of service.

The benefits for Fairway's non-union worker include: group medical, dental, life, accident, and disability coverages. Holiday pay includes: New Year's Day, Memorial Day, July 4, Labor Day, Thanksgiving and Christmas. Non-union employees who do not work on designated company holidays will receive regular pay for the day. Salaried employees who are asked to work on those holidays receive their regular pay, and are entitled to take a paid "comp" day at another time subject to supervisor approval. Annual vacation benefits range from 1 to 5 weeks depending on length of service. In addition, employees may use personal days (from 1 to 3 days) depending on length of service. Non-union employees earn sick leave from 1 to 10 days depending on length of service.

Both union and non-union employees receive on-the-job training as well as tuition reimbursement consistent with Fairway's policies.

Company Background

This section is meant to capture additional information about the company background.

The Applicant and its Affiliates hereinafter will be referred to as the "Companies" or individually as a "Company." If any of the following questions applies to none of these Companies, answer "NONE"; but, for any question that does apply, be sure to specify to which of the Companies the answer is relevant. When the space provided for an answer is insufficient, provide the answer on a separate sheet of paper and attach that paper to this Questionnaire.

- 1. List all of the labor union contracts and collective bargaining arrangements to which any of the Companies is currently a party (Note: This answer should match the answer to be supplied on page 14 of the Core Application, Question 10):

UFCW Local 1500
UFCW Local 371
UFCW Local 1262
United Service Workers Union (Local 339)

- 2. Have any of the Companies during the current calendar year and the five preceding calendar years experienced labor unrest situations, including pending or threatened labor strikes, hand billing, consumer boycotts, mass demonstrations or other similar incidents?

Yes No If Yes, please explain below or on an attached sheet:

- 3. Have any of the Companies received any federal and/or state unfair labor practices complaints asserted during the current calendar year and the five calendar years preceding the current calendar year?

Yes No If Yes, please describe and explain current status of complaints below or on an attached sheet:

During the past calendar year and preceding five calendar years, the Companies have received, from time to time, complaints alleging federal and/or state based unfair labor practices, which have generally been dismissed. We do not believe that these matters have had or will have a material adverse effect on our financial position or results of operations.

- 4. Do any of the Companies have pending or threatened requests for arbitration, grievance proceedings, labor disputes, strikes or disturbances during the current calendar year and the five calendar years preceding the current calendar year?

Yes No If Yes, please explain below or on an attached sheet:

During the past calendar year and preceding five years, the Companies have received from time to time, requests for and have further engaged in grievance proceedings and a few arbitrations in connection with various labor related issues arising in the ordinary course of business. We do not believe that these matters have had or will have a material adverse effect on our financial position or results of operations.

- 5. Are all employees of the Companies permitted to work in the United States?

Yes No If No, please provide details on an attached sheet.

Pursuant to Fairway's employment verification policies and procedures, Fairway believes that all of its employees are authorized to work in the U.S.

What steps do the Companies take as a matter of course to ascertain their employees' employment status?

As required by Form I-9, all prospective employees are required to provide evidence of their identity and associated authorization to work in the U.S.

- 6. Do the Companies complete and retain all required documentation related to this inquiry, such as Employment Eligibility Verification (I-9) forms?

Yes No If No, please explain below or on an attached sheet:

Core Application- Company Background

7. Has the United States Department of Labor, the New York State Department of Labor, the New York City Office of the Comptroller or any other local, state or federal department, agency or commission having regulatory or oversight responsibility with respect to workers and/or their working conditions and/or their wages, inspected the premises of any Company or audited the payroll records of any Company during the current calendar year or during the three calendar years preceding the current one?

Yes No

If the answer to this question is "Yes," briefly describe the nature of the inspection, the inspecting governmental entity and when the inspection occurred. Briefly describe the outcome of the inspection, including any reports that may have been issued and any fines or remedial or other requirements imposed upon the Company or Companies as a consequence: (please use an attached sheet if necessary)

During the past calendar year and preceding five calendar years, the Companies have received, from time to time, audit and/or inspection requests from various governmental agencies having regulatory responsibility or oversight with respect to workers, which to-date have not prompted any further sanctions or investigations. We do not believe that these matters have had or will have a material adverse effect on our financial position or results of operations.

8. Has any of the Companies incurred, or potentially incurred, any liability (including withdrawal liability) with respect to an employee benefit plan, including a pension plan?

Yes No

If the answer to this question is "Yes," quantify the liability and briefly describe its nature and refer to any governmental entities that have had regulatory contact with the Company in connection with the liability: (please use an attached sheet if necessary)

The Companies are part of a multi-employer pension plan (i.e., UFCW Local 1500 Pension Plan) and would incur withdrawal liability should they decide to withdraw from the plan. At this time, however, none of the Companies have any plans to withdraw from the plan.

9. Are the practices of any of the Companies now, or have they been at any time during the current calendar year or the five calendar years preceding the current calendar year, the subject of any complaints, claims, proceedings or litigation arising from alleged discrimination in the hiring, firing, promoting, compensating or general treatment of employees?

Yes No

If the answer to this is "Yes," provide details below or on an attached sheet. When answering this question, please consider "discrimination" to include sexual harassment.

During the past calendar year and preceding five calendar years, the Companies have received, from time to time, complaints alleging various types of employment discrimination, which have generally been dismissed at the administrative level or otherwise settled. We do not believe that these matters have had or will have a material adverse effect on our financial position or results of operations.

When answering the following questions, please note: "Principal" means the following with respect to the Applicant and/or the SPE: all persons (entities or individuals) that control the Applicant and/or the SPE, and/or own more than 10 percent of either; all executive officers; all directors; and all members and general partners for, respectively, limited liability companies and partnerships.

1. Has Applicant, or any Affiliate or Principal, ever received, or is any such person or entity currently receiving, financial assistance or any other kind of non-discretionary benefit from any local, state or federal governmental entity or agency, or any public authority or public benefit corporation, or any local development corporation?

Yes No If Yes, please provide details on an attached sheet.

The Companies have received various tax benefits and/or payments in connection with certain real estate improvements, utility purchases, employment opportunities as well as various state energy efficiency programs (i.e., NY, CT and NJ).

Please note: local, state and federal governmental entities or agencies, public authorities or public benefit corporations, and local development corporations, shall be referred to as "Public Entit(y)(ies)."

2. Has Applicant, or any Affiliate or Principal, or any existing or proposed occupant at the Project site, obtained, or is any such person or entity in the process of obtaining, or contemplating obtaining, other assistance from the NYCIDA/ NYCCRC/Build NYC and/or other Public Entities?

Yes No If Yes, please provide details on an attached sheet.

Yes, the Applicant is in the process of reviewing and applying for New York State benefits as well as energy benefits offered through the New York City and/or Consolidated Edison. In addition, the Applicant will review and possibly apply for programs being offered by NYSERDA.

3. Has Applicant, or any Affiliate or Principal, ever defaulted on a loan or other obligation to a Public Entity?

Yes No If Yes, please provide details on an attached sheet.

Core Application- Company Background

1. Has real property in which Applicant, or Affiliate or Principal, holds or has ever held an ownership interest and/or controlling interest of 25 percent or more, now or ever been (i) the subject of foreclosure (including a deed in lieu of foreclosure), or (ii) in arrears with respect to any type of tax, assessment or other imposition?
 Yes No If Yes, please provide details on an attached sheet.
2. Does Applicant, or any Affiliate or Principal, have any contingent liabilities not already covered above (e.g., judgment liens, lis pendens, other liens, etc.)? Please include mortgage loans and other loans taken in the ordinary course of business only if in default.
 Yes No If Yes, please provide details on an attached sheet.
3. Has the Applicant, or any Affiliate or Principal, failed to file any required tax returns as and when required with appropriate governmental authorities?
 Yes No If Yes, please provide details on an attached sheet.

Please answer the following questions relating to the Applicant (if the space provided below is insufficient, please provide complete information on an attached sheet):

THE FOLLOWING INFORMATION IS PROSPECTIVE IN NATURE AS FAIRWAY BAKERY LLC DOES NOT CURRENTLY HAVE OPERATIONS

7. List major customers: NOT APPLICABLE - FAIRWAY OPERATES RETAIL FOOD STORES

Company Name	Address	Contact	Phone	Fax Number	Percent of Revenues

8. List major suppliers: Contact for first three suppliers is Ken Carpenter (718-991-8781)

Company Name	Address	Contact	Phone	Fax Number
Nathel & Nathel, Inc.	NYC Terminal Market, 301-302-303 Row C, Bronx, NY 10474	[REDACTED]		
D'Arrigo Bronx, Co. of NY	315 NYC Terminal Market, Bronx, NY 10474			
A&J Produce Corp.	NYC Terminal Market, 138-144 A, Bronx, NY 10474			
American Roland	71 West 23 rd Street, New York, NY 10010			
Exotic Gourmet	57-50 Flushing Avenue, Maspeth, NY 11378			

9. List major Funding sources (if applicable): At this time, Fairway plans to self-fund the Project. There is strong interest, however, to get funding from alternative sources and various options are currently being explored.

Company Name	Address	Contact	Phone	Fax Number

Core Application- Company Background

10. List unions (if applicable):

Union Name	Address	Contact	Phone	Fax Number
UFCW Local 1500	425 Merrick Ave., Westbury, NY 11590			
UFCW Local 371	290 Post Road West, PO Box 470, Westport, CT 06881			
UFCW Local 1262	1389 Broad St., Clifton, NY 07013			
United Service Workers Union (Local 339)	138-50 Queens Blvd. Briarwood, NY 11435			

11. List banks:

Bank Name	Address	Contact	Phone	Account Type and Number
Bank of America	One Bryant Park, NY, NY 1- 100-32-05			

12. List licensing authorities, if applicable:

Company Name	Address	Contact	Phone	Fax Number
NYS Department of Agriculture and Markets (Food Processing License and Kosher License)				
USDA pursuant to the Perishable Agricultural Commodities Act (PACA)				

Certification

I, the undersigned officer/member/partner of Applicant, on behalf of Applicant, hereby request, represent, certify, understand, acknowledge and agree as follows:

I request that this Application, together with all materials and data submitted in support of this Application (collectively, these "Application Materials"), be submitted for review to the Issuers' Boards, in order to obtain from the Boards an expression of intent to provide the benefits requested herein for the Project. I understand that this expression of intent will take the form of an inducement resolution to be adopted by the appropriate Boards.

I represent that I have the authority to sign these Application Materials on behalf of, and to bind, Applicant.

I certify to the best of my knowledge and belief, after due investigation, the information contained in these Application Materials is accurate, true and correct and does not contain a misstatement of a material fact or omit to state a material fact necessary to make the statements contained herein not misleading. I understand that an intentional misstatement of fact, or, whether intentional or not, a material misstatement of fact, or the providing of materially misleading information, or the omission of a material fact, may cause the Issuers' Boards to reject the request made in the Application Materials. I understand that the Issuer will rely on the information contained within these Application Materials in producing and publishing a public notice and convening a public hearing. If any information in these Application Materials is found to be incorrect, the Applicant may have to provide new information and a new public notice and public hearing may be required. If a new public notice and public hearing is required, they will be at the Applicant's expense.

I understand the following: that Applicant and Principals will be subject to a background check and actual or proposed subtenants may be subject to a background check; that the Issuers may be required under SEQR to make a determination as to the Project's environmental impact and that in the event the Issuers determine that the Project will have an environmental impact, Applicant will be required to prepare, at its own expense, an environmental impact statement; that the decision of the Board to approve or to reject the request made in the Application Materials is a discretionary decision; that no Bonds may be issued (if Bonds are being requested) unless such Bonds are approved by the Mayor; that under the New York State Freedom of Information Law ("FOIL"), the NYCIDA/ NYCCRC/Build NYC may be required to disclose the Application Materials and the information contained therein (see Disclosure Policy and Procedure); and that Applicant shall be entirely responsible and liable for the fees referred to in these Application Materials, including (in the case of Bonds) but not limited to payment of the New York State bond issuance fees (if applicable to the Bonds in question) based upon the aggregate principal amount of the Bonds.

I further understand and agree as follows:

That in the event the Application Materials are not submitted to the Issuers' Boards for any reason including negative results obtained through the background check, that submission of this application provides consent to NYCIDA, NYCCRC, Build NYC, and NYCEDC to verify and investigate information provided, particularly business relationships with customers, suppliers, unions, banks and licensing authorities; and/or, with respect to Application Materials that are submitted to the Issuers' Boards, in the event the NYCIDA, NYCCRC or Build NYC Board rejects same, then, under either of said circumstances, Applicant shall have no recourse against the NYCIDA, NYCCRC, Build NYC or any other public or governmental entity or public benefit corporation (including NYCEDC), or any directors, officers, employees or agents of the foregoing (collectively, the "Public Participants"), for the Application Fee, or for other expenses incurred by Applicant or other parties on behalf thereof, or for damages or specific performance; and that the Application Fee is under all circumstances (including but not limited to the ones just described and the ones described in the next succeeding paragraph) non-refundable; and

That if the Issuers' Boards adopt an inducement resolution with respect to the request made in the Application Materials, such adoption shall not be deemed a guaranty that the Boards will adopt an authorizing resolution; or that the Issuers will then provide the induced benefits; and

That, with respect to the request made in the Application Materials, if the Board adopts an inducement resolution, such action shall not be a guaranty that the Board will adopt an authorizing resolution; or if the Board adopts an authorizing resolution or a combined inducement-authorizing resolution, such action shall not be a guaranty that a Closing will occur or that the NYCIDA/NYCCRC/Build NYC will provide to the Applicant the benefits that the Applicant has requested in its Application Materials or any benefits induced or authorized by the Board; and

That in the event the Issuers disclose the Application Materials in response to a request made pursuant to FOIL, Applicant hereby authorizes the Issuers to make such disclosure and hereby releases the Issuers from any claim or action that Applicant may have or might bring against the Issuers, their directors, officers, agents, employees and attorneys, by reason of such disclosure; and that Applicant agrees to defend, indemnify and hold the NYCIDA, NYCCRC, Build NYC and, if applicable, the NYCEDC and their respective directors, officers, agents, employees and attorneys harmless (including without limitation for the cost of reasonable attorneys fees) against claims arising out of such disclosure as such claims may be made by any party including the Applicant, Affiliate, Owner or Principal, or by the officers, directors, employees and agents thereof.

I acknowledge and agree that the Issuers reserve the right in their sole and absolute discretion to request additional information, waive any requirements set forth herein, and/or amend the form of this Application, to the full extent permitted by applicable law.

Requested, Represented, Certified, Acknowledged, Understood and Agreed by Applicant,

This 24th day of August, 2012.

Name of Applicant: Fairway Bakery LLC

By: Printed Name of Signer: Larry Santoro
Title of Signer: Chief Administrative Officer

Signature: 

I certify that, using due care, I know of no misstatement of material fact in these Application Materials and know of no material fact required to be stated in these Application Materials to make the statements made therein not misleading.

Certified by Preparer,

This 24th day of August, 2012.

Name of

Preparer: ThinkForward Financial

Printed Name of

By: Signer: Sunil Aggarwal/Kei Hayashi

Title of Signer: Principal/Consultant

Signature: *Sunil Aggarwal*

- 1. Will the completion of the Project result in the removal of a plant or facility of Applicant, or the removal of a plant or facility of any person or entity that is proposed to occupy the Project facility? (For the purposes of this question, "removal" shall mean removal from an area in New York State (but outside of New York City) to an area within New York City)
 Yes No

If "Yes," please provide the following information:

Address of the to-be-removed plant(s) or facility(ies):

Names of the to-be-removed person(s) or entity(ies), including the Applicant itself, if applicable.

