



NEW YORK STATE
DEPARTMENT OF ENVIRONMENTAL CONSERVATION



BROWNFIELD CLEANUP PROGRAM (BCP)
AMENDMENT APPLICATION FOR CHANGE IN PARTY

07/2010

Section I. Existing Application Information

BCP SITE NAME: Canandaigua Multi-Brownfield Site Redevelopment Project BCP SITE NUMBER: C835025

NAME OF CURRENT APPLICANT(S): Sarah-Frank, LLC

INDEX NUMBER OF EXISTING AGREEMENT (if applicable): C835025-09-12

Section II. Requestor Information

NAME Morgan-LeChase Development, LLC, et al. (See addendum)

ADDRESS 205 Indigo Creek Drive

CITY/TOWN Rochester, New York

ZIP CODE 14626

PHONE 585-254-3510

FAX

E-MAIL chuck.caranci@lechase.com

Is the requestor authorized to conduct business in New York State (NYS)?

See Exhibit A

☒ Yes

☐ No

-If the requestor is a Corporation, LLC, LLP or other entity requiring authorization from the NYS Department of State to conduct business in NYS, the requestor's name must appear, exactly as given above, in the NYS Department of State's Corporation & Business Entity Database. A print-out of entity information from the database must be submitted to DEC with the application, to document that the applicant is authorized to do business in NYS.

NAME OF REQUESTOR'S REPRESENTATIVE Charles L. Caranci, Jr.

ADDRESS 205 Indigo Creek Drive

CITY/TOWN Rochester, New York

ZIP CODE 14626

PHONE 585-254-3510

FAX 585-254-3871

E-MAIL chuck.caranci@lechase.com

NAME OF REQUESTOR'S CONSULTANT Stantec Consulting Services, Inc.

ADDRESS 61 Commercial Street, Suite 100

CITY/TOWN Rochester, New York

ZIP CODE 14614

PHONE 585-475-1440

FAX 585-272-1814

E-MAIL mike.storansky@stantec.com

NAME OF REQUESTOR'S ATTORNEY Frank C. Pavia, Esq., Harris Beach PLLC

ADDRESS 99 Garnsey Road

CITY/TOWN Pittsford, New York

ZIP CODE 14534

PHONE 585-419-8709

FAX 585-419-8801

E-MAIL fpavia@harrisbeach.com

THE REQUESTOR MUST CERTIFY THAT IT IS EITHER A PARTICIPANT OR VOLUNTEER IN ACCORDANCE WITH ECL §27-1405 (1) BY CHECKING ONE OF THE BOXES BELOW:

☐ PARTICIPANT

☒ VOLUNTEER

A requestor who either 1) was the owner of the site at the time of the disposal of contamination or 2) is otherwise a person responsible for the contamination, unless the liability arises solely as a result of ownership, operation of, or involvement with the site subsequent to the disposal of contamination.

A requestor other than a participant, including a requestor whose liability arises solely as a result of ownership, operation of or involvement with the site subsequent to the contamination.

NOTE: By checking this box, the requestor certifies that he/she has exercised appropriate care with respect to the contamination found at the facility by taking reasonable steps to: i) stop any continuing discharge; ii) prevent any threatened future release; and iii) prevent or limit human, environmental, or natural resource exposure to any previously released contamination.

Section II. Requestor Information (Continued)

Requestor's Relationship to Property (check one):

☐ Prior Owner ☐ Current Owner ☒ Potential /Future Purchaser ☒ OtherIf requestor is not the site owner, requestor will have access to the property throughout the BCP project. ☒ Yes ☐ No

(Note: proof of site access must be submitted for non-owners)

See Exhibit B

Describe Requestor's Relationship to Existing Applicant:

Requestors are future owners and/or operators of the parcels comprising the Project Site. All of the Requestors are volunteers that will complete investigation, remediation and/or redevelopment activities at the Project Site. The Requestors have no formal relationships with the Existing Applicant.

Briefly Describe Basis for Submitting this Amendment Application:

The Requestors are current and future owners and operators of the Project Site that will complete investigation, remediation and redevelopment activities under the requirements of the existing BCA, said development to occur over time in separate financing transactions by each Requestor.

