
OMNIBUS AMENDMENT
BY AND BETWEEN
ONONDAGA COUNTY INDUSTRIAL DEVELOPMENT AGENCY
AND
5845 WIDEWATERS COMPANY, LLC

DATED AS OF FEBRUARY 1, 2021

Property Address:

5845 AND 5855 Widewaters Pkw
in the Town of Dewitt,
Onondaga County, New York

Tax Map Parcel No.:

053.0-02-01.1
053.-02-01.8

Affected Tax Jurisdictions:

Onondaga County
Town of Dewitt
Jamesville-Dewitt Central School District

Record and Return to:

Julie Marshall
Harris Beach PLLC
99 Garnsey Road
Pittsford, New York 14534

OMNIBUS AMENDMENT

THIS **OMNIBUS AMENDMENT**, dated as of February 1, 2021 (the "Amendment"), is by and between the **ONONDAGA COUNTY INDUSTRIAL DEVELOPMENT AGENCY**, a public benefit corporation duly existing under the laws of the State of New York with offices at 333 W. Washington Street, Suite 130, Syracuse, New York 13202 (the "Agency") and **5845 WIDEWATERS COMPANY, LLC**, a New York limited liability company, with offices at 5845 Widewaters Pkwy, East Syracuse, New York 13057 (the "Company").

WITNESSETH:

WHEREAS, the Agency was created by Chapter 435 of the Laws of 1970 of the State of New York pursuant to Title 1 of Article 18-A of the General Municipal Law of the State of New York (collectively, the "Act") as a body corporate and politic and as a public benefit corporation of the State of New York; and

WHEREAS, the Agency previously agreed to undertake a certain project (the "Original Project") for the benefit of the Company consisting of: (i) the Agency taking title to or a leasehold (or other) interest in an approximately 10.49±-acre parcel of vacant land located at 5845 and 5855 Widewaters Pkwy in the Town of Dewitt, Onondaga County, New York (being more particularly identified as tax map numbers 053.-02-01.1 and 053.-02-01.8) (the "Original Land"); (ii) the construction on the Original Land of (a) two (2) approximately 41,877 square-foot multi-use office/flex buildings, (b) associated parking, and (c) related sitework improvements including, but not limited to, utilities and stormwater practices (collectively, the "Original Improvements"); and (iii) the acquisition and installation by the Company in and around the Original Land and the Original Improvements of items of equipment and other tangible personal property (the "Original Equipment"; and, together with the Original Land and the Original Improvements, the "Original Project Facility"); and

WHEREAS, in connection with the undertaking by the Agency of the Original Project, the Agency and Company entered into a "straight-lease transaction" (as defined in the Section 854(15) of the Enabling Act to New York State General Municipal Law) (the "Straight Lease Transaction"); and

WHEREAS, the Straight Lease Transaction entailed the execution by Agency and the Company of certain transactional documents and instruments including: (a) that certain Lease Agreement, dated as of December 1, 2019, by and between the Company and the Agency (the "Lease Agreement"), a memorandum of which was recorded in the office of the Onondaga County Clerk on December 27, 2019 as Instrument No. 2019-00049327 (the "Memorandum of Lease"); (b) that certain Leaseback Agreement, dated as of December 27, 2019, by and between the Agency and the Company (the "Leaseback Agreement"), a memorandum of which was recorded in the office of the Onondaga County Clerk on December 27, 2019 as Instrument No. 23019-00049328 (the "Memorandum of Leaseback"); (c) that certain Environmental Compliance and Indemnification Agreement by the Company, dated as of December 27, 2019 (the "Environmental Compliance Agreement"); (d) that certain Payment In Lieu of Tax Agreement, dated as of December 1, 2019, by and between the Agency and the Company (the "PILOT

Agreement"; and, collectively with the foregoing documents identified above as (a) through (d) and any related documents, the "Agency Documents"); and

WHEREAS, the Company completed the first building contemplated by the Original Project but due to COVID-19 and the impact that has had on the office space market, the Company is not in a position to move forward with the construction of the second building until the market stabilizes and there is a clearer path to the end of the pandemic and the need for additional Class A office space in the market; and

WHEREAS, the Company has requested the Agency modify the definition of "Project" contained in the Agency Documents to reflect the construction of one (1) occupied building instead of the two (2) as anticipated and to adjust the payments due under the PILOT Agreement as a result thereof; and

WHEREAS, the Company and the parties hereto desire to amend the Agency Documents to reflect the same.