- 2. Will the completion of the Project result in the abandonment of one or more plants or facilities of the Applicant, or of any proposed occupant of the Project, located in an area of New York State other than New York City? Yes No

If "Yes," please provide the following information:

Addresses of the to-be-abandoned plant(s) or facility(ies):

Names of all current occupants of the to-be-abandoned plant(s) or facility(ies):

- 3. Will the completion of the Project in any way cause the removal and/or abandonment of plants and facilities anywhere in New York State (but outside of New York City)?
 Yes No

If "Yes," please provide all information relevant to such future removal and/or abandonment:

If the answer to either question 1, 2 or 3 is "Yes," please continue and answer questions 4 and 5.

- 4. Is the Project reasonably necessary to preserve the competitive position of this Applicant, or of any proposed occupants of the Project, in its industry?
 Yes No
- 5. Is the Project reasonably necessary to discourage the Applicant, or any proposed occupant of the Project, from removing such plant or facility to a location outside New York State?
 Yes No

If the answer to question 4 and/or question 5 is "Yes," please provide on a detailed explanation on a separate sheet of paper.

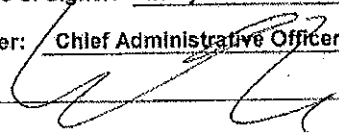
Certification

THE UNDERSIGNED HEREBY CERTIFIES that the answers and information provided above, and in any statement attached hereto, are true and correct.

Name of Applicant: Fairway Bakery LLC

By: Printed Name of Signer: Larry Santoro

Title of Signer: Chief Administrative Officer

Signature: 

Date: _____

Retail Questionnaire

1. Will any portion of the Project consist of facilities or property that are or will be primarily used in making retail sales of goods to customers who personally visit the Project? Yes No
2. If the answer to question 1 is "Yes," will the Applicant or any other Project occupant be a registered vendor under Article 28 of the Tax Law of the State of New York (the "Tax Law") primarily engaged in the "retail sale of tangible personal property" (as defined in Section 1101(b)(4)(i) of the Tax Law)? Yes No **NA**
3. Will any portion of the Project consist of facilities or property that are or will be primarily used in making retail sales of services to customers who personally visit the Project? Yes No
4. If the answer to question 1 or 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 1 or 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: **NA**
 - a. Will a not-for-profit corporation operate the Project?
 Yes No
 - b. Is the Project likely to attract a significant number of visitors from outside New York City?
 Yes No
 - c. Would the Applicant, but for the contemplated financial assistance from the NYCIDA, locate the related jobs outside New York State?
 Yes No
 - d. Is the predominant purpose of the Project to make available goods or services that would not, but for the Project, be reasonably accessible to New York City residents because of a lack of reasonably accessible retail trade facilities offering such goods or services?
 Yes No
 - e. Will the Project be located in one of the following: (a) an area designated as an economic development zone pursuant to Article 18-B of the General Municipal Law; or (b) a census tract or block numbering area (or census tract or block numbering area contiguous thereto) that, according to the most recent census data, has (i) a poverty rate of at least 20% for the year to which the data relates, or at least 20% of its households receiving public assistance, and (ii) an unemployment rate of at least 1.25 times the statewide unemployment rate for the year to which the data relates? Yes No
6. If the answers to any of subdivisions (c) through (e) of question 5 are "Yes," will the Project preserve permanent, private sector jobs or increase the overall number of permanent, private sector jobs in New York State? Yes No **NA**
If "Yes," please furnish details in a separate attachment.
7. If the answers to any of subdivisions (a) through (e) of question #5 are "Yes," please furnish details in a separate attachment. **NA**

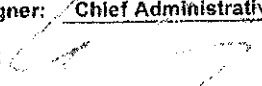
Certification

THE UNDERSIGNED HEREBY CERTIFIES that the answers and information provided above, and in any statement attached hereto, are true and correct.

Name of Applicant: Fairway Bakery LLC

By: Printed Name of Signer: Larry Santoro

Title of Signer: Chief Administrative Officer

Signature: 

Date: 9/5/12

PART 1--PROJECT INFORMATION
Prepared by Project Sponsor

NOTICE: This document is designed to assist in determining whether the action proposed may have a significant effect on the environment. Please complete the entire form, Parts A through E. Answers to these questions will be considered as part of the application for approval and may be subject to further verification and public review. Provide any additional information you believe will be needed to complete Parts 2 and 3.

It is expected that completion of the full EAF will be dependent on information currently available and will not involve new studies, research or investigation. If information requiring such additional work is unavailable, so indicate and specify each instance.

Name of Action Rental of portion of a building and improvements to building to accommodate industrial activity

Location of Action (Include Street Address, Municipality and County)

511 Barry Street, Bronx, NY 10474

Name of Applicant/Sponsor Fairway Bakery LLC

Address 2284 12th Avenue

City / PO New York State NY Zip Code 10027

Business Telephone [REDACTED]

Name of Owner (if different) Baldor Specialty Foods LLC

Address 511 Barry Street

City / PO Bronx State NY Zip Code 10474

Business Telephone Not Available

Description of Action:

Fairway Bakery LLC is proposing to enter into a long term lease agreement for a portion of an industrial facility in the Bronx - 511 Barry Street, Bronx, New York 10474 (Block 2606, Lot 41) and the former Baldor site -- and to undertake renovations and equipping of its leased portion of this existing, two story building in order to outfit the building for use as a centralized bakery, produce processing and prepared-foods production facility in support of Fairway's retail markets. Fairway is planning renovations to be completed by the late winter/early spring of 2013 in order to commence operations in the facility by late spring 2013 (the "Project").

Fairway's proposed production facility will support greater efficiencies in the production, distribution and supply chain of Fairway's current operations. Currently, produce and bakery operations, including baking and food preparation functions, are disaggregated and occur at certain retail stores that have the capacity to provide those respective functions. Fairway is seeking to consolidate these activities in a new, state-of-the-art production and food processing center.

Renovations will include the following:

- Demolishing of certain existing structures and building of required production, distribution and office spaces;
- Renovation and repair of loading bays and railroad siding;
- Repair and upgrading of all HVAC and refrigeration equipment;
- Installation of and repair of all electrical, plumbing and sprinkler systems;
- Installation of a new freight elevator;
- Installation of required telecommunications and information technology equipment; and
- Other painting, repair, and installations required for a facility of this size and purpose.

Total expenditures for the project, including hard and soft costs of construction, machinery and equipment purchases and fees and contingency, total approximately \$8 million.

Please Complete Each Question--Indicate N.A. if not applicable

A. SITE DESCRIPTION

Physical setting of overall project, both developed and undeveloped areas.

1. Present Land Use: Urban Industrial Commercial Residential (suburban) Rural (non-farm)
 Forest Agriculture Other _____

2. Total acreage of project area: Approx. 4 acres.

APPROXIMATE ACREAGE	PRESENTLY	AFTER COMPLETION
Meadow or Brushland (Non-agricultural)	_____ acres	_____ acres
Forested	_____ acres	_____ acres
Agricultural (Includes orchards, cropland, pasture, etc.)	_____ acres	_____ acres
Wetland (Freshwater or tidal as per Articles 24,25 of ECL)	_____ acres	_____ acres
Water Surface Area	_____ acres	_____ acres
Unvegetated (Rock, earth or fill)	_____ acres	_____ acres
Roads, buildings and other paved surfaces	_____ <u>2</u> acres	_____ <u>2</u> acres
Other (Indicate type) <u>Building</u>	_____ <u>2</u> acres	_____ <u>2</u> acres

3. What is predominant soil type(s) on project site? Urban Land - variable

- a. Soil drainage: Well drained _____% of site Moderately well drained _____% of site.
 Poorly drained _____% of site

b. If any agricultural land is involved, how many acres of soil are classified within soil group 1 through 4 of the NYS Land Classification System? N/A acres (see 1 NYCRR 370).

4. Are there bedrock outcroppings on project site? Yes No

a. What is depth to bedrock variable (in feet)

5. Approximate percentage of proposed project site with slopes:
 0-10% _____% 10-15% _____% 15% or greater _____%

6. Is project substantially contiguous to, or contain a building, site, or district, listed on the State or National Registers of Historic Places? Yes No

7. Is project substantially contiguous to a site listed on the Register of National Natural Landmarks? Yes No

8. What is the depth of the water table? 6.5 (in feet)

9. Is site located over a primary, principal, or sole source aquifer? Yes No

10. Do hunting, fishing or shell fishing opportunities presently exist in the project area? Yes No

11. Does project site contain any species of plant or animal life that is identified as threatened or endangered? Yes No

According to:

Identify each species:

12. Are there any unique or unusual land forms on the project site? (i.e., cliffs, dunes, other geological formations?)

Yes No

Describe:

13. Is the project site presently used by the community or neighborhood as an open space or recreation area?

Yes No

If yes, explain:

14. Does the present site include scenic views known to be important to the community? Yes No

15. Streams within or contiguous to project area:

Not applicable

a. Name of Stream and name of River to which it is tributary

16. Lakes, ponds, wetland areas within or contiguous to project area:

Not applicable

b. Size (in acres):

17. Is the site served by existing public utilities? Yes No
- a. If YES, does sufficient capacity exist to allow connection? Yes No
- b. If YES, will improvements be necessary to allow connection? Yes No
18. Is the site located in an agricultural district certified pursuant to Agriculture and Markets Law, Article 25-AA, Section 303 and 304? Yes No
19. Is the site located in or substantially contiguous to a Critical Environmental Area designated pursuant to Article 8 of the ECL, and 6 NYCRR 617? Yes No
20. Has the site ever been used for the disposal of solid or hazardous wastes? Yes No

B. Project Description

1. Physical dimensions and scale of project (fill in dimensions as appropriate).

- a. Total contiguous acreage owned or controlled by project sponsor: none acres.
- b. Project acreage to be developed: n/a acres initially; _____ acres ultimately.
- c. Project acreage to remain undeveloped: n/a acres.
- d. Length of project, in miles: n/a (if appropriate)
- e. If the project is an expansion, indicate percent of expansion proposed. n/a %
- f. Number of off-street parking spaces existing 20; proposed 20
- g. Maximum vehicular trips generated per hour: 3 (upon completion of project)?
- h. If residential: Number and type of housing units:

	One Family	Two Family	Multiple Family	Condominium
Initially	<u>n/a</u>	<u>n/a</u>	<u>n/a</u>	<u>n/a</u>
Ultimately	<u>n/a</u>	<u>n/a</u>	<u>n/a</u>	<u>n/a</u>

- i. Dimensions (in feet) of largest proposed structure: n/a height; n/a width; n/a length.
- j. Linear feet of frontage along a public thoroughfare project will occupy is? n/a ft.

2. How much natural material (i.e. rock, earth, etc.) will be removed from the site? None tons/cubic yards.
3. Will disturbed areas be reclaimed Yes No N/A

a. If yes, for what intended purpose is the site being reclaimed?

- b. Will topsoil be stockpiled for reclamation? Yes No
- c. Will upper subsoil be stockpiled for reclamation? Yes No

4. How many acres of vegetation (trees, shrubs, ground covers) will be removed from site? None acres.

5. Will any mature forest (over 100 years old) or other locally-important vegetation be removed by this project?
 Yes No

6. If single phase project: Anticipated period of construction: n/a months, (including demolition)

7. If multi-phased:

a. Total number of phases anticipated 2 (number)

b. Anticipated date of commencement phase 1: 1 month 2013 year, (including demolition)

c. Approximate completion date of final phase: 12 month 2013 year.

d. Is phase 1 functionally dependent on subsequent phases? Yes No

8. Will blasting occur during construction? Yes No

9. Number of jobs generated: during construction 22; after project is complete 38FT/56

10. Number of jobs eliminated by this project 0.

11. Will project require relocation of any projects or facilities? Yes No

If yes, explain:

Project will house some relocated bakery, produce processing and warehousing/distribution functions from existing Fairway store

12. Is surface liquid waste disposal involved? Yes No

a. If yes, indicate type of waste (sewage, industrial, etc) and amount _____

b. Name of water body into which effluent will be discharged _____

13. Is subsurface liquid waste disposal involved? Yes No Type _____

14. Will surface area of an existing water body increase or decrease by proposal? Yes No

If yes, explain:

Empty box for explanation.

15. Is project or any portion of project located in a 100 year flood plain? Yes No

16. Will the project generate solid waste? Yes No

a. If yes, what is the amount per month? 3 tons

b. If yes, will an existing solid waste facility be used? Yes No

c. If yes, give name Not yet determined; location _____

d. Will any wastes not go into a sewage disposal system or into a sanitary landfill? Yes No

e. If yes, explain:

17. Will the project involve the disposal of solid waste? Yes No

a. If yes, what is the anticipated rate of disposal? _____ tons/month.

b. If yes, what is the anticipated site life? _____ years.

18. Will project use herbicides or pesticides? Yes No

19. Will project routinely produce odors (more than one hour per day)? Yes No

20. Will project produce operating noise exceeding the local ambient noise levels? Yes No

21. Will project result in an increase in energy use? Yes No

If yes, indicate type(s)

Currently, the space that the Fairway project will occupy is vacant and no user is expending energy there. Therefore when Fairway operations commence in the facility, greater energy than is being used in the vacant space will be utilized.

22. If water supply is from wells, indicate pumping capacity N/A gallons/minute.

23. Total anticipated water usage per day 1000 gallons/day.

24. Does project involve Local, State or Federal funding? Yes No

If yes, explain:

The project is seeking State grant funding. It has yet to be determined if the State will provide any grant assistance. In addition, the project is seeking State and City tax credits and tax abatements.

25. Approvals Required:

			Type	Submittal Date
City, Town, Village Board	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
City, Town, Village Planning Board	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
City, Town Zoning Board	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
City, County Health Department	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
Other Local Agencies	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	New York City Industrial	9/7/12
Other Regional Agencies	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
State Agencies	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	BSDC	9/5/12
Federal Agencies	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		

C. Zoning and Planning Information

1. Does proposed action involve a planning or zoning decision? Yes No

If Yes, indicate decision required:

- | | | | |
|---|---|--|--------------------------------------|
| <input type="checkbox"/> Zoning amendment | <input type="checkbox"/> Zoning variance | <input type="checkbox"/> New/revision of master plan | <input type="checkbox"/> Subdivision |
| <input type="checkbox"/> Site plan | <input type="checkbox"/> Special use permit | <input type="checkbox"/> Resource management plan | <input type="checkbox"/> Other |

2. What is the zoning classification(s) of the site?

M1-2

3. What is the maximum potential development of the site if developed as permitted by the present zoning?

Maximum FAR is 2 (current FAR is 0.77)

4. What is the proposed zoning of the site?

No zoning change contemplated

5. What is the maximum potential development of the site if developed as permitted by the proposed zoning?

No zoning change/proposed zoning contemplated

6. Is the proposed action consistent with the recommended uses in adopted local land use plans? Yes No

7. What are the predominant land use(s) and zoning classifications within a 1/4 mile radius of proposed action?

Industrial and Vacant Lots

8. Is the proposed action compatible with adjoining/surrounding land uses with a 1/4 mile? Yes No

9. If the proposed action is the subdivision of land, how many lots are proposed? Not applicable

a. What is the minimum lot size proposed? _____

10. Will proposed action require any authorization(s) for the formation of sewer or water districts? Yes No

11. Will the proposed action create a demand for any community provided services (recreation, education, police, fire protection)?

