

APPLE INDUSTRIAL DEVELOPMENT CORP.

Unanimous Written Consent of Directors without a Meeting

Economic Impact Surveys and Studies at the Manhattan and Brooklyn Cruise Terminals

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, on June 29, 1993, Apple's Board of Directors authorized an agreement commencing on approximately July 1, 1993 between New York City Economic Development Corporation ("NYCEDC") and Apple (the "Apple Contract") to enable Apple to provide broad property management services for all properties for which NYCEDC is responsible; and

WHEREAS, Apple's Board of Directors and Members from time to time have authorized extensions, renewals and/or increases of the Apple Contract; and

WHEREAS, pursuant to 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; and

WHEREAS, as part of its management duties, Apple requires economic impact survey and studies (the "Economic Impact Surveys and Studies") of passengers and crew onboard the cruise ships embarking from and visiting the Manhattan Cruise Terminal and Brooklyn Cruise Terminal (collectively, the "Terminals"); and

WHEREAS, in 2011, Apple awarded a two year small purchase consultant agreement to Business Research and Economic Advisors ("BREA") for economic impact surveys and studies at the Terminals, which agreement has expired in accordance with its terms; and

WHEREAS, using the sole source method of procurement under the Apple Contract, BREA was selected to provide the Economic Impact Surveys and Studies based on BREA's unique experience at the Terminals and BREA's access to the data previously collected at the Terminals;

NOW, THEREFORE, be it

RESOLVED, that the President or any Vice President of Apple is authorized, on behalf of Apple, to enter into a sole source contract with BREA for the Economic Impact Surveys and Studies (the "BREA Contract") for the Terminals, with the BREA Contract commencing approximately as of September 15, 2013. The BREA Contract shall be for a

term of approximately two years and shall not exceed a total amount of \$26,000.00. The BREA Contract is cancellable upon notice by Apple. Funds for the BREA Contract are anticipated to be available under the Apple Contract.

Dated as of August 21, 2013



William Candelaria

Alan Friedberg

Victor Ganzi

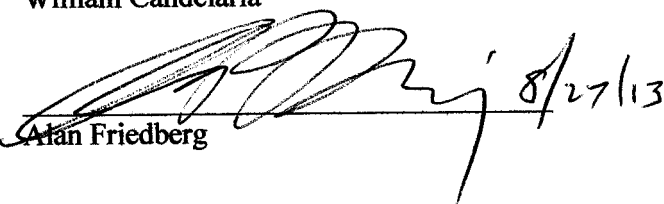
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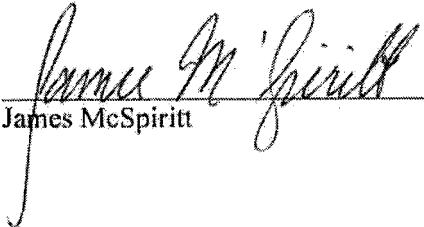
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