Section III. Current Site Owner/Operator Information (only include new information)OWNER'S NAME (if different from requestor) **Sarah Frank, LLC**ADDRESS **1850 Rochester Road**CITY/TOWN **Canandaigua, New York**ZIP CODE **14424**PHONE **585-394-1025**FAX **585-394-8824**E-MAIL **geneccoproduceinc@gmail.com**OPERATOR'S NAME (if different from requestor or owner) **N/A**

ADDRESS

CITY/TOWN

ZIP CODE

PHONE

FAX

E-MAIL

Section IV. Eligibility Information for Requestor (Please refer to ECL 27-1407 for more detail)

If answering "yes" to any of the following questions, please provide an explanation as an attachment.

- | | | |
|--|------------------------------|--|
| 1. Are any enforcement actions pending against the requestor regarding this site? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| 2. Is the requestor subject to an existing order relating to contamination at the site? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| 3. Is the requestor subject to an outstanding claim by the Spill Fund for this site? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| 4. Has the requestor been determined to have violated any provision of ECL Article 27? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| 5. Has the requestor previously been denied entry to the BCP? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| 6. Has the requestor been found in a civil proceeding to have committed a negligent or intentionally tortious act involving contaminants? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| 7. Has the requestor been convicted of a criminal offense that involves a violent felony, fraud, bribery, perjury, theft, or offense against public administration? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| 8. Has the requestor knowingly falsified or concealed material facts or knowingly submitted or made use of a false statement in a matter before the Department? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| 9. Is the requestor an individual or entity of the type set forth in ECL 27-1407.8(f) that committed an act or failed to act, and such act or failure to act could be the basis for denial of a BCP application? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |

Statement of Certification and Signatures: Requestor

(Individual)

I acknowledge and agree to the general terms and conditions set forth in DER-32 *Brownfield Cleanup Program Applications and Agreements*. I also agree that in the event of a conflict between the general terms and conditions of participation set forth in DER-32 and the terms contained in a site-specific BCA, the terms in the BCA shall control. I hereby affirm that information provided on this form and its attachments is true and complete to the best of my knowledge and belief. I am aware that any false statement made herein is punishable as a Class A misdemeanor pursuant to section 210.45 of the Penal Law.

Date: _____ Signature: _____ Print Name: _____

(Entity)

Morgan-LeChase Development, LLC	North Shore P2 LLC
Canandaigua Lakefront LLC	North Shore P3 LLC
North Shore P1 LLC	North Shore P4 LLC

I hereby affirm that I am Member (title) of North Shore P1A LLC (entity); that I am authorized by that entity to make this application; that this application was prepared by me or under my supervision and direction; and that information provided on this form and its attachments is true and complete to the best of my knowledge and belief. I acknowledge and agree to the general terms and conditions set forth in DER-32 *Brownfield Cleanup Program Applications and Agreements*. I also agree that in the event of a conflict between the general terms and conditions of participation set forth in DER-32 and the terms contained in a site-specific BCA, the terms in the BCA shall control. I am aware that any false statement made herein is punishable as a Class A misdemeanor pursuant to Section 210.45 of the Penal Law.

Date: 4/16/14 Signature: Charles L. Caranci, Jr. Print Name: Charles L. Caranci, Jr.**Statement of Certification and Signatures: Existing Applicant**

(Individual)

I hereby affirm that I am a party to the Brownfield Cleanup Agreement and/or Application referenced in Section I above and that I am aware of this Application for an Amendment to that Agreement and/or Application. If an Agreement exists, I will execute an Amendment to that Agreement if this Application for an Amendment is approved.

Date: _____ Signature: _____ Print Name: _____

(Entity)

I hereby affirm that I am Member (title) of Sarah Frank LLC (entity) which is a party to the Brownfield Cleanup Agreement and/or Application referenced in Section I above and that I am aware of this Application for an Amendment to that Agreement and/or Application. If an Agreement exists, Sarah Frank LLC will execute an Amendment to that Agreement if this Application for an Amendment is approved.

Date: 4/16/14 Signature: David L. Genecco Print Name: David L. Genecco**SUBMITTAL INFORMATION:**

Three (3) complete copies are required.