Yes No

a. If yes, is existing capacity sufficient to handle projected demand? Yes No

12. Will the proposed action result in the generation of traffic significantly above present levels? Yes No

a. If yes, is the existing road network adequate to handle the additional traffic. Yes No

D. Informational Details

Attach any additional information as may be needed to clarify your project. If there are or may be any adverse impacts associated with your proposal, please discuss such impacts and the measures which you propose to mitigate or avoid them.

E. Verification

I certify that the information provided above is true to the best of my knowledge.

Applicant/Sponsor Name Fairway Bakery LLC Date 9/14/12

Signature 

Title Chief Administrative Officer

If the action is in the Coastal Area, and you are a state agency, complete the Coastal Assessment Form before proceeding with this assessment.

NYCIDA PROJECT COST/BENEFIT ANALYSIS

October 4, 2012

APPLICANT

Krinos Foods LLC
47-00 Northern Boulevard
Long Island City, NY 11101

PROJECT LOCATION

1734 Bathgate Avenue
Bronx, NY 10457

A. Project Description:

Krinos Foods LLC (the "Company") is an importer, distributor and manufacturer of olives, olive oils, cheeses and other Mediterranean food items. The Company is seeking an inducement resolution for an Industrial Incentive Program Straight Lease transaction for the acquisition and improvement of a 108,000 sq. ft. parcel of land and the construction, renovation, equipping of an approximately 100,000 square foot facility thereon, located at 1734 Bathgate Avenue, Bronx, NY 10457 (the "Project").

The Company was designated as the site developer after a competitive NYCEDC RFP process for the Project property. The total project cost is estimated to be approximately \$20 Million, of which approximately \$3.5 million will be for acquisition, \$10.5 million for construction, \$3.5 million for machinery and equipment, and \$3 million for fees and soft costs.

The Company expects to retain 79 employees and projects it will grow three full-time equivalent employees within three years.

B. Costs to City (New York City taxes to be exempted):

Mortgage Recording Tax Benefit:	\$	269,747
Land Tax Abatement (NPV, 25 years):		2,818,746
Building Tax Exemption (NPV, 25 years):		7,042,769
Sales Tax Exemption:		394,184
Total Cost to NYC	\$	10,525,446

C. Benefit to City (Estimated NYC direct and indirect taxes to be generated by Company) (estimated NPV 25 years @ 6.25%):

\$ 18,670,098

Company Contact Information

This page collects information for all contacts involved in the Project.

Applicant Name: Krinos Foods LLC	
Operating Company Address: 47-00 Northern Boulevard, Long Island City, NY 11101	
Website Address: www.krinos.com	
EIN #: [REDACTED]	NAICS Code: 31199, 493
Date of Application: August 22, 2012	

1. Officer of Applicant serving as contact person:

Name/Title: <u>Eric Moscahaidis/President</u>	Firm: <u>Krinos Foods LLC</u>
Phone: <u>[REDACTED]</u>	Fax: <u>[REDACTED]</u>
E-mail Address: <u>[REDACTED]</u>	Address: <u>47-00 Northern Boulevard, Long Island City, NY 11101</u>

2. Attorney of Applicant:

Name: <u>Robert S. Altman</u>	Firm: <u>Robert S. Altman, Esq., PLLC</u>
Phone: <u>[REDACTED]</u>	Fax: <u>[REDACTED]</u>
E-mail Address: <u>[REDACTED]</u>	Address: <u>27 Whitehall Street, 4th Floor, NY, NY 10004</u>

3. Accountant of Applicant:

Name: <u>Dan Sackowitz</u>	Firm: <u>JT Shulman & Company, CPAs</u>
Phone: <u>[REDACTED]</u>	Fax: <u>[REDACTED]</u>
E-mail Address: <u>[REDACTED]</u>	Address: <u>One Old Country Road, Suite 240, Carle Place, NY 11514-1816</u>

4. Other Advisor/Consultant to Applicant (if applicable):

Name: <u>Kei Hayashi</u>	Firm: <u>BJH Advisors, LLC</u>
Phone: <u>[REDACTED]</u>	Fax: <u>NA</u>
E-mail Address: <u>[REDACTED]</u>	Address: <u>27 Whitehall Street, 4th Floor, NY, NY 10004</u>

Company Background

This page collects a brief overview of the Applicant's structure and operations.

1. Applicant is (check one of the following, as applicable):

- General Partnership Limited Partnership C Corporation
 S Corporation Limited Liability Company Natural Person
 501(c)(3) Organization Other (specify): _____

2. Are any securities of Applicant publicly traded? Yes No

3. Applicant's state of incorporation or formation: New York State

4. Applicant's date of incorporation or formation: 11/13/2007

5. States in which Applicant is qualified to do business: New York

6. Please provide a brief description the nature of the business, including a description of the industry, competitors, services offered, and any other relevant info:

Krinos Foods LLC (Krinos) imports and wholesales olives and olive oils, cheeses and other Mediterranean food items. Krinos is wholly owned by Krinos Holdings Corp. (which was formed in 1958), which in turn is owned 60% by Eric Moscahlaidis and 40% by another family member. Krinos is currently located in Long Island City Queens. In addition to office, warehouse, and distribution functions, the Krinos' Queens facility houses a variety of food manufacturing processes, including brining of condiments, cheese handling, and production of taramosalata (a Greek caviar spread).

Krinos' competitors include Fantis Foods Inc. in Carlstadt, New Jersey and Castella Imports, Inc. in Hauppauge, New York

7. Please provide a brief description of the company history, unique company facts, etc.:

Krinos was founded in New York City in 1958 and was originally called Arista Olive Company. In the past 60 years, Krinos, including affiliates, has grown into a company with approximately 320 employees across North America. Krinos distributes its products nationally, with facilities in New York City, Chicago and California. Athens Pastries and Frozen Foods, Inc., an affiliated company in Cleveland, Ohio, with approximately 200 employees, is the largest U.S. producer of filo dough. A subsidiary, Krinos Realty LLC, holds title to its current New York City headquarters and distribution facility at 47-00 Northern Boulevard in Long Island City, as well as other New York City properties.

Krinos' success has been built upon a tradition of excellence and strategic growth. Krinos has steadily added to its product lines through both organic growth and acquisitions. It has acquired eight companies since 1965. Today, Krinos distributes more than 2,500 frozen, refrigerated and dry foods, including the world's first line of kosher Greek food. In 1981, in order to accommodate the company's growth, Krinos built a then state-of-the-art 130,000 square foot facility in Long Island City. The building was awarded first prize for design and construction by the City of New York.

Over the past five years, even in the midst of the Great Recession, Krinos enjoyed record revenues, and it anticipates that this growth will continue. Krinos has outgrown its current facility. The 21-foot clearance height in the warehouse areas hinders operations and the column layout prevents efficient use of the floor area. Due to the lack of space, it has become necessary to store large quantities of product (particularly barrels of olives) outdoors in the lot area behind the building. One or two of the ten loading bays are occasionally used as additional storage areas, and large volumes of packaging materials are stored in inefficient locations such as mezzanine areas.

Krinos has grown to become a national distributor. Operating from New York City has significant advantages, particularly the existing trained workforce and international connections, but brings with it economic challenges. Running a national distribution operation from east of the Hudson River creates logistical and economic penalties. New York City is a high cost environment, and in any likely scenario, operating within the five boroughs will require the company to pay more for real estate than at alternative area sites. After an extensive search of private and publicly owned sites within New York City, Krinos has determined that the Bathgate Site offers the best combination of appropriate zoning, size, location, and economics among the several potential solutions to the company's needs. While the Bathgate Site is a smaller parcel than it's the current location, by building a facility with higher internal clear-heights and an efficient layout, Krinos will be able to develop a new headquarters, manufacturing and distribution facility that meets its needs.

Proposed Project Activities

This page provides a general outline of the NYCIDA/NYCCRC project.

1. Please provide a brief overview of the entire proposed Project. If necessary break down Project activities by tax lot to describe activities at each Project Location.

Krinos proposes to purchase the Bathgate site in the Bronx from the New York City Economic Development Corporation (EDC), and construct a state-of-the-art headquarters, manufacturing and distribution facility, to be complete and ready for operations by the end of 2013/beginning of 2014. The building will house Krinos' national corporate headquarters and sales staff, food manufacturing and processing functions, and warehouse/distribution operations. The building will be approximately 100,000 square feet in size, with 36-foot internal clear heights. The proposed Bathgate facility will have greater capacity due to more efficient column spacing and an overall greater cubic volume.

Krinos plans to relocate approximately 80 employees from its existing Queens facility to the new Bathgate location. Construction of this new facility in the Bronx represents a significant capital investment and will enable Krinos Foods to continue to operate in New York City.

2. Please provide a brief description of how the proposed Project will affect current operations.

Krinos currently operates at 183,000 square foot parcel at 47-00 Northern Boulevard in Queens. Company management has determined that in order to continue operating in New York City versus lower cost options outside of the State, it must relocate operations to a more efficient facility. Krinos is seeking to purchase the Bathgate site in the Bronx and construct a new, more efficient facility. The new facility will offer improved refrigeration and freezer design; higher racks more tightly spaced; and state-of-the-art production equipment with improved capacities.

3. Please provide a brief description of renovations/construction of the proposed Project.

Krinos's project will entail the new construction of an approximately 100,000 square foot, state-of-the-art headquarters, manufacturing and processing, and distribution facility at the Bathgate site being sold by EDC. The facility will be a one story plus mezzanine structure.

Krinos has developed a conceptual design for the proposed facility. Krinos has consulted with Solar One, the NYSERDA Energy Smart Communities Coordinator regarding resources and available programs for renewable energy, and plans to utilize sustainable design principles for its new facility.

4. Please provide a brief timeline for the entire proposed Project.

Krinos hopes to follow the following timeline:

- Receive NYCIDA inducement resolution in October, 2012
- Close on the land sale with EDC by the end October/early November, 2012
- Obtain financing commitments in November, 2012
- Receive NYCIDA authorizing resolution in November or December, 2012
- Close on the NYCIDA lease agreement by the end of 2012
- Begin construction of the facility in Q12013
- Complete construction in Q42013
- Commence operations Q42014

Project Financing

The chart immediately below requires information relating to the sources and uses of funds to be expended for the Project. For purposes of this chart, the amounts provided should be aggregates for all Project Locations.

Uses of Funds	Sources of Funds (if needed use an additional sheet to indicate all sources and uses)							Total Uses
	Bond Proceeds	Commercial Financing (Loan 1)	Commercial Financing (Loan 2)	Affiliate/ Employee Loans	Capital Campaign	Company Funds	Other (Identify): ESDC MAP Grant	
Land Acquisition		500,000				3,500,000		3,500,000
Construction Hard Costs		10,519,304						10,519,304
Construction Soft Costs		1,191,100						1,191,199
Fixed Tenant Improvements								
Machinery Furnishings and/or Equipment		2,500,000					1,000,000	3,500,000
Debt Service Reserve Fund								
Capitalized Interest								
MOVING		250,000						250,000
Fees (explain): Legal, Financing, IDA		487,402						487,402
Other (explain) Owner's Contingency		1,402,000						1,402,000
Total		16,849,806				3,000,000	1,000,000	20,849,806

Please list where machinery, equipment and furnishings will be purchased and what percentage of total machinery, equipment, and furnishings relating to the Project this will represent:

- X New York City Percentage of Total? 20%
- X New York State (excluding NYC) Percentage of Total? 15%
- X United States (excluding NYS) Percentage of Total? 60%
- X Outside United States Percentage of Total? 5%

N/A - There is no equipment planned to be purchased with this project.

Project Location Detail

This page and the following 3 pages of this Application (i.e., pages 7 through 10, inclusive) make up the Proposed Project Packet.

Applicant must complete an individual Proposed Project Packet for each Project Location for which Applicant is seeking Project Financial Assistance.

Project Location		Project Location # 1 of 1	
Borough/Block/Lot: Bronx, Block 2922, Lot 2			
Street address and zip code: 1734 Bathgate Avenue, Bronx 10457			
Zoning: M1-4		Number of Floors: N/A	
Square footage of Existing Building: No building currently		Square footage of Land: 108,560 SF (444.06' x 235.69')	
Intended use(s) of site (e.g. manufacturing, office, retail, etc.): The Applicant intends to construct a new facility to house warehouse/distribution and food processing activities, as well as ancillary office areas.			
Estimated square footage of Project after construction/ improvement completion: 100,000 SF facility			
Building Square Footage: Will be approximately 100,000			
Non-building Improvement square footage (if applicable): N/A			
Existing subtenant occupied square footage within building (in aggregate and per subtenant): N/A		Remaining length of each sublease: N/A	
Nature of business for each sub-tenant: N/A			

Anticipated Ownership of Premises

Please note that for purposes of answering the questions on this page, any reference to an "Affiliate" (as defined on the first page of this Application) should be deemed to mean an Affiliate of Applicant

1. Please check all that apply:

- Applicant or an Affiliate is the fee simple owner of the Project Location.
- Applicant or an Affiliate expects to be the fee simple owner of the Project Location.
- Applicant or an Affiliate leases the project Location.
- Applicant or an Affiliate expects to lease the project realty immediately following the closing.
- None of the above categories fully describe Applicant's interest or intended interest in the Project Location, which may be more accurately described as follows (please provide copies of supporting documentation, as applicable):

2. If Applicant or Affiliates leases or expects to lease the Project Location, choose one of the following

- Lease is for an entire building and property
- Lease is for space within a building.

3. If an Affiliate owns or controls (or will own or control) a Project Location, then describe such Affiliate by choosing one of the following selections and completing the chart provided below:

- General Partnership
- S Corporation
- Natural Person
- Limited Partnership
- Limited Liability Company
- Other (specify): _____
- C Corporation
- 501(c)(3) Organization

Name of Affiliate: 1734 Bathgate Ave LLC	EIN # of Affiliate: TBD
Address of Affiliate: 47-00 Northern Boulevard, Long Island City, New York 11101	
Affiliation of Affiliate to Applicant: Special Purpose Entity formed to hold title to Proposed Facility, 100% owned by Krinos Holdings, Inc.	
Contact Person: Eric Moscahlaidis	Title of Contact Person: President
Phone Number(s): [REDACTED]	

Employment Information

The following information will be used as part of the NYCIDA/ NYCCRC's calculation of the benefit of the project, and as a basis for comparison with the information reported in periodic compliance surveys the Agency conducts throughout the life of the Project.

Note: for the meanings of all defined terms, see page 1 of this Application.

A. Commencement of Operations

1. When does Applicant expect to close with NYCIDA/NYCCR/Build NYC?
By the end of 2012
2. What will be the Facility Operations Start-Date? Q1 2014

B. Current City-wide and Project Location Employment

1. Currently, how many Full-time Employees do Applicant and Applicant's Affiliates employ throughout New York City as of the last pay period? 79
2. Currently, how many Part-time Employees do Applicant and Applicant's Affiliates employ throughout New York City as of the last pay period? 1
3. If the Applicant currently occupies and operates at the Project Location, how many Full-time and Part-time Employees are currently employed at the Project Location? (Indicate "NA" if no Employees are currently employed at the Project Location.) Part-time: N/A Full-time: N/A

C. Expected City-wide Employment

1. How many Full-time Employees do Applicant and Applicant's Affiliates expect to employ throughout New York City on the Facility Operations Start-Date? 79
2. How many Part-time Employees do Applicant and Applicant's Affiliates expect to employ throughout New York City on the Facility Operations Start-Date? 1

D. Expected Relocation Employment

1. Out of the number of Full-time Employees provided in the answer to C.1, how many are expected to be relocated to the Project Location on or about the Facility Operations Start Date? (Indicate "NA" if all employees at the Project Location will be new hires.)
79
2. Out of the number of Part-time Employees provided in the answer to C.2, how many are expected to be relocated to the Project Location on or about the Facility Operations Start Date? (Indicate "NA" if all employees at the Project Location will be new hires.)
1

E. Estimated New-growth Employment

Complete the following chart to indicate the number of new employees that are expected to be hired at the Project Location. Please review the illustrative example (see the sample below the chart) as a guide to completing the chart. Note: In the chart below, year 1 is the year following the Facility Operations Start-Date; Year 2 is the second year following that date; Year 3 is the third, etc.