NOW THEREFORE, for and in consideration of the foregoing premises and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereby agree as follows:

1. The definition of "Project" as may be contained in the Agency Documents is hereby amended and restated in its entirety as follows:

"...:(i) the Agency taking title to or a leasehold (or other) interest in an approximately 5.6±-acre parcel of vacant land located at 5845 Widewaters Pkwy in the Town of Dewitt, Onondaga County, New York (being more particularly identified as tax map number 053.-02-01.8 and more particularly described in Schedule B attached hereto as the "Retained Parcel") (the "Land"); (ii) the construction on the Land of (a) one (1) approximately 41,877 square-foot multi-use office/flex building, (b) associated parking, and (c) related sitework improvements including, but not limited to, utilities and stormwater practices (collectively, the "Improvements"); and (iii) the acquisition and installation by the Company in and around the Land and the Improvements of items of equipment and other tangible personal property (the "Equipment"; and, together with the Land and the Improvements, the "Project Facility")"

2. The PILOT Agreement is amended and restated as follows:

Schedule A attached to the Original PILOT Agreement is hereby deleted in its entirety and replaced with Schedule A attached hereto.

3. All other provisions of the Agency Documents shall remain in full force and effect.

4. This Omnibus Amendment shall be recorded or filed, as the case may be, in the Office of the Clerk of Onondaga County, New York, or in such other office as may at the time be provided by law as the proper place for the recordation or filing thereof.
5. The parcel of land described in Schedule C attached hereto (the "Release Parcel") is hereby released from all of the Agency Documents.

[Remainder of Page Intentionally Left Blank]

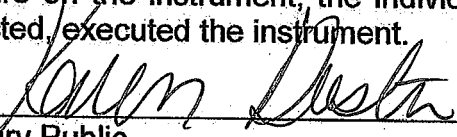
ONONDAGA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

By: 
Robert M. Petrovich, Executive Director

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

On the 23rd day of February in the year 2021 before me, the undersigned, personally appeared **ROBERT M. PETROVICH**, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument, the individual or the person upon behalf of which the individual acted, executed the instrument.




Notary Public

[Signature Page to Omnibus Amendment]

IN WITNESS WHEREOF, the Agency and the Company have caused this Omnibus Amendment to be executed in their respective names, all as of the date first above written.

**ONONDAGA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY**

By: _____
Name: Robert M. Petrovich
Title: Executive Director

5845 WIDEWATERS COMPANY, LLC

By: _____
Name: Joseph R. Scuderi
Title: Manager

[Acknowledgement Page to Omnibus Amendment]

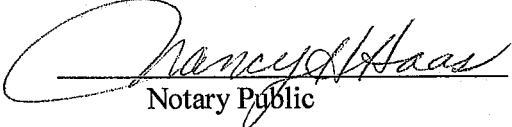
STATE OF NEW YORK)
COUNTY OF ONONDAGA) SS.:

On the ____ day of February in the year 2021, before me, the undersigned, personally appeared **ROBERT M. PETROVICH**, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

Notary Public

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

On the 23rd day of February in the year 2021, before me, the undersigned, personally appeared Joseph R. Scuderi, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.


Notary Public

NANCY H. HAAS
Notary Public, State of New York
Qualified in Onondaga County
No. 01HA6181199
Commission Expires Jan. 22, 2024

SCHEDULE A as Amended

to

PILOT Agreement dated as of December 1, 2019,

between

Onondaga County Industrial Development Agency

and 5845 Widewaters Company, LLC

PILOT Year	County and Town Tax Year	School Tax Year	Total PILOT Payment
Year 1	2022	2021-2022	\$9,928
Year 2	2023	2022-2023	\$16,110
Year 3	2024	2023-2024	\$22,536
Year 4	2025	2024-2025	\$29,212
Year 5	2026	2025-2026	\$36,146
Year 6	2027	2026-2027	\$43,345
Year 7	2028	2027-2028	\$50,818
Year 8	2029	2028-2029	\$58,573
Year 9	2030	2029-2030	\$66,618
Year 10	2031	2030-2031	\$74,961
Year 11 and thereafter...Full Taxes			

SCHEDULE B – the Retained Parcel

ALL THAT TRACT OR PARCEL OF LAND situate in the Town of Dewitt, County of Onondaga and State of New York, being a part of Farm Lot No. 51 in said Town and being more particularly described as Lot 2 of the Enterprise II Subdivision according to a map of said subdivision made by Cottrell Land Surveyors, P.C. dated April 26, 2000 and filed in the Onondaga County Clerk's Office July 26, 2001 as Map No. 9223.

SCHEDULE C – the Released Parcel

ALL THAT TRACT OR PARCEL OF LAND situate in the Town of Dewitt, County of Onondaga and State of New York, being a part of Farm Lot No. 51 in said Town and being more particularly described as Lot 1 of the Enterprise II Subdivision according to a map of said subdivision made by Cottrell Land Surveyors, P.C. dated April 26, 2000 and filed in the Onondaga County Clerk's Office July 26, 2001 as Map No. 9223.