- Two (2) copies, one hard copy with original signatures and one electronic copy in Portable Document Format (PDF) on a CD, must be sent to:

Chief, Site Control Section
New York State Department of Environmental Conservation
Division of Environmental Remediation
625 Broadway
Albany, NY 12233-7020

- One (1) paper copy must be sent to the DEC regional contact in the regional office covering the county in which the site is located. Please check DEC's website for the address of our regional offices:
<http://www.dec.state.ny.us/website/der/index.html>

FOR DEPARTMENT USE ONLY

BCP SITE T&A CODE: _____ LEAD OFFICE: _____

PROJECT MANAGER: _____

Addendum
to
Brownfield Cleanup Program (BCP)
Amendment Application for Change in Party

This constitutes the Addendum to Section II of the Amendment Application for Change in Party. The following is a complete list of the Requestors seeking to be added as Volunteers to Brownfield Site Cleanup Agreement, Index No. C835025-09-12:

Morgan-LeChase Development, LLC
Canandaigua Lakefront LLC
North Shore P1 LLC
North Shore P1A LLC
North Shore P2 LLC
North Shore P3 LLC
North Shore P4 LLC

Attached as Exhibit "A" are copies of print-outs of the entities' information collected from the NYS Department of State Corporation & Business Entity Database. In addition, attached as Exhibit "B" is a copy of the site access agreement provided by the property owner to the entities listed above.

A

NYS Department of State

Division of Corporations

Entity Information

The information contained in this database is current through April 1, 2014.

Selected Entity Name: MORGAN-LECHASE DEVELOPMENT, LLC

Selected Entity Status Information

Current Entity Name: MORGAN-LECHASE DEVELOPMENT, LLC

DOS ID #: 4414443

Initial DOS Filing Date: JUNE 07, 2013

County: MONROE

Jurisdiction: NEW YORK

Entity Type: DOMESTIC LIMITED LIABILITY COMPANY

Current Entity Status: ACTIVE

Selected Entity Address Information

DOS Process (Address to which DOS will mail process if accepted on behalf of the entity)

TOM PORTER
300 TROLLEY BOULEVARD
ROCHESTER, NEW YORK, 14606

Registered Agent

NONE

This office does not require or maintain information regarding the names and addresses of members or managers of nonprofessional limited liability companies. Professional limited liability companies must include the name(s) and address(es) of the original members, however this information is not recorded and only available by viewing the certificate.

***Stock Information**

# of Shares	Type of Stock	\$ Value per Share
No Information Available		

*Stock information is applicable to domestic business corporations.

Name History

Filing Date	Name Type	Entity Name
JUN 07, 2013	Actual	MORGAN-LECHASE DEVELOPMENT, LLC

A **Fictitious** name must be used when the **Actual** name of a foreign entity is unavailable for use in New York State. The entity must use the fictitious name when conducting its activities or business in New York State.

NOTE: New York State does not issue organizational identification numbers.

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NYS Department of State

Division of Corporations

Entity Information

The information contained in this database is current through April 1, 2014.

Selected Entity Name: CANANDAIGUA LAKEFRONT LLC

Selected Entity Status Information

Current Entity Name: CANANDAIGUA LAKEFRONT LLC

DOS ID #: 4550334

Initial DOS Filing Date: MARCH 25, 2014

County: MONROE

Jurisdiction: NEW YORK

Entity Type: DOMESTIC LIMITED LIABILITY COMPANY

Current Entity Status: ACTIVE

Selected Entity Address Information

DOS Process (Address to which DOS will mail process if accepted on behalf of the entity)

THE COMPANY

205 INDIGO CREEK DRIVE

ROCHESTER, NEW YORK, 14626

Registered Agent

NONE

This office does not require or maintain information regarding the names and addresses of members or managers of nonprofessional limited liability companies. Professional limited liability companies must include the name(s) and address(es) of the original members, however this information is not recorded and only available by [viewing the certificate.](#)

***Stock Information**

# of Shares	Type of Stock	\$ Value per Share
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No Information Available

*Stock information is applicable to domestic business corporations.

Name History

Filing Date	Name Type	Entity Name
MAR 25, 2014	Actual	CANANDAIGUA LAKEFRONT LLC

A **Fictitious** name must be used when the **Actual** name of a foreign entity is unavailable for use in New York State. The entity must use the fictitious name when conducting its activities or business in New York State.