Years following Facility Operations Start Date	1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	Total New Growth
Permanent Full-time	1	1	1	1	1	0	0	0	0	0	0	0	0	0	0	5
Permanent Part-time	N/A															N/A

Illustration example for employment statistics

C. New Growth Employees

Scenario: A company with a total employment of 10 permanent full time employees at application has a Projected Start Date of Facility Operations of 5/23/2009. By 5/23/2010 they intend on adding to its workforce 2 employees, which is considered year 1, 0 employees the second year, 4 employees the third year, 2 part time employees the fourth year, and no more additional employees thereafter. There are also no layoffs anticipated.

Years following Facility Operations Start Date	1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	Total New Growth
Full-time Employees	2	0	4	0	0	0	0	0	0	0	0	0	0	0	0	6
Part-time Employees	0	0	0	2	0	0	0	0	0	0	0	0	0	0	0	2

Although this company, after year 4, will have a total of 16 full time employees (the 10 original and the 6 New Growth) this chart should only reflect New Growth Employees. The 10 original employees are captured in Section B of the Project Location Information section of the application.

Wage Information

The questions in this section apply only to Permanent Employees employed or to be employed at the Project Location.

1. If Full-time Employees are to be relocated on the Facility Operations-Start Date, what will be the average quarterly and annual compensation for such relocated Full-time Employees? (Indicate "NA" if no Full-time Employees are being relocated.)
Quarterly: 10,450 Annual: 41,800
2. If Part-time Employees are to be relocated on the Facility Operations-Start Date, what will be the average quarterly and annual compensation for such relocated Part-time Employees? (Indicate "NA" if no Part-time Employees are being relocated.)
Quarterly: 7,500 Annual: 30,000
3. With regard to the Part-time Employees and Full-time Employees currently employed at the Project Location and provided in the answer to question B3 on the previous page (9), what is current annual average compensation? (Indicate "NA" if no Employees are currently employed at the Project Location.)
Part-time: N/A Full-time: N/A
4. For new Full-time Employees expected to be hired in the first year following the Facility Operations Start-Date, what is the projected average quarterly and annual compensation?
Quarterly: 10,450 Annual: 41,800
5. For new Part-time Employees expected to be hired in the first year following the Facility Operations Start-Date, what is the projected average quarterly and annual compensation?
Quarterly: N/A Annual: N/A
6. For all new, Full-time Employees expected to be hired throughout the fifteen-year period following the Facility Operations Start-Date, please complete the following:
 - A. Projected average annual compensation: 67,000
 - B. Average annual compensation range: Hi: 250,000 Low: 22,000
7. For all new, Part-time Employees expected to be hired throughout the fifteen-year period following the Facility Operations Start-Date, please complete the following:
 - A. Projected average annual compensation: N/A
 - B. Average annual compensation range: Hi: N/A Low: N/A
8. Generally describe all other forms of compensation and benefits that Permanent Employee will receive at the Project Location. Examples: health care; employer-contributions for retirement plans; on-the-job training; reimbursement for educational expenses; etc.

Krinos provides its workers with the following employment benefits:

- 401k plan with match of \$0.50 per dollar up to \$1,000
- Medical coverage for single employees paid entirely by the company (with no required contribution on the part of the employee)
- Flexible Spending Accounts (FSA) that allows employees to pay for certain expenses with pre-tax dollars
- Optional dental and vision coverages
- A Vacation plan that includes from 5 to 20 days allowed depending on how many years worked. One week of the unused vacation can be carried forward from year to year.
- Sick and personal leave that includes 8 days/year for office workers and 3 days per year for plant workers.

Company Background

This section is meant to capture additional information about the company background.

The Applicant and its Affiliates hereinafter will be referred to as the "Companies" or individually as a "Company." If any of the following questions applies to none of these Companies, answer "NONE"; but, for any question that does apply, be sure to specify to which of the Companies the answer is relevant. When the space provided for an answer is insufficient, provide the answer on a separate sheet of paper and attach that paper to this Questionnaire.

- 1. List all of the labor union contracts and collective bargaining arrangements to which any of the Companies is currently a party (Note: This answer should match the answer to be supplied on page 14 of the Core Application, Question 10):

N/A

- 2. Have any of the Companies during the current calendar year and the five preceding calendar years experienced labor unrest situations, including pending or threatened labor strikes, hand billing, consumer boycotts, mass demonstrations or other similar incidents?

Yes No If Yes, please explain below or on an attached sheet:

- 3. Have any of the Companies received any federal and/or state unfair labor practices complaints asserted during the current calendar year and the five calendar years preceding the current calendar year?

Yes No If Yes, please describe and explain current status of complaints below or on an attached sheet:

- 4. Do any of the Companies have pending or threatened requests for arbitration, grievance proceedings, labor disputes, strikes or disturbances during the current calendar year and the five calendar years preceding the current calendar year?

Yes No If Yes, please explain below or on an attached sheet:

- 5. Are all employees of the Companies permitted to work in the United States?

Yes No If No, please provide details on an attached sheet.

What steps do the Companies take as a matter of course to ascertain their employees' employment status?

All employees must fill in an I-9 form and ADP check if the name and social security number provided for each employee matches.

- 6. Do the Companies complete and retain all required documentation related to this inquiry, such as Employment Eligibility Verification (I-9) forms?

Yes No If No, please explain below or on an attached sheet:

7. Has the United States Department of Labor, the New York State Department of Labor, the New York City Office of the Comptroller or any other local, state or federal department, agency or commission having regulatory or oversight responsibility with respect to workers and/or their working conditions and/or their wages, inspected the premises of any Company or audited the payroll records of any Company during the current calendar year or during the three calendar years preceding the current one?

Yes No

If the answer to this question is "Yes," briefly describe the nature of the inspection, the inspecting governmental entity and when the inspection occurred. Briefly describe the outcome of the inspection, including any reports that may have been issued and any fines or remedial or other requirements imposed upon the Company or Companies as a consequence: (please use an attached sheet if necessary)

8. Has any of the Companies incurred, or potentially incurred, any liability (including withdrawal liability) with respect to an employee benefit plan, including a pension plan?

Yes No

If the answer to this question is "Yes," quantify the liability and briefly describe its nature and refer to any governmental entities that have had regulatory contact with the Company in connection with the liability: (please use an attached sheet if necessary)

9. Are the practices of any of the Companies now, or have they been at any time during the current calendar year or the five calendar years preceding the current calendar year, the subject of any complaints, claims, proceedings or litigation arising from alleged discrimination in the hiring, firing, promoting, compensating or general treatment of employees?

Yes No

If the answer to this is "Yes," provide details below or on an attached sheet. When answering this question, please consider "discrimination" to include sexual harassment.

Krinos was sued for sexual discrimination by an employee that it terminated. The case was settled.

When answering the following questions, please note: "Principal" means the following with respect to the Applicant and/or the SPE: all persons (entities or individuals) that control the Applicant and/or the SPE, and/or own more than 10 percent of either; all executive officers; all directors; and all members and general partners for, respectively, limited liability companies and partnerships.

1. Has Applicant, or any Affiliate or Principal, ever received, or is any such person or entity currently receiving, financial assistance or any other kind of non-discretionary benefit from any local, state or federal governmental entity or agency, or any public authority or public benefit corporation, or any local development corporation?

Yes No If Yes, please provide details on an attached sheet.

The Applicant has received NYCIDA benefits and financing for its property on Northern Boulevard in the past.

Please note: local, state and federal governmental entities or agencies, public authorities or public benefit corporations, and local development corporations, shall be referred to as "Public Entit(y)(ies)."

2. Has Applicant, or any Affiliate or Principal, or any existing or proposed occupant at the Project site, obtained, or is any such person or entity in the process of obtaining, or contemplating obtaining, other assistance from the NYCIDA/ NYCCRC/Build NYC and/or other Public Entities?

Yes No If Yes, please provide details on an attached sheet.

The Applicant is in the process of purchasing property, at fair market value, from NYCEDC. In addition, it will seek as-of-right property tax incentives for the facility through the Industrial and Commercial Incentive Program (ICAP) as a back-up to NYCIDA in the event the facility changes ownership or operations otherwise cease to exist, as well as discretionary and as-of-right energy programs through New York City and Consolidated Edison, programs of NYSEERDA, and programming (tax credits and grants) from New York State.

3. Has Applicant, or any Affiliate or Principal, ever defaulted on a loan or other obligation to a Public Entity?

Yes No If Yes, please provide details on an attached sheet.

Core Application- Company Background

4. Has real property in which Applicant, or Affiliate or Principal, holds or has ever held an ownership interest and/or controlling interest of 25 percent or more, now or ever been (i) the subject of foreclosure (including a deed in lieu of foreclosure), or (ii) in arrears with respect to any type of tax, assessment or other imposition?
 Yes No If Yes, please provide details on an attached sheet.
5. Does Applicant, or any Affiliate or Principal, have any contingent liabilities not already covered above (e.g., judgment liens, lis pendens, other liens, etc.)? Please include mortgage loans and other loans taken in the ordinary course of business only if in default.
 Yes No If Yes, please provide details on an attached sheet.
6. Has the Applicant, or any Affiliate or Principal, failed to file any required tax returns as and when required with appropriate governmental authorities?
 Yes No If Yes, please provide details on an attached sheet.

Please answer the following questions relating to the Applicant (if the space provided below is insufficient, please provide complete information on an attached sheet):

7. List major customers:

Company Name	Address	Contact	Phone	Fax Number	Percent of Revenues
Kehe Food Distributors, Inc.	900 N. Schmidt Road, Romeoville, IL 60446				
DPI Specialty Foods West, Inc.	601 Rockefeller Avenue, Ontario, CA 91761				
Mediterranean Foods Inc.	20-12 34 th Street, Astoria, NY 11103				

8. List major suppliers:

Company Name	Address	Contact	Phone	Fax Number
Athens Foods Inc.	13600 Snow Road, Cleveland, OH 44142			
Theo & Sons, Inc.	16 Milton Street, Arlington, MA 02174			
Five Star Label & Tag	56-51 56 th Drive, Maspeth, NY 11378			

9. List major Funding sources (if applicable): Not Applicable

Company Name	Address	Contact	Phone	Fax Number

Core Application- Company Background

10. List unions (if applicable): Not Applicable

Union Name	Address	Contact	Phone	Fax Number

11. List banks:

Bank Name	Address	Contact	Phone	Account Type and Number
Citibank	601 Lexington Avenue, 4 th Floor, NY, NY 10022			

12. List licensing authorities, if applicable: Current licencing entities

Company Name	Address	Contact	Phone	Fax Number
NYS Department of Agriculture and Markets (Division of Milk control and Dairy Services)	10B Airline Drive			
U.S. Food and Drug Administration (FDA)	158-15 Liberty Avenue, Jamaica, NY 11433			

Certification

I, the undersigned officer/member/partner of Applicant, on behalf of Applicant, hereby request, represent, certify, understand, acknowledge and agree as follows:

I request that this Application, together with all materials and data submitted in support of this Application (collectively, these "Application Materials"), be submitted for review to the Issuers' Boards, in order to obtain from the Boards an expression of intent to provide the benefits requested herein for the Project. I understand that this expression of intent will take the form of an inducement resolution to be adopted by the appropriate Boards.

I represent that I have the authority to sign these Application Materials on behalf of, and to bind, Applicant.

I certify to the best of my knowledge and belief, after due investigation, the information contained in these Application Materials is accurate, true and correct and does not contain a misstatement of a material fact or omit to state a material fact necessary to make the statements contained herein not misleading. I understand that an intentional misstatement of fact, or, whether intentional or not, a material misstatement of fact, or the providing of materially misleading information, or the omission of a material fact, may cause the Issuers' Boards to reject the request made in the Application Materials. I understand that the Issuer will rely on the information contained within these Application Materials in producing and publishing a public notice and convening a public hearing. If any information in these Application Materials is found to be incorrect, the Applicant may have to provide new information and a new public notice and public hearing may be required. If a new public notice and public hearing is required, they will be at the Applicant's expense.

I understand the following: that Applicant and Principals will be subject to a background check and actual or proposed subtenants may be subject to a background check; that the Issuers may be required under SEQR to make a determination as to the Project's environmental impact and that in the event the Issuers determine that the Project will have an environmental impact, Applicant will be required to prepare, at its own expense, an environmental impact statement; that the decision of the Board to approve or to reject the request made in the Application Materials is a discretionary decision; that no Bonds may be issued (if Bonds are being requested) unless such Bonds are approved by the Mayor; that under the New York State Freedom of Information Law ("FOIL"), the NYCIDA/ NYCCRC/Build NYC may be required to disclose the Application Materials and the information contained therein (see Disclosure Policy and Procedure); and that Applicant shall be entirely responsible and liable for the fees referred to in these Application Materials, including (in the case of Bonds) but not limited to payment of the New York State bond issuance fees (if applicable to the Bonds in question) based upon the aggregate principal amount of the Bonds.

I further understand and agree as follows:

That in the event the Application Materials are not submitted to the Issuers' Boards for any reason including negative results obtained through the background check, that submission of this application provides consent to NYCIDA, NYCCRC, Build NYC, and NYCEDC to verify and investigate information provided, particularly business relationships with customers, suppliers, unions, banks and licensing authorities; and/or, with respect to Application Materials that are submitted to the Issuers' Boards, in the event the NYCIDA, NYCCRC or Build NYC Board rejects same, then, under either of said circumstances, Applicant shall have no recourse against the NYCIDA, NYCCRC, Build NYC or any other public or governmental entity or public benefit corporation (including NYCEDC), or any directors, officers, employees or agents of the foregoing (collectively, the "Public Participants"), for the Application Fee, or for other expenses incurred by Applicant or other parties on behalf thereof, or for damages or specific performance; and that the Application Fee is under all circumstances (including but not limited to the ones just described and the ones described in the next succeeding paragraph) non-refundable; and

That if the Issuers' Boards adopt an inducement resolution with respect to the request made in the Application Materials, such adoption shall not be deemed a guaranty that the Boards will adopt an authorizing resolution; or that the Issuers will then provide the induced benefits; and

That, with respect to the request made in the Application Materials, if the Board adopts an inducement resolution, such action shall not be a guaranty that the Board will adopt an authorizing resolution; or if the Board adopts an authorizing resolution or a combined inducement-authorizing resolution, such action shall not be a guaranty that a Closing will occur or that the NYCIDA/NYCCRC/Build NYC will provide to the Applicant the benefits that the Applicant has requested in its Application Materials or any benefits induced or authorized by the Board; and

That in the event the Issuers disclose the Application Materials in response to a request made pursuant to FOIL, Applicant hereby authorizes the Issuers to make such disclosure and hereby releases the Issuers from any claim or action that Applicant may have or might bring against the Issuers, their directors, officers, agents, employees and attorneys, by reason of such disclosure; and that Applicant agrees to defend, indemnify and hold the NYCIDA, NYCCRC, Build NYC and, if applicable, the NYCEDC and their respective directors, officers, agents, employees and attorneys harmless (including without limitation for the cost of reasonable attorneys fees) against claims arising out of such disclosure as such claims may be made by any party including the Applicant, Affiliate, Owner or Principal, or by the officers, directors, employees and agents thereof.

