

APPLE INDUSTRIAL DEVELOPMENT CORP.

Unanimous Written Consent of Directors without a Meeting

Refrigeration Preventative Maintenance, Repair and Emergency Services

The undersigned, being all of the Directors of Apple Industrial Development Corp. ("Apple"), do hereby adopt the following resolution and authorize the actions contemplated therein by unanimous written consent of the Directors of Apple.

WHEREAS, pursuant to an agreement between New York City Economic Development Corporation ("NYCEDC") and Apple (the "Apple Contract"), Apple, on behalf of NYCEDC, is responsible for undertaking certain management and maintenance services for various properties throughout the City of New York as may be designated by NYCEDC from time to time on an as needed basis (collectively, the "Sites"); and

WHEREAS, as part of its management duties, Apple requires a consultant for refrigeration preventative maintenance, repair and emergency services at the Brooklyn Wholesale Meat Market ("BWMM") and various other sites managed by NYCEDC and designated by NYCEDC for such services (the "Refrigeration Services"); and

WHEREAS, in 2011, Apple issued a Request for Proposals ("RFP") for Refrigeration Services, and selected a consultant for such services; and

WHEREAS, the contractor selected pursuant to the RFP failed to perform in accordance with the terms of its contract and Apple terminated the contract in February 2012; and

WHEREAS, on May 1, 2012, Apple entered into a contract with Hughes Environmental Engineering, Inc. for Refrigeration Services for BWMM and other Sites designated by NYCEDC (the "Hughes Contract"), on a sole source basis based on the immediate need to obtain the Refrigeration Services with minimal interruption and Hughes having submitted the second ranked responsive and responsible proposal to the RFP issued in 2011; and

WHEREAS, Apple and NYCEDC have each voted to affect a merger of Apple into NYCEDC and on the effective date of the merger, by operation of law all contracts previously held by Apple, including the Hughes Contract, will become NYCEDC contracts; and

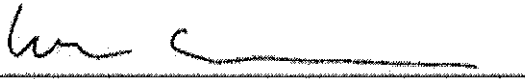
WHEREAS, the Hughes Contract is for four years and for up to \$1,173,180, but the funds thereunder are almost expended; and

WHEREAS, NYCEDC intends to issue a new RFP for the Refrigeration Services, and, in order to avoid service interruptions until a contractor is chosen pursuant to the new RFP, Apple proposes to amend the Hughes Contract to permit the expenditure of additional funds under the contract.

NOW, THEREFORE, be it


RESOLVED, that the President or any Vice President of Apple is authorized, on behalf of Apple, to enter into an amendment to the Hughes Contract to increase the amount payable thereunder by up to \$250,000, as a result of which the total amount of the Hughes Contract shall not exceed \$1,423,180.

Dated as of August 6, 2014

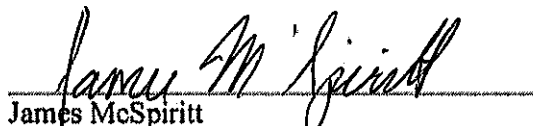


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