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Entity Information

The information contained in this database is current through April 1, 2014.

Selected Entity Name: NORTH SHORE P1 LLC

Selected Entity Status Information

Current Entity Name: NORTH SHORE P1 LLC

DOS ID #: 4550522

Initial DOS Filing Date: MARCH 25, 2014

County: MONROE

Jurisdiction: NEW YORK

Entity Type: DOMESTIC LIMITED LIABILITY COMPANY

Current Entity Status: ACTIVE

Selected Entity Address Information

DOS Process (Address to which DOS will mail process if accepted on behalf of the entity)

THE COMPANY

205 INDIGO CREEK DRIVE

ROCHESTER, NEW YORK, 14626

Registered Agent

NONE

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***Stock Information**

# of Shares	Type of Stock	\$ Value per Share
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No Information Available

*Stock information is applicable to domestic business corporations.

Name History

Filing Date	Name Type	Entity Name
MAR 25, 2014	Actual	NORTH SHORE P1 LLC

A **Fictitious** name must be used when the **Actual** name of a foreign entity is unavailable for use in New York State. The entity must use the fictitious name when conducting its activities or business in New York State.

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Entity Information

The information contained in this database is current through April 2, 2014.

Selected Entity Name: NORTH SHORE P1A LLC

Selected Entity Status Information

Current Entity Name: NORTH SHORE P1A LLC

DOS ID #: 4555238

Initial DOS Filing Date: APRIL 02, 2014

County: MONROE

Jurisdiction: NEW YORK

Entity Type: DOMESTIC LIMITED LIABILITY COMPANY

Current Entity Status: ACTIVE

Selected Entity Address Information

DOS Process (Address to which DOS will mail process if accepted on behalf of the entity)

THE COMPANY

205 INDIGO CREEK DRIVE

ROCHESTER, NEW YORK, 14626

Registered Agent

NONE

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***Stock Information**

# of Shares	Type of Stock	\$ Value per Share
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No Information Available

*Stock information is applicable to domestic business corporations.

Name History

Filing Date	Name Type	Entity Name
APR 02, 2014	Actual	NORTH SHORE P1A LLC

A **Fictitious** name must be used when the **Actual** name of a foreign entity is unavailable for use in New York State. The entity must use the fictitious name when conducting its activities or business in New York State.

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NYS Department of State

Division of Corporations

Entity Information

The information contained in this database is current through April 1, 2014.

Selected Entity Name: NORTH SHORE P2 LLC

Selected Entity Status Information

Current Entity Name: NORTH SHORE P2 LLC

DOS ID #: 4550528

Initial DOS Filing Date: MARCH 25, 2014

County: MONROE

Jurisdiction: NEW YORK

Entity Type: DOMESTIC LIMITED LIABILITY COMPANY

Current Entity Status: ACTIVE

Selected Entity Address Information

DOS Process (Address to which DOS will mail process if accepted on behalf of the entity)

THE COMPANY

205 INDIGO CREEK DRIVE

ROCHESTER, NEW YORK, 14626

Registered Agent

NONE

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***Stock Information**

# of Shares	Type of Stock	\$ Value per Share
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No Information Available

*Stock information is applicable to domestic business corporations.

Name History

Filing Date	Name Type	Entity Name
MAR 25, 2014	Actual	NORTH SHORE P2 LLC

A **Fictitious** name must be used when the **Actual** name of a foreign entity is unavailable for use in New York State. The entity must use the fictitious name when conducting its activities or business in New York State.

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Entity Information

The information contained in this database is current through April 1, 2014.

Selected Entity Name: NORTH SHORE P3 LLC

Selected Entity Status Information

Current Entity Name: NORTH SHORE P3 LLC

DOS ID #: 4550554

Initial DOS Filing Date: MARCH 25, 2014

County: MONROE

Jurisdiction: NEW YORK

Entity Type: DOMESTIC LIMITED LIABILITY COMPANY

Current Entity Status: ACTIVE

Selected Entity Address Information

DOS Process (Address to which DOS will mail process if accepted on behalf of the entity)

THE COMPANY

205 INDIGO CREEK DRIVE

ROCHESTER, NEW YORK, 14626

Registered Agent

NONE

This office does not require or maintain information regarding the names and addresses of members or managers of nonprofessional limited liability companies. Professional limited liability companies must include the name(s) and address(es) of the original members, however this information is not recorded and only available by viewing the certificate.