I acknowledge and agree that the Issuers reserve the right in their sole and absolute discretion to request additional information, waive any requirements set forth herein, and/or amend the form of this Application, to the full extent permitted by applicable law.

Requested, Represented, Certified, Acknowledged, Understood and Agreed by Applicant,

This 20 day of August, 2012

Name of Applicant: Krinos Foods LLC

Printed Name of Signer: Eric Moscahlaidis

Title of Signer: President

Signature:



I certify that, using due care, I know of no misstatement of material fact in these Application Materials and know of no material fact required to be stated in these Application Materials to make the statements made therein not misleading.

Certified by Preparer,

This 22 day of August, 2012.

Name of

Preparer: BJH Advisors, LLC

Printed Name of

By: Signer: Kei Hayashi

Title of Signer: Principal

Signature: 

617.20
Appendix A
State Environmental Quality Review
FULL ENVIRONMENTAL ASSESSMENT FORM

Purpose: The full EAF is designed to help applicants and agencies determine, in an orderly manner, whether a project or action may be significant. The question of whether an action may be significant is not always easy to answer. Frequently, there are aspects of a project that are subjective or unmeasurable. It is also understood that those who determine significance may have little or no formal knowledge of the environment or may not be technically expert in environmental analysis. In addition, many who have knowledge in one particular area may not be aware of the broader concerns affecting the question of significance.

The full EAF is intended to provide a method whereby applicants and agencies can be assured that the determination process has been orderly, comprehensive in nature, yet flexible enough to allow introduction of information to fit a project or action.

Full EAF Components: The full EAF is comprised of three parts:

- Part 1:** Provides objective data and information about a given project and its site. By identifying basic project data, it assists a reviewer in the analysis that takes place in Parts 2 and 3.
- Part 2:** Focuses on identifying the range of possible impacts that may occur from a project or action. It provides guidance as to whether an impact is likely to be considered small to moderate or whether it is a potentially-large impact. The form also identifies whether an impact can be mitigated or reduced.
- Part 3:** If any impact in Part 2 is identified as potentially-large, then Part 3 is used to evaluate whether or not the impact is actually important.

DETERMINATION OF SIGNIFICANCE — Type 1 and Unlisted Actions

Identify the Portions of EAF completed for this project: Part 1 Part 2 Part 3

Upon review of the information recorded on this EAF (Parts 1 and 2 and 3 if appropriate), and any other supporting information, and considering both the magnitude and importance of each impact, it is reasonably determined by the lead agency that:

- A. The project will not result in any large and important impact(s) and, therefore, is one which **will not** have a significant impact on the environment, therefore a **negative declaration will be prepared.**
- B. Although the project could have a significant effect on the environment, there will not be a significant effect for this Unlisted Action because the mitigation measures described in PART 3 have been required, therefore a **CONDITIONED negative declaration will be prepared.***
- C. The project may result in one or more large and important impacts that may have a significant impact on the environment, therefore a **positive declaration will be prepared.**

* A Conditioned Negative Declaration is only valid for Unlisted Actions.

Name of Action

Name of Lead Agency

Print or Type Name of Responsible Officer in Lead Agency

Title of Responsible Officer

Signature of Responsible Officer in Lead Agency

Signature of Preparer (if different from responsible officer)

Date

PART I — PROJECT INFORMATION

Prepared by Project Sponsor

NOTICE: This document is designed to assist in determining whether the action proposed may have a significant effect on the environment. Please complete the entire form, Parts A through E. Answers to these questions will be considered as part of the application for approval and may be subject to further verification and public review. Provide any additional information you believe will be needed to complete Parts 2 and 3.

It is expected that completion of the full EAF will be dependent on information currently available and will not involve new studies, research or investigation. If information requiring such additional work is unavailable, so indicate and specify each instance.

NAME OF ACTION New Construction		
LOCATION OF ACTION (INCLUDE STREET ADDRESS, MUNICIPALITY AND COUNTY) 1734 Bathgate Avenue Bronx, NY [See Figure 1]		
NAME OF APPLICANT/SPONSOR Eric Moscahlaidis, President, Krinos Foods, Inc.	BUSINESS TELEPHONE [REDACTED]	
ADDRESS 47-00 Northern Boulevard		
CITY/PO Long Island City	STATE NY	ZIP CODE 11101
NAME OF OWNER (IF DIFFERENT) New York City Economic Development Corporation	BUSINESS TELEPHONE (212) 312-3861	
ADDRESS 110 William Street		
CITY/PO New York	STATE NY	ZIP CODE 10038
DESCRIPTION OF ACTION The applicant is proposing to develop an as-of-right, one-story (approximately 36' tall, with additional 10' for limited mechanical space), approximately 98,600-sf warehouse and distribution facility on the project site. The proposed building would include dry goods and freezer/refrigerator storage space, areas for staging and processing, mezzanine office space, and outdoor areas for loading and storage (See Figure 2).		

Please Complete Each Question—Indicate N/A if not applicable

A. Site Description

Physical setting of overall project, both developed and undeveloped areas.

1. Present Land Use: Urban Industrial Commercial Residential (suburban) Rural (non-farm)
 Forest Agriculture Other

2. Total acreage of project area: 2.5 acres.

APPROXIMATE ACREAGE	PRESENTLY	AFTER COMPLETION
Meadow or Brushland (Non-agricultural)	_____ acres	_____ acres
Forested	_____ acres	_____ acres
Agricultural (Includes orchards, cropland, pasture, etc.)	_____ acres	_____ acres
Wetland (Freshwater or tidal as per Articles 24, 25 of ECL)	_____ acres	_____ acres
Water Surface Area	_____ acres	_____ acres
Unvegetated (Rock, earth or fill)	_____ acres	_____ acres
Roads, buildings and other paved surfaces	_____ acres	<u>2.5</u> acres
Other (Indicate type) <u>Vegetated urban vacant lot</u>	<u>2.5</u> acres	_____ acres

3. What is predominant soil type(s) on the project site? Urban fill

- a. Soil drainage: Well drained 100 % of site Moderately well drained _____ % of site.
 Poorly drained _____ % of site

- b. If any agricultural land is involved, how many acres of soil are classified within soil group 1 through 4 of the NYS Land Classification System? NA Acres (see 1NYCRR 370)

4. Are there bedrock outcroppings on project site? Yes No
 What is the depth to bedrock? (in feet) >20

5. Approximate percentage of proposed project site with slopes: 0-10% 100 % 10-15% _____ %
 15% or greater _____ %

6. Is project substantially contiguous to, or contain a building, site, or district, listed on the State or National Registers of Historic Places? Yes No
 [Cross Bronx Expressway; see attached EAS, page 9a.]

7. Is project substantially contiguous to a site listed on the Register of National Natural Landmarks? Yes No

8. What is the depth of the water table? 9-16 (in feet)

9. Is site located over a primary, principal, or sole source aquifer? Yes No

10. Do hunting, fishing or shell fishing opportunities presently exist in the project area? Yes No

11. Does project site contain any species of plant or animal life that is identified as threatened or endangered? Yes No

According to: [Confirmation pending]

Identify each species: _____

12. Are there any unique or unusual land forms on the project site? (i.e., cliffs, dunes or other geological formations) Yes No

Describe: _____

13. Is the project site presently used by the community or neighborhood as an open space or recreation area? Yes No

If yes, explain: _____

14. Does the present site include scenic views known to be important to the community? Yes No

15. Streams within or contiguous to project area? N/A

a. Name of Stream and name of River to which it is tributary: N/A

16. Lakes, ponds, wetland areas within or contiguous to project area:

a. Name: N/A

b. Size (in acres): N/A

17. Is the site served by existing public utilities?

Yes No

a. If YES, does sufficient capacity exist to allow connection?

Yes No

b. If YES, will improvements be necessary to allow connection?

Yes No

18. Is the site located in an agricultural district certified pursuant to Agriculture and Markets Law, Article 25-AA, Section 303 and 304?

Yes No

19. Is the site located in or substantially contiguous to a Critical Environmental Area designated pursuant to Article 8 of the ECL, and 6 NYCRR 617?

Yes No

20. Has the site ever been used for the disposal of solid or hazardous waste?

Yes No

B. Project Description

1. Physical dimensions and scale of project (fill in dimensions as appropriate).

a. Total contiguous acreage owned or controlled by project sponsor 2.5 acres.

b. Project acreage to be developed: 2.5 acres initially; 2.5 acres ultimately.

c. Project acreage to remain undeveloped 0 acres.

d. Length of project, in miles: N/A (If appropriate)

e. If the project is an expansion, indicate percent of expansion proposed N/A %

f. Number of off-street parking spaces existing 0; proposed 40

g. Maximum vehicular trips generated per hour 31 AM, 25 PM (upon completion of project)?

h. If residential: Number and type of housing units?

	One Family	Two Family	Multiple Family	Condominium
Initially	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Ultimately	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>

i. Dimensions (in feet) of largest proposed structure ±36¹ height; ±236 width; ±442 length.

j. Linear feet of frontage along a public thoroughfare project will occupy is? 1,402 ft.

2. How much natural material (i.e., rock, earth, etc.) will be removed from the site? ±2,000 tons/cubic yards.

3. Will disturbed areas be reclaimed?

N/A Yes No

a. If yes, for what intended purpose is the site being reclaimed? N/A

b. Will topsoil be stockpiled for reclamation?

Yes No

c. Will upper subsoil be stockpiled for reclamation?

Yes No

4. How many acres of vegetation (trees, shrubs, ground covers) will be removed from site?

2.5 acres.
(Vegetated urban vacant lot)

5. Will any mature forest (over 100 years old) or other locally-important vegetation be removed by this project?

Yes No

6. If single phase project: Anticipated period of construction 12 months, (including demolition)

7. If multi-phased:

a. Total number of phases anticipated _____ (number)

b. Anticipated date of commencement phase 1 _____ month _____ year, including (demolition)

c. Approximate completion date of final phase _____ month _____ year.

d. Is phase 1 functionally dependent of subsequent phases?

Yes No

¹ Plus an additional 10' for limited mechanical space

8. Will blasting occur during construction? Yes No

9. Number of jobs generated: during construction 40 ; after project is complete 90

10. Number of jobs eliminated by this project 0

11. Will project require relocation of any projects or facilities? Yes No
If yes, explain: _____

12. Is surface liquid waste disposal involved? Yes No
a. If yes, indicate type of waste (sewage, industrial, etc) and amount _____
b. Name of water body into which effluent will be discharged _____

13. Is subsurface liquid waste disposal involved? Type _____ Yes No

14. Will surface area of an existing water body increase or decrease by proposal? Yes No
If yes, explain: _____

15. Is project or any portion of project located in a 100 year flood plain? Yes No

16. Will the project generate solid waste? Yes No
a. If yes, what is the amount per month? 12.9¹ tons
b. If yes, will an existing solid waste facility be used? Yes No
c. If yes, give name TBD private carter ; location TBD private carter
d. Will any wastes not go into a sewage disposal system or into a sanitary landfill? Yes No
e. If yes, explain: _____

17. Will the project involve the disposal of solid waste? Yes No
a. If yes, what is the anticipated rate of disposal? _____ tons/month
b. If yes, what is the anticipated site life? _____ years

18. Will project use herbicides or pesticides? Yes No

19. Will project routinely produce odors (more than one hour per day)? Yes No

20. Will project produce operating noise exceeding the local ambient noise levels? Yes No

21. Will project result in an increase in energy use? Yes No
If yes, indicate type(s): Natural gas

22. If water supply is from wells, indicate pumping capacity N/A gallons/minute

23. Total anticipated water usage per day 26,605² gallons/day

24. Does project involve Local, State, or Federal funding? Yes No
If yes, explain: IDA financial incentives

25. Approvals Required:

	<input type="checkbox"/> Yes	<input type="checkbox"/> No	Type	Submittal Date
City, Town, Village Board	<input type="checkbox"/>	<input type="checkbox"/>	_____	_____
City, Town, Village Planning Board	<input type="checkbox"/>	<input type="checkbox"/>	_____	_____
City, Town, Village Zoning Board	<input type="checkbox"/>	<input type="checkbox"/>	_____	_____
City, County Health Department	<input type="checkbox"/>	<input type="checkbox"/>	_____	_____
Other Local Agencies	<input checked="" type="checkbox"/>	<input type="checkbox"/>	Section 384(b)(4) approvals	[TBD]
Other Regional Agencies	<input type="checkbox"/>	<input type="checkbox"/>	_____	_____
State Agencies	<input type="checkbox"/>	<input type="checkbox"/>	_____	_____

¹ Based on CEQR Technical Manual Table 14-1 solid waste generation rate for wholesale commercial buildings (66 lbs/week/employee)

² Based on CEQR Technical Manual Table 13-2 water usage rate for commercial/office (0.10 gpd/sf domestic + 0.17 gpd/sf HVAC)

Federal Agencies

Yes

No

C. Zoning and Planning Information

1. Does proposed action involve a planning or zoning decision?

Yes

No

If Yes, indicate decision required:

Zoning amendment

Zoning variance

New/revision of master plan

Subdivision

Site plan

Special use permit

Resource management plan

Other

2. What is the zoning classification(s) of the site?

M1-4

3. What is the maximum potential development of the site if developed as permitted by the present zoning?

217,120 zsf

4. What is the proposed zoning of the site?

M1-4 (no proposed change)

5. What is the maximum potential development of the site if developed as permitted by the proposed zoning?

217,120 zsf

6. Is the proposed action consistent with the recommended uses in adopted local land use plans?

Yes

No

7. What are the predominant land use(s) and zoning classifications within a ¼-mile radius of proposed action?

Land Use: residential, commercial, industrial, public facilities and institutions, utilities/transportation, parking, and open space

Zoning: R6, C2-4, M1-4, M1-4/R7A, M1-4/R7X

[See Figures 3 and 4].

8. Is the proposed action compatible with adjoining/surrounding land uses with a ¼ mile?

Yes

No

9. If the proposed action is the subdivision of land, how many lots are proposed?

N/A

a. What is the minimum lot size proposed? N/A

10. Will the proposed action require authorization(s) for the formation of sewer or water districts?

Yes

No

11. Will the proposed action create a demand for any community provided services (recreation, education, police, fire protection)?

Yes

No

a. If yes, is existing capacity sufficient to handle projected demand?

Yes

No

12. Will the proposed action result in the generation of traffic significantly above present levels?

Yes

No

a. If yes, is the existing road network adequate to handle the additional traffic?

Yes

No

D. Informational Details

Attach any additional information as may be needed to clarify your project. If there are or may be an adverse impacts associated with your proposal, please discuss such impacts and the measures which you proposed to mitigate or avoid them.

E. Verification

I certify that the information provided above is true to the best of my knowledge.

Applicant/Sponsor Name _____

Date _____

Signature _____

Title _____

If the action is in the Coastal Area, and you are a state agency, complete the Coastal Assessment Form before proceeding with this assessment.

Retail Questionnaire

1. Will any portion of the Project consist of facilities or property that are or will be primarily used in making retail sales of goods to customers who personally visit the Project? Yes No
2. If the answer to question 1 is "Yes," will the Applicant or any other Project occupant be a registered vendor under Article 28 of the Tax Law of the State of New York (the "Tax Law") primarily engaged in the "retail sale of tangible personal property" (as defined in Section 1101(b)(4)(i) of the Tax Law)? Yes No
3. Will any portion of the Project consist of facilities or property that are or will be primarily used in making retail sales of services to customers who personally visit the Project? Yes No
4. If the answer to question 1 or 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? _____%
5. If the answer to question 1 or 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 a not-for-profit corporation operate the Project?
 Yes No
 - b. Is the Project likely to attract a significant number of visitors from outside New York City?
 Yes No
 - c. Would the Applicant, but for the contemplated financial assistance from the NYCIDA, locate the related jobs outside New York State?
 Yes No
 - d. Is the predominant purpose of the Project to make available goods or services that would not, but for the Project, be reasonably accessible to New York City residents because of a lack of reasonably accessible retail trade facilities offering such goods or services?
 Yes No
 - e. Will the Project be located in one of the following: (a) an area designated as an economic development zone pursuant to Article 18-B of the General Municipal Law; or (b) a census tract or block numbering area (or census tract or block numbering area contiguous thereto) that, according to the most recent census data, has (i) a poverty rate of at least 20% for the year to which the data relates, or at least 20% of its households receiving public assistance, and (ii) an unemployment rate of at least 1.25 times the statewide unemployment rate for the year to which the data relates? Yes No
6. If the answers to any of subdivisions (c) through (e) of question 5 are "Yes," will the Project preserve permanent, private sector jobs or increase the overall number of permanent, private sector jobs in New York State? Yes No
If "Yes," please furnish details in a separate attachment.
7. If the answers to any of subdivisions (a) through (e) of question #5 are "Yes," please furnish details in a separate attachment.


Certification

THE UNDERSIGNED HEREBY CERTIFIES that the answers and information provided above, and in any statement attached hereto, are true and correct.

Name of Applicant: Krinos Foods LLC

By: Printed Name of Signer: Eric Moscahlaidis

Title of Signer: President

Signature: 

Date: August 20, 2012

Anti-Raiding Questionnaire

1. Will the completion of the Project result in the removal of a plant or facility of Applicant, or the removal of a plant or facility of any person or entity that is proposed to occupy the Project facility? (For the purposes of this question, "removal" shall mean removal from an area in New York State (but outside of New York City) to an area within New York City)
- Yes No

If "Yes," please provide the following information:

Address of the to-be-removed plant(s) or facility(ies):

Names of the to-be-removed person(s) or entity(ies), including the Applicant itself, if applicable.

2. Will the completion of the Project result in the abandonment of one or more plants or facilities of the Applicant, or of any proposed occupant of the Project, located in an area of New York State other than New York City? Yes No

If "Yes," please provide the following information:

Addresses of the to-be-abandoned plant(s) or facility(ies):

Names of all current occupants of the to-be-abandoned plant(s) or facility(ies):

3. Will the completion of the Project in any way cause the removal and/or abandonment of plants and facilities anywhere in New York State (but outside of New York City)?
- Yes No

If "Yes," please provide all information relevant to such future removal and/or abandonment:

If the answer to either question 1, 2 or 3 is "Yes," please continue and answer questions 4 and 5.

4. Is the Project reasonably necessary to preserve the competitive position of this Applicant, or of any proposed occupants of the Project, in its industry?
- Yes No
5. Is the Project reasonably necessary to discourage the Applicant, or any proposed occupant of the Project, from removing such plant or facility to a location outside New York State?
- Yes No

If the answer to question 4 and/or question 5 is "Yes," please provide on a detailed explanation on a separate sheet of paper.

Certification

THE UNDERSIGNED HEREBY CERTIFIES that the answers and information provided above, and in any statement attached hereto, are true and correct.

Name of Applicant: Krinos Foods LLC

By: Printed Name of Signer: Eric Moscahlaidis

Title of Signer: President

Signature: 

Date: August 20, 2012

NYCIDA PROJECT COST/BENEFIT ANALYSIS

October 4, 2012

APPLICANT

"R" Best Produce Inc.
200 Food Center Drive
Bronx , NY 10454

PROJECT LOCATION

400 Walnut Avenue
Bronx, NY 10454

A. Project Description:

"R" Best Produce Inc. (the "Company") is a wholesale produce distribution company. The Company offers high quality fresh fruits and vegetables primarily to inner city supermarkets, chain store buyers, and some restaurants.

"R" Best Produce Inc. is seeking to lease and renovate a 237,000 square foot existing industrial facility located at 400 Walnut in the Hunts Point section of the Bronx into a warehouse and distribution facility and accessory office space (the "Project"). Total Project costs are estimated to be \$2.3 million including renovation, soft costs, and purchase of equipment.

The Project will allow the Company to relocate 51.5 full-time equivalent employees and add an additional 21 employees within three years.

B. Costs to City (New York City taxes to be exempted):

Land Tax Abatement (NPV, 25 years):	\$ 2,029,445
Building Tax Exemption (NPV, 25 years):	2,400,842
Sales Tax Exemption:	52,875
Total Cost to NYC	\$ 4,483,162

C. Benefit to City (Estimated NYC direct and indirect taxes to be generated by Company) (estimated NPV 25 years @ 6.25%):

\$ 13,384,302

Core Application - Applicant General Information

The Core Application captures specific and general information about the Applicant and the Project. This section begins with a survey of "General Information," followed by a section that describes the Applicant's interest or relationship to the project site. This helps establish eligibility and which benefits will be applied to the project.

Name:	"R" Best Produce Inc. and its affiliates
Address:	220 Food Center Drive
Phone Number(s):	[REDACTED]
Fax Number(s):	[REDACTED]
E-mail Address:	[REDACTED]
Website Address:	
Applicant EIN Number:	[REDACTED]
S.I.C. Code:	
NAICS Code:	424480

Date of Application: August 10, 2012

1. Applicable Program (please check one):

- | | |
|--|---|
| <input type="checkbox"/> Manufacturing Facilities Bond Program | <input type="checkbox"/> Empowerment Zone Facilities Bond Program |
| <input checked="" type="checkbox"/> Industrial Incentive Program ("IIP") | <input type="checkbox"/> Exempt Facilities Bond Program |
| <input type="checkbox"/> Small Industrial Incentive Program ("SIIP") | |

SIIP is only available for Applicants with annual revenues of less than \$5 million and fewer than 100 employees; IIP is only available for Applicants with either annual revenues that are \$5 million or greater or 100 or more employees.

2. Officer of Applicant serving as contact person:

Name: Philip DellPrete Firm: R. Best Produce Inc.
Phone #: [REDACTED] Fax #: [REDACTED]
E-mail Address: [REDACTED] Address: 220 Food Center Drive, Bronx, NY 10454

3. Attorney of Applicant:

Name: Steven P. Polivy Firm: Akerman Senterfitt
Phone #: [REDACTED] Fax #: [REDACTED]
E-mail Address: [REDACTED] Address: 335 Madison Avenue, 26th Floor, NY, NY 10017

4. Accountant of Applicant:

Name: James Ferrara Firm: Anchin, Block & Anchin, LLP
Phone #: [REDACTED] Fax #: [REDACTED]
E-mail Address: [REDACTED] Address: 1375 Broadway, New York, NY 10018

5. Other Advisor/Consultant to Applicant (if applicable):

Name: N/A Firm: _____
Phone #: _____ Fax #: _____
E-mail Address: _____ Address: _____

6. Applicant is (check one of the following, as applicable):

- | | | |
|---|--|---|
| <input type="checkbox"/> General Partnership | <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> C Corporation |
| <input checked="" type="checkbox"/> S Corporation | <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Natural Person |
| <input type="checkbox"/> 501(c)(3) Organization | <input type="checkbox"/> Other (specify): _____ | |

7. Are any securities of Applicant publicly traded?

- Yes No

8. Applicant's state of incorporation or formation: New York

9. Applicant's date of incorporation or formation: 9/14/1990

10. States in which Applicant is qualified to do business: NY, PA, CT, MA, NJ, FL

11. Please provide a brief description of Applicant and nature of its business: Wholesale distribullon of fresh produce.

Core Application - Applicant Interest in Project Realty

Please note: An "Affiliate" means any individual, corporation, partnership, joint venture, sole proprietorship, limited liability company, trust or other entity that controls, is controlled by or is under common control with the Applicant or the "SPE" (defined herein below).

1. Please check all that apply:

- Applicant or an Affiliate is the fee simple owner of the Project realty.
- Applicant or an Affiliate is not currently, but expects to be the fee simple owner of the Project realty.
- Applicant or an Affiliate is not the owner of the Project realty, but is the occupant of a material portion thereof for the conduct of its business pursuant to a lease or other occupancy agreement.
- Applicant or an Affiliate is not the owner of the Project realty, but expects, immediately following the closing, to be the occupant of a material portion thereof for the conduct of its business pursuant to a lease or other occupancy agreement.
- None of the above categories fully describe Applicant and its relation to the Project realty, which may be more accurately described as follows (please provide copies of supporting documentation, as applicable):

Please note: Please pay particular attention to items 5, 6 and 16 in the Required Documents List (attached), which request additional information specific to the Project realty.

2. If a special-purpose entity ("SPE") that is owned and controlled by the Applicant will own or otherwise control the Project realty, the SPE will be a (check one of the following as applicable):

- General Partnership
- Limited Partnership
- C Corporation
- S Corporation
- Limited Liability Company
- Not-for-profit 501(c)(3) Entity
- Natural Person
- Other (specify): _____

Name of SPE:
Address:
Phone Number(s):
Contact Person:
Title of Contact Person:
Affiliation of SPE to Applicant:
Owners of SPE and each respective ownership share:
SPE EIN Number:

Please note: If information required above for the SPE is unknown at time of Application submission, then please submit any missing information to the NYCIDA as soon as it becomes available.

3. Give the following information with respect to all present and proposed tenants and sub-tenants at the proposed project site. Provide Information on an additional sheet if space is needed.

Company Name	Phone	Affiliation with Applicant	SF & Floors (Percent of Occupancy)	Lease Expiration	Tenant Business
Not applicable					

11/3
AS

Please complete this section of the Application for each of the Project sites, defined as a facility (perhaps encompassing more than one address and/or block and lot) with either a distinct employment base (as evidenced through D.O.L. reporting) or with a separate and distinguishable source of funding for the acquisition, renovation or construction of the facility. **If more than one site exists for this Project, please make the requisite number of copies of this section and fill it out for each site.**

Site #	
Borough:	Bronx
Neighborhood:	Hunts Point
Block(s):	2599
Lot(s):	89
Street address and zip code:	400 Walnut Avenue
Zoning:	M3-1
Square footage of land:	485,000
Square footage of existing building(s):	237,000
Number of floors:	1
Intended use(s) (e.g., office, retail, etc.):	warehousing and distribution, office

1. Please provide the following Project Information:

a. Please provide a brief description of the proposed Project: The renovation and equipping of an existing 237,000 square foot warehouse and distribution facility, and accessory office space.

b. When does Applicant want Closing to occur (i.e., when does Applicant want the proceeds from the Bonds or other benefits sought to be available for the Project costs)? October 2012

c. Indicate the estimated date for commencement of the Project: October 2012

d. Indicate the estimated date for the completion of the Project: March 2013

e. Is the Project site located in a New York State Empire Zone? Yes No

If Yes, which zone? _____

f. Is the Project site located in the Federal Empowerment Zone? Yes No

g. Will the Project require Uniform Land Use Review Procedure ("ULURP") approval? Yes No

h. Will the Project require any other special permit or approval? Yes No

If Yes, please explain: NYC Department of Buildings permitting.

i. Is any governmental entity intended or proposed to be an occupant at the Project site?

Yes No

If Yes, please provide details: _____

j. Will the Project require a tax lot apportionment or subdivision? (Tax lot apportionment will be required for real estate tax benefits to commence.)

Yes No

If Yes, please provide details and timing: _____

2. Please complete the following summary of Project sources and uses:

Uses of Funds		Sources of Funds	
Land acquisition ³		Bonds	
Building acquisition		Loan (1)	
New construction ⁴		Loan (2)	
Renovations	\$2,300,000	Capital campaign ⁵	
Fixed tenant improvements		Affiliate/employee loans	
Machinery and/or equipment		Company funds	\$2,300,000
Soft costs (define):		Fund balance ⁵	
Furnishings		Other equity (explain)	
Debt Service Reserve Fund ⁵		Other (explain)	
Capitalized interest ⁵		Other (explain)	
Other (explain)		Other (explain)	
Total Project Uses	\$2,300,000	Total Project Sources	\$2,300,000

3. Please list where machinery and equipment will be purchased and what percentage of total machinery and equipment relating to the Project this will represent:

- New York City Percentage of Total? 65
- New York State (excluding NYC) Percentage of Total? 30
- United States (excluding NY State) Percentage of Total? 5
- Outside United States Percentage of Total? 0

³ Please estimate Land and Building acquisition costs separately if possible.

⁴ Please define New Construction on a separate piece of paper.

⁵ Applies to not-for-profit bond financings only

Core Application - Background Information on Applicant & Applicant's Affiliates

Please note: "Principal" means the following with respect to the Applicant and/or the SPE: all persons (entities or individuals) that control the Applicant and/or the SPE, and/or own more than 10 percent of either; all executive officers; all directors; and all members and general partners for, respectively, limited liability companies and partnerships.

Please answer the following questions and, if necessary, include additional information as an attachment:

1. Has Applicant, or any Affiliate or Principal, ever received, or is any such person or entity currently receiving, financial assistance or any other kind of discretionary benefit from any local, state or federal governmental entity or agency, or any public authority or public benefit corporation, or any local development corporation?
- Yes No If Yes, please provide details on an attached sheet.

Please note: local, state and federal governmental entities or agencies, public authorities or public benefit corporations, and local development corporations, shall be referred to as "Public Entity(ies)."

2. Has Applicant, or any Affiliate or Principal, or any existing or proposed occupant at the Project site, obtained, or is any such person or entity in the process of obtaining, or contemplating obtaining, other assistance from the NYCIDA?
- Yes No If Yes, please provide details on an attached sheet.

3. Has Applicant, or any Affiliate or Principal, ever defaulted on a loan or other obligation to a Public Entity?
- Yes No If Yes, please provide details on an attached sheet.

4. Has real property in which Applicant, or Affiliate or Principal, holds or has ever held an ownership interest and/or controlling interest of 25 percent or more, now or ever been (i) the subject of foreclosure (including a deed in lieu of foreclosure), or (ii) in arrears with respect to any type of tax, assessment or other imposition?
- Yes No If Yes, please provide details on an attached sheet.

5. Does Applicant, or any Affiliate or Principal, have any contingent liabilities not already covered above (e.g., judgment liens, lis pendens, other liens, etc.)? Please include mortgage loans and other loans taken in the ordinary course of business only if in default.
- Yes No If Yes, please provide details on an attached sheet.

6. Has the Applicant, or any Affiliate or Principal, failed to file any required tax returns as and when required with appropriate governmental authorities?
- Yes No If Yes, please provide details on an attached sheet.