*Stock Information

# of Shares	Type of Stock	\$ Value per Share
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No Information Available

*Stock information is applicable to domestic business corporations.

Name History

Filing Date	Name Type	Entity Name
MAR 25, 2014	Actual	NORTH SHORE P3 LLC

A **Fictitious** name must be used when the **Actual** name of a foreign entity is unavailable for use in New York State. The entity must use the fictitious name when conducting its activities or business in New York State.

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Entity Information

The information contained in this database is current through April 1, 2014.

Selected Entity Name: NORTH SHORE P4 LLC

Selected Entity Status Information

Current Entity Name: NORTH SHORE P4 LLC

DOS ID #: 4550567

Initial DOS Filing Date: MARCH 25, 2014

County: MONROE

Jurisdiction: NEW YORK

Entity Type: DOMESTIC LIMITED LIABILITY COMPANY

Current Entity Status: ACTIVE

Selected Entity Address Information

DOS Process (Address to which DOS will mail process if accepted on behalf of the entity)

THE COMPANY

205 INDIGO CREEK DRIVE

ROCHESTER, NEW YORK, 14626

Registered Agent

NONE

This office does not require or maintain information regarding the names and addresses of members or managers of nonprofessional limited liability companies. Professional limited liability companies must include the name(s) and address(es) of the original members, however this information is not recorded and only available by viewing the certificate.

***Stock Information**

# of Shares	Type of Stock	\$ Value per Share
-------------	---------------	--------------------

No Information Available

*Stock information is applicable to domestic business corporations.

Name History

Filing Date	Name Type	Entity Name
MAR 25, 2014	Actual	NORTH SHORE P4 LLC

A **Fictitious** name must be used when the **Actual** name of a foreign entity is unavailable for use in New York State. The entity must use the fictitious name when conducting its activities or business in New York State.

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B

***SARAH-FRANK, LLC
1850 Rochester Road
Canandaigua, NY 14424***

April 1, 2014

Morgan-LeChase Development, LLC
Attn: Charles L. Caranci, Jr.
205 Indigo Creek Drive
Rochester, NY 14626

Re: Site Access to Perform Brownfield Cleanup Program and Construction Work
Canandaigua Multi-Brownfield Site Redevelopment Project (Site #C835025)
25 Booth Street and 24-30, 130, 158 Lakeshore Drive
City of Canandaigua, County of Monroe


Dear Mr. Caranci:

As you know, Sarah-Frank, LLC is currently the owner of the properties located at 75 Booth Street and 24-30, 130 and 158 Lakeshore Drive in the City of Canandaigua (collectively referred to as the "Project Site"). We are aware that the following entities will be investigating, remediating and/or redeveloping parcels comprising the Project Site during future project phases: Morgan-LeChase Development, LLC; Canandaigua Lakefront LLC; North Shore P1 LLC; North Shore P1A LLC; North Shore P2 LLC; North Shore P3 LLC; North Shore P4 LLC; and North Shore P5 LLC (collectively referred to as the "Entities").

Since the Entities do not yet own any of the parcels comprising the Project Site, but are, along with Sarah-Frank, LLC, the BCP Volunteer, committed to remediate the Project Site, the Entities are required to seek written access from Sarah-Frank, LLC for the purpose of performing environmental investigation and remediation work as a criteria for acceptance into the BCP. By executing below, I am acknowledging that I have authority to execute this consent on behalf of Sarah-Frank, LLC, and to provide the Entities with full and complete access rights to the Project Site to perform environmental investigation and remediation work required by the New York State Department of Environmental Conservation at the Project Site.

Therefore, on behalf of Sarah-Frank, LLC, which is the owner of the Project Site, I agree, as member with authority to execute such consent, to allow the Entities and their contractors, consultants, subcontractors and agents, to enter the Project Site to perform the required Brownfield Cleanup Program investigation and remediation work, as well as all applicable redevelopment construction activities during future project phases.

Sarah-Frank, LLC

By: 
David Genecco
Member