Please answer the following questions relating to the Applicant (if the space provided below is insufficient, please provide complete information on an attached sheet):

7. List major customers:

Company Name	Address	Contact	Phone	Percent of Revenues
White Rosa	300 Middlesex Ave, Carteret NJ			20.00 %
Associated Corn	1800 Rookaway Ave, Hewlett			12.57 %
Key Food Corp	1200 South Ave, Staten Island,			3.97 %

8. List major suppliers:

Company Name	Address	Contact	Phone
A&I Profina	120-130 NYC Terminal Market		
Del Monte Fresh	16989 Collecion Center, FL		
Dole	91958 Coll-Center, Chicago, Il		
Top Banana	413-420 Row, NYC Terminal Market		
Frank Donlo	692 Egg Harbor, Hammonton, NJ		

9. List unions (if applicable):

Union Name	Address	Contact	Phone	Contact Expiration
Local 202	New York Terminal market			July 31, 2013

10. List banks:

Bank Name	Address	Contact	Phone	Type of Account
Signature Bank	84 Broadway, Brooklyn, 11211			Checking, LOC

11. List licensing authorities, if applicable:

Company Name	Address	Contact	Phone	Percent of Revenues
Not Applicable				

Core Application - Request, Certification, etc.

I, the undersigned officer/member/partner of Applicant, on behalf of Applicant, hereby request, represent, certify, understand, acknowledge and agree as follows:

I request that this Application, together with all materials and data submitted in support of this Application (collectively, these "Application Materials"), be submitted for review to the NYCIDA Board, in order to obtain from the NYCIDA Board an expression of intent to provide the benefits requested herein for the Project. I understand that this expression of intent will take the form of an inducement resolution to be adopted by the Board.

I represent that I have the authority to sign these Application Materials on behalf of, and to bind, Applicant.

I certify to the best of my knowledge and belief that all of the information provided in these Application Materials is accurate, true and correct. I understand that an intentional misstatement of fact, or, whether intentional or not, a material misstatement of fact, or the providing of materially misleading information, or the omission of a material fact, may cause the Board to reject the request made in the Application Materials.

I understand the following: that Applicant and Principals will be subject to a background check and actual or proposed subtenants may be subject to a background check; that the NYCIDA may be required under SEQR to make a determination as to the Project's environmental impact and that in the event the NYCIDA does determine that the Project will have an environmental impact, Applicant will be required to prepare, at its own expense, an environmental impact statement; that the decision of the Board to approve or to reject the request made in the Application Materials is a discretionary decision; that no Bonds may be issued (if Bonds are being requested) unless such Bonds are approved by the Mayor; that under the New York State Freedom of Information Law ("FOIL"), the NYCIDA may be required to disclose the Application Materials and the information contained therein (see Disclosure Policy and Procedure); and that Applicant shall be entirely responsible and liable for the fees referred to in these Application Materials, including (in the case of Bonds) but not limited to payment of the New York State bond issuance fees (if applicable to the Bonds in question) based upon the aggregate principal amount of the Bonds.

I further understand and agree as follows:

That in the event the Application Materials are not submitted to the Board for any reason including negative results obtained through the background check, and/or, with respect to Application Materials that are submitted to the Board, in the event the Board rejects same, then, under either of said circumstances, Applicant shall have no recourse against the NYCIDA or any other public or governmental entity or public benefit corporation (including NYCEDC), or any directors, officers, employees or agents of the foregoing (collectively, the "Public Participants"), for the Application Fee, or for other expenses incurred by Applicant or other parties on behalf thereof, or for damages or specific performance; and that the Application Fee is under all circumstances (including but not limited to the ones just described and the ones described in the next succeeding paragraph) non-refundable; and

That if the Board adopts an inducement resolution with respect to the request made in the Application Materials, such adoption shall not be deemed a guaranty that the Board will adopt an authorizing resolution; or that the NYCIDA will then provide the induced benefits; and

That Applicant shall indemnify the NYCIDA for fees and disbursements incurred by bond counsel (in the case of a Bond transaction) or by project counsel (in the case of a straight-lease transaction); and that bond counsel or project counsel (as applicable) shall be a third-party beneficiary of this indemnity to the NYCIDA regardless of whether a Closing occurs and if no Closing occurs, regardless of the reason thereafter and regardless of whether a Closing was within or without the control of any of the Public Participants; and

That in the event NYCIDA discloses the Application Materials in response to a request made pursuant to FOIL, Applicant hereby authorizes the NYCIDA to make such disclosure and hereby releases the NYCIDA from any claim or action that Applicant may have or might bring against the NYCIDA, its directors, officers, agents, employees and attorneys, by reason of such disclosure; and that Applicant agrees to defend, indemnify and hold the NYCIDA and, if applicable, the NYCEDC and their respective directors, officers, agents, employees and attorneys harmless (including without limitation for the cost of reasonable attorneys fees) against claims arising out of such disclosure as such claims may be made by any party including the Applicant, Affiliate, Owner or Principal, or by the officers, directors, employees and agents thereof.

I acknowledge and agree that the NYCIDA reserves the right in its sole and absolute discretion to request additional information, waive any requirements set forth herein, and/or amend the form of this Application, to the full extent permitted by applicable law.

Requested, Represented, Certified, Acknowledged, Understood and Agreed by Applicant,

this 7th day of August, 2012.

Name of Applicant: R. Best Produce, Inc. / Fresh Guys Warehousing Corp.

By: Printed Name of Signer: Phillip DeIPrete

Title of Signer: Co-CEO

Signature: 

617.20
Appendix A
State Environmental Quality Review
FULL ENVIRONMENTAL ASSESSMENT FORM

Purpose: The full EAF is designed to help applicants and agencies determine, in an orderly manner, whether a project or action may be significant. The question of whether an action may be significant is not always easy to answer. Frequently, there are aspects of a project that are subjective or unmeasurable. It is also understood that those who determine significance may have little or no formal knowledge of the environment or may not be technically expert in environmental analysis. In addition, many who have knowledge in one particular area may not be aware of the broader concerns affecting the question of significance.

The full EAF is intended to provide a method whereby applicants and agencies can be assured that the determination process has been orderly, comprehensive in nature, yet flexible enough to allow introduction of information to fit a project or action.

Full EAF Components: The full EAF is comprised of three parts:

- Part 1:** Provides objective data and information about a given project and its site. By identifying basic project data, it assists a reviewer in the analysis that takes place in Parts 2 and 3.
- Part 2:** Focuses on identifying the range of possible impacts that may occur from a project or action. It provides guidance as to whether an impact is likely to be considered small to moderate or whether it is a potentially-large impact. The form also identifies whether an impact can be mitigated or reduced.
- Part 3:** If any impact in Part 2 is identified as potentially-large, then Part 3 is used to evaluate whether or not the impact is actually important.

THIS AREA FOR LEAD AGENCY USE ONLY

DETERMINATION OF SIGNIFICANCE -- Type 1 and Unlisted Actions

Identify the Portions of EAF completed for this project:

Part 1

Part 2

Part 3

Upon review of the information recorded on this EAF (Parts 1 and 2 and 3 if appropriate), and any other supporting information, and considering both the magnitude and importance of each impact, it is reasonably determined by the lead agency that:

- A. The project will not result in any large and important impact(s) and, therefore, is one which will not have a significant impact on the environment, therefore a negative declaration will be prepared.
- B. Although the project could have a significant effect on the environment, there will not be a significant effect for this Unlisted Action because the mitigation measures described in PART 3 have been required, therefore a **CONDITIONED** negative declaration will be prepared.*
- C. The project may result in one or more large and important impacts that may have a significant impact on the environment, therefore a positive declaration will be prepared.

*A Conditioned Negative Declaration is only valid for Unlisted Actions

Name of Action

Name of Lead Agency

Print or Type Name of Responsible Officer in Lead Agency

Title of Responsible Officer

Signature of Responsible Officer in Lead Agency

Signature of Preparer (If different from responsible officer)

website

Date

PART 1--PROJECT INFORMATION
Prepared by Project Sponsor

NOTICE: This document is designed to assist in determining whether the action proposed may have a significant effect on the environment. Please complete the entire form, Parts A through E. Answers to these questions will be considered as part of the application for approval and may be subject to further verification and public review. Provide any additional information you believe will be needed to complete Parts 2 and 3.

It is expected that completion of the full EAF will be dependent on information currently available and will not involve new studies, research or investigation. If information requiring such additional work is unavailable, so indicate and specify each instance.

Name of Action R Best Produce Inc.

Location of Action (include Street Address, Municipality and County)

400 Walnut Avenue, Bronx, NY 10454

Name of Applicant/Sponsor R Best Produce Inc.

Address 220 Food Center Drive

City/PO Bronx

State NY

Zip Code 10454

Business Telephone [REDACTED]

Name of Owner (if different) 400 Walnut Avenue LLC

Address 640 Fifth Avenue

City/PO New York

State NY

Zip Code 10019

Business Telephone not available

Description of Action:

Renovating and equipping 115,000 square feet of an existing 237,000 square foot warehouse.

Please Complete Each Question--Indicate N.A. if not applicable

A. SITE DESCRIPTION

Physical setting of overall project, both developed and undeveloped areas.

1. Present Land Use: Urban Industrial Commercial Residential (suburban) Rural (non-farm)
 Forest Agriculture Other _____

2. Total acreage of project area: 10.65 acres.

APPROXIMATE ACREAGE	PRESENTLY	AFTER COMPLETION
Meadow or Brushland (Non-agricultural)	_____ acres	_____ acres
Forested	_____ acres	_____ acres
Agricultural (includes orchards, cropland, pasture, etc.)	_____ acres	_____ acres
Wetland (Freshwater or tidal as per Articles 24,25 of ECL)	_____ acres	_____ acres
Water Surface Area	_____ acres	_____ acres
Unvegetated (Rock, earth or fill)	_____ acres	_____ acres
Roads, buildings and other paved surfaces	<u>10.65</u> acres	<u>10.65</u> acres
Other (Indicate type) _____	_____ acres	_____ acres

3. What is predominant soil type(s) on project site? unknown

- a. Soil drainage: Well drained 100 % of site Moderately well drained _____ % of site.
 Poorly drained _____ % of site

b. If any agricultural land is involved, how many acres of soil are classified within soil group 1 through 4 of the NYS Land Classification System? n/a acres (see 1 NYCRR 370).

4. Are there bedrock outcroppings on project site? Yes No

a. What is depth to bedrock unknown (in feet)

5. Approximate percentage of proposed project site with slopes:

- 0-10% 100 % 10- 15% _____ % 15% or greater _____ %

6. Is project substantially contiguous to, or contain a building, site, or district, listed on the State or National Registers of Historic Places? Yes No

7. Is project substantially contiguous to a site listed on the Register of National Natural Landmarks? Yes No

8. What is the depth of the water table? unknown (in feet)

9. Is site located over a primary, principal, or sole source aquifer? Yes No

10. Do hunting, fishing or shell fishing opportunities presently exist in the project area? Yes No

11. Does project site contain any species of plant or animal life that is identified as threatened or endangered? Yes No

According to:

[Empty text box]

Identify each species:

[Empty text box]

12. Are there any unique or unusual land forms on the project site? (i.e., cliffs, dunes, other geological formations?)

Yes No

Describe:

[Empty text box]

13. Is the project site presently used by the community or neighborhood as an open space or recreation area?

Yes No

If yes, explain:

[Empty text box]

14. Does the present site include scenic views known to be important to the community? Yes No

[Empty text box]

15. Streams within or contiguous to project area:

n/a

a. Name of Stream and name of River to which it is tributary

n/a

16. Lakes, ponds, wetland areas within or contiguous to project area:

n/a

b. Size (in acres):

n/a

17. Is the site served by existing public utilities? Yes No
- a. If YES, does sufficient capacity exist to allow connection? Yes No
- b. If YES, will improvements be necessary to allow connection? Yes No
18. Is the site located in an agricultural district certified pursuant to Agriculture and Markets Law, Article 25-AA, Section 303 and 304? Yes No
19. Is the site located in or substantially contiguous to a Critical Environmental Area designated pursuant to Article 8 of the ECL, and 6 NYCRR 617? Yes No
20. Has the site ever been used for the disposal of solid or hazardous wastes? Yes No

B. Project Description

1. Physical dimensions and scale of project (fill in dimensions as appropriate).

- a. Total contiguous acreage owned or controlled by project sponsor: 10.65 acres.
- b. Project acreage to be developed: 10.65 acres initially; 10.65 acres ultimately.
- c. Project acreage to remain undeveloped: 0 acres.
- d. Length of project, in miles: n/a (if appropriate)
- e. If the project is an expansion, indicate percent of expansion proposed. n/a %
- f. Number of off-street parking spaces existing 155; proposed 155
- g. Maximum vehicular trips generated per hour: 20 (upon completion of project)?
- h. If residential; Number and type of housing units:

	One Family	Two Family	Multiple Family	Condominium
Initially	_____	_____	_____	_____
Ultimately	_____	_____	_____	_____

- i. Dimensions (in feet) of largest proposed structure: n/a height; n/a width; n/a length.
- j. Linear feet of frontage along a public thoroughfare project will occupy is? +/-200 ft.

2. How much natural material (i.e. rock, earth, etc.) will be removed from the site? 0.00 tons/cubic yards.
3. Will disturbed areas be reclaimed Yes No N/A

a. If yes, for what intended purpose is the site being reclaimed?

n/a

- b. Will topsoil be stockpiled for reclamation? Yes No
- c. Will upper subsoil be stockpiled for reclamation? Yes No

4. How many acres of vegetation (trees, shrubs, ground covers) will be removed from site? 0.00 acres.

5. Will any mature forest (over 100 years old) or other locally-important vegetation be removed by this project?

Yes No

6. If single phase project: Anticipated period of construction: 6 months, (including demolition)

7. If multi-phased:

a. Total number of phases anticipated n/a (number)

b. Anticipated date of commencement phase 1: _____ month _____ year, (including demolition)

c. Approximate completion date of final phase: _____ month _____ year.

d. Is phase 1 functionally dependent on subsequent phases? Yes No

8. Will blasting occur during construction? Yes No

9. Number of jobs generated: during construction fbd; after project is complete 51

10. Number of jobs eliminated by this project 0

11. Will project require relocation of any projects or facilities? Yes No

If yes, explain:

12. Is surface liquid waste disposal involved? Yes No

a. If yes, indicate type of waste (sewage, industrial, etc) and amount _____

b. Name of water body into which effluent will be discharged _____

13. Is subsurface liquid waste disposal involved? Yes No Type _____

14. Will surface area of an existing water body increase or decrease by proposal? Yes No

If yes, explain:

15. Is project or any portion of project located in a 100 year flood plain? Yes No

16. Will the project generate solid waste? Yes No

a. If yes, what is the amount per month? 25 tons

b. If yes, will an existing solid waste facility be used? Yes No

c. If yes, give name AVID Waste Systems : location 1330 Oakpoint Ave, Bronx, N

d. Will any wastes not go into a sewage disposal system or into a sanitary landfill? Yes No

e. If yes, explain:

17. Will the project involve the disposal of solid waste? Yes No

a. If yes, what is the anticipated rate of disposal? n/a tons/month.

b. If yes, what is the anticipated site life? n/a years.

18. Will project use herbicides or pesticides? Yes No

19. Will project routinely produce odors (more than one hour per day)? Yes No

20. Will project produce operating noise exceeding the local ambient noise levels? Yes No

21. Will project result in an increase in energy use? Yes No

If yes, indicate type(s)

Anticipated increase in electrical use due to planned installation of refrigeration units.

22. If water supply is from wells, indicate pumping capacity n/a gallons/minute.

23. Total anticipated water usage per day <5,000 gallons/day.

24. Does project involve Local, State or Federal funding? Yes No

If yes, explain:

25. Approvals Required:

		Type	Submittal Date
City, Town, Village Board	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	<u>NYC DOB Alteration</u>	_____
		_____	_____
		_____	_____
City, Town, Village Planning Board	<input type="checkbox"/> Yes <input type="checkbox"/> No	_____	_____
		_____	_____
		_____	_____
City, Town Zoning Board	<input type="checkbox"/> Yes <input type="checkbox"/> No	_____	_____
		_____	_____
		_____	_____
City, County Health Department	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	<u>Inspection prior to opening</u>	_____
		_____	_____
		_____	_____
Other Local Agencies	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	<u>NYC IDA</u>	_____
		_____	_____
		_____	_____
Other Regional Agencies	<input type="checkbox"/> Yes <input type="checkbox"/> No	_____	_____
		_____	_____
		_____	_____
State Agencies	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	<u>NYS DOH inspection</u>	_____
		_____	_____
		_____	_____
Federal Agencies	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	<u>USDA inspection</u>	_____
		_____	_____
		_____	_____

C. Zoning and Planning Information

1. Does proposed action involve a planning or zoning decision? Yes No

If Yes, indicate decision required:

- | | | | |
|---|---|--|--------------------------------------|
| <input type="checkbox"/> Zoning amendment | <input type="checkbox"/> Zoning variance | <input type="checkbox"/> New/revision of master plan | <input type="checkbox"/> Subdivision |
| <input type="checkbox"/> Site plan | <input type="checkbox"/> Special use permit | <input type="checkbox"/> Resource management plan | <input type="checkbox"/> Other |

2. What is the zoning classification(s) of the site?

M3-1

3. What is the maximum potential development of the site if developed as permitted by the present zoning?

2 FAR x 463,914 s.f. lot = 927,828 s.f.

4. What is the proposed zoning of the site?

M3-1

5. What is the maximum potential development of the site if developed as permitted by the proposed zoning?

2 FAR x 463,914 s.f. lot = 927,828 s.f.

6. Is the proposed action consistent with the recommended uses in adopted local land use plans? Yes No

7. What are the predominant land use(s) and zoning classifications within a ¼ mile radius of proposed action?

Manufacturing and Industrial
M1-3
C8-3
M1-2
M3-1

8. Is the proposed action compatible with adjoining/surrounding land uses with a ¼ mile? Yes No

9. If the proposed action is the subdivision of land, how many lots are proposed? _____

a. What is the minimum lot size proposed? _____

10. Will proposed action require any authorization(s) for the formation of sewer or water districts? Yes No

11. Will the proposed action create a demand for any community provided services (recreation, education, police, fire protection)?

Yes No

a. If yes, is existing capacity sufficient to handle projected demand? Yes No

12. Will the proposed action result in the generation of traffic significantly above present levels? Yes No

a. If yes, is the existing road network adequate to handle the additional traffic. Yes No

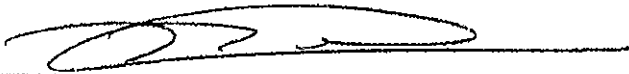
D. Informational Details

Attach any additional information as may be needed to clarify your project. If there are or may be any adverse impacts associated with your proposal, please discuss such impacts and the measures which you propose to mitigate or avoid them.

E. Verification

I certify that the information provided above is true to the best of my knowledge.

Applicant/Sponsor Name R. Best Produce, Inc. Date 08/23/2012

Signature 

Title P. President, CPO.

If the action is in the Coastal Area, and you are a state agency, complete the Coastal Assessment Form before proceeding with this assessment.

Board Meeting Documents

- **Notice of Meeting**
- **Press Notification**
- **Posting of Notice**
- **Board Book**
 - **Cover Page**
 - **Letter to Board Members**
 - **Notice of Meeting**
 - **Table of Contents**

[follows this page]

PUBLIC NOTICE PUBLIC NOTICE PUBLIC NOTICE PUBLIC NOTICE

**NOTICE OF MEETING
OF
BOARD OF DIRECTORS
OF
NEW YORK CITY INDUSTRIAL DEVELOPMENT AGENCY**

A meeting of the Board of Directors of the New York City Industrial Development Agency will be held on Tuesday, October 9, 2012 at 9:00 a.m. at the offices of the New York City Economic Development Corporation, 110 William Street, 4th Floor Board Room, New York, New York. For more information please call Public Affairs at (212) 312-3523.

PUBLIC NOTICE PUBLIC NOTICE PUBLIC NOTICE PUBLIC NOTICE

PUBLIC NOTICE PUBLIC NOTICE PUBLIC NOTICE PUBLIC NOTICE

**NOTICE OF MEETING
OF
BOARD OF DIRECTORS
OF
BUILD NYC RESOURCE CORPORATION**

A meeting of the Board of Directors of Build NYC Resource Corporation will be held on Tuesday, October 9, 2012 at 9:00 a.m. at the offices of the New York City Economic Development Corporation, 110 William Street, 4th Floor Board Room, New York, New York. For more information please call Public Affairs at (212) 312-3523.

PUBLIC NOTICE PUBLIC NOTICE PUBLIC NOTICE PUBLIC NOTICE

Arthur Hauser

From: Arthur Hauser
Sent: Tuesday, September 25, 2012 10:15 AM
To: 'release@bloomberg.net'; 'apnyc@ap.org'; 'nyc.buro@reuters.com'; 'newswires@dowjones.com'
Cc: Shawn Gallagher
Subject: NOTICE OF BOARD MEETINGS: New York City Industrial Development Agency Board and Build NYC Resource Corporation - October 9th, 2012
Attachments: IDA NOTICE OF MEETING OF BOARD OF DIRECTORS - 10.9.12.pdf; Notice of Meeting Build NYC - 10.9.12.pdf

Attached are Public Notices in connection with the following meetings that will be held on October 9th, 2012:

- New York City Industrial Development Agency – Board of Directors
- Build NYC Resource Corporation – Board of Directors

Regards,

Arthur

Arthur J. Hauser | Paralegal
New York City Economic Development Corporation
110 William Street • New York, NY 10038 • www.nycedc.com
ahauser@nycedc.com • w. 212.312.3570 • f. 212.312.3912



Arthur Hauser

From: Microsoft Exchange
To: 'release@bloomberg.net'; 'apnyc@ap.org'; 'nyc.buro@reuters.com';
'newswires@dowjones.com'
Sent: Tuesday, September 25, 2012 10:15 AM
Subject: Relayed: NOTICE OF BOARD MEETINGS: New York City Industrial Development Agency Board and Build NYC Resource Corporation - October 9th, 2012

Delivery to these recipients or distribution lists is complete, but delivery notification was not sent by the destination:

'release@bloomberg.net'

'apnyc@ap.org'

'nyc.buro@reuters.com'

'newswires@dowjones.com'

Subject: NOTICE OF BOARD MEETINGS: New York City Industrial Development Agency Board and Build NYC Resource Corporation - October 9th, 2012

Sent by Microsoft Exchange Server 2007

Arthur Hauser

From: Microsoft Exchange
To: Shawn Gallagher
Sent: Tuesday, September 25, 2012 10:15 AM
Subject: Delivered: NOTICE OF BOARD MEETINGS: New York City Industrial Development Agency Board and Build NYC Resource Corporation - October 9th, 2012

Your message has been delivered to the following recipients:

Shawn Gallagher

Subject: NOTICE OF BOARD MEETINGS: New York City Industrial Development Agency Board and Build NYC Resource Corporation - October 9th, 2012

Sent by Microsoft Exchange Server 2007

PUBLIC NOTICE PUBLIC NOTICE PUBLIC NOTICE PUBLIC NOTICE

**NOTICE OF MEETING
OF
BOARD OF DIRECTORS
OF
NEW YORK CITY INDUSTRIAL DEVELOPMENT AGENCY**

A meeting of the Board of Directors of the New York City Industrial Development Agency will be held on Tuesday, October 9, 2012 at 9:00 a.m. at the offices of the New York City Economic Development Corporation, 110 William Street, 4th Floor Board Room, New York, New York. For more information please call Public Affairs at (212) 312-3523.

PUBLIC NOTICE PUBLIC NOTICE PUBLIC NOTICE PUBLIC NOTICE

PUBLIC NOTICE PUBLIC NOTICE PUBLIC NOTICE PUBLIC NOTICE

**NOTICE OF MEETING
OF
BOARD OF DIRECTORS
OF
BUILD NYC RESOURCE CORPORATION**

A meeting of the Board of Directors of Build NYC Resource Corporation will be held on Tuesday, October 9, 2012 at 9:00 a.m. at the offices of the New York City Economic Development Corporation, 110 William Street, 4th Floor Board Room, New York, New York. For more information please call Public Affairs at (212) 312-3523.

PUBLIC NOTICE PUBLIC NOTICE PUBLIC NOTICE PUBLIC NOTICE

Arthur Hauser

From: Arthur Hauser
Sent: Tuesday, September 25, 2012 10:10 AM
To: 'rseale@dcas.nyc.gov'
Cc: Shawn Gallagher
Subject: NYCIDA & BUILD NYC BOARD MEETING NOTICES - please post until October 9th, 2012
Attachments: IDA NOTICE OF MEETING OF BOARD OF DIRECTORS - 10.9.12.pdf; Notice of Meeting Build NYC - 10.9.12.pdf

Dear Ms. Seale,

Please post the following attached notices on the public bulletin board through October 9th, 2012:

- Notice of the October 9th, 2012 NYCIDA Board meeting
- Notice of the October 9th, 2012 Build NYC Board meeting

Thank you for your assistance,

Arthur

Arthur J. Hauser | Paralegal
New York City Economic Development Corporation
110 William Street • New York, NY 10038 • www.nycedc.com
ahauser@nycedc.com • w. 212.312.3570 • f. 212.312.3912



Arthur Hauser

From: Microsoft Exchange
To: 'rseale@dcas.nyc.gov'
Sent: Tuesday, September 25, 2012 10:10 AM
Subject: Relayed: NYCIDA & BUILD NYC BOARD MEETING NOTICES - please post until October 9th, 2012

Delivery to these recipients or distribution lists is complete, but delivery notification was not sent by the destination:

'rseale@dcas.nyc.gov'

Subject: NYCIDA & BUILD NYC BOARD MEETING NOTICES - please post until October 9th, 2012

Sent by Microsoft Exchange Server 2007

Arthur Hauser

From: Microsoft Exchange
To: Shawn Gallagher
Sent: Tuesday, September 25, 2012 10:10 AM
Subject: Delivered: NYCIDA & BUILD NYC BOARD MEETING NOTICES - please post until October 9th, 2012

Your message has been delivered to the following recipients:

Shawn Gallagher

Subject: NYCIDA & BUILD NYC BOARD MEETING NOTICES - please post until October 9th, 2012

Sent by Microsoft Exchange Server 2007

Arthur Hauser

From: Rebecca Seale <RSEALE@dcas.nyc.gov>
To: Arthur Hauser
Sent: Tuesday, September 25, 2012 11:00 AM
Subject: Read: NYCIDA & BUILD NYC BOARD MEETING NOTICES - please post until October 9th, 2012

Your message was read on Tuesday, September 25, 2012 10:59:45 AM (GMT-05:00) Eastern Time (US & Canada).

PUBLIC NOTICE PUBLIC NOTICE PUBLIC NOTICE PUBLIC NOTICE

**NOTICE OF MEETING
OF
BOARD OF DIRECTORS
OF
NEW YORK CITY INDUSTRIAL DEVELOPMENT AGENCY**

A meeting of the Board of Directors of the New York City Industrial Development Agency will be held on Tuesday, October 9, 2012 at 9:00 a.m. at the offices of the New York City Economic Development Corporation, 110 William Street, 4th Floor Board Room, New York, New York. For more information please call Public Affairs at (212) 312-3523.

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**NOTICE OF MEETING
OF
BOARD OF DIRECTORS
OF
BUILD NYC RESOURCE CORPORATION**

A meeting of the Board of Directors of Build NYC Resource Corporation will be held on Tuesday, October 9, 2012 at 9:00 a.m. at the offices of the New York City Economic Development Corporation, 110 William Street, 4th Floor Board Room, New York, New York. For more information please call Public Affairs at (212) 312-3523.

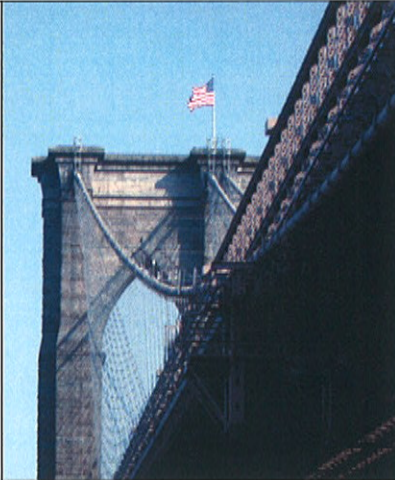
PUBLIC NOTICE PUBLIC NOTICE PUBLIC NOTICE PUBLIC NOTICE

Board of Directors Meeting

Tuesday, October 9, 2012

Conference Room 4/B, 4th Floor

110 William Street, New York, NY 10038



New York City
Industrial Development Agency

September 28, 2012

To the Members of the Board of Directors and their Alternates:

Amanda M. Burden
Michael A. Cardozo, Esq.
Albert V. De Leon, Esq.
Barry Dinerstein
Kevin Doyle
Andrea Feirstein
Anthony C. Ferreri, Esq.
Bernard Haber
Mark Kim
Eugene Lee
John C. Liu
James McSpirtt, Esq.
Matthew Mirones
Seth W. Pinsky, Esq.
Albert M. Rodríguez, Esq.
Robert D. Santos, Esq.
Robert K. Steel

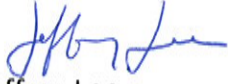
A meeting of the Board of Directors of the New York City Industrial Development Agency (the "Agency") will be held at 9:00 a.m. on Tuesday, October 9th, 2012, at the offices of the New York City Economic Development Corporation ("NYCEDC"), 4th Floor Conference Room, 110 William Street, New York, New York. Please confirm your attendance by calling Fran Tufano at (212) 312-3598.

As required by law, the Agency will hold public hearings on projects to be presented at this Board meeting. The next public hearing is scheduled for 10 a.m. on Thursday, October 4th, 2012, at the offices of NYCEDC. Applications and related information to be discussed at the October hearings are currently available. Please notify Fran Tufano at (212) 312-3598 if you are interested in obtaining any background material on any projects being presented at these hearings. You are of course welcome to attend the hearings. In any event, we will send to you in advance of the Board meeting a summary of any issues raised and a copy of any written testimony submitted during the hearings with respect to projects on the agenda.

Following the October Board meeting, the Agency's next public hearing will take place at 10:00 a.m. on Thursday November 8th 2012 and the date for the next Board meeting is proposed to be Tuesday November 13th, 2012.

We look forward to seeing you on October 9th.

Sincerely,



Jeffrey Lee
Executive Director

NOTICE OF MEETING OF THE BOARD OF DIRECTORS

A meeting of the Board of Directors of the New York City Industrial Development Agency will be held at 9:00 a.m. on Tuesday, October 9, 2012, at the offices of the New York City Economic Development Corporation, 4th Floor Conference Room, 110 William Street, New York, NY 10038.

- A. Minutes of the September 20, 2012 Meeting
- B. Interim Financial Statements (August 2012)
- C. Appointment of Shin Mitsugi as Deputy Director
- D. New Transaction Resolutions
 - a. Fairway Bakery LLC
 - b. Foodfest Depot, LLC
 - c. Krinos Foods LLC
 - d. "R" Best Produce, Inc.
- E. Progress Report
- F. Ratio Definitions



Jeffrey Lee
Executive Director

NEW YORK CITY
INDUSTRIAL DEVELOPMENT AGENCY
BOARD OF DIRECTORS MEETING
October 9, 2012

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