

**BCA Agreement Amendment Application for
1951 Hamburg Turnpike, LLC
and
Lackawanna Solar Land LLC
and
Steel Sun 2 LLC**



BROWNFIELD CLEANUP PROGRAM (BCP) APPLICATION TO AMEND BROWNFIELD CLEANUP AGREEMENT AND AMENDMENT

PART I. BROWNFIELD CLEANUP AGREEMENT AMENDMENT APPLICATION

Check the appropriate box below based on the nature of the amendment modification requested:

Amendment to [check one or more boxes below]

- Add
- Substitute
- Remove
- Change in Name

applicant(s) to the existing Brownfield Cleanup Agreement [*Complete Section I-IV below and Part II*]

Does this proposed amendment involve a transfer of title to all or part of the brownfield site? Yes No

If yes, pursuant to 6 NYCRR Part 375-1.11(d), a Change of Use form should have been previously submitted. If not, please submit this form with this Amendment. See <http://www.dec.ny.gov/chemical/76250.html>

Amendment to modify description of the property(ies) listed in the existing Brownfield Cleanup Agreement [*Complete Sections I and V below and Part II*]

Amendment to Expand or Reduce property boundaries of the property(ies) listed in the existing Brownfield Cleanup Agreement [*Complete Section I and V below and Part II*]

Sites in Bronx, Kings, New York, Queens, or Richmond counties ONLY: Amendment to request determination that the site is eligible for the tangible property credit component of the brownfield redevelopment tax credit. Please answer questions on the supplement at the end of the form.

Other (explain in detail below)

Please provide a brief narrative on the nature of the amendment:

This amendment adds 1951 Hamburg Turnpike, LLC to the existing Brownfield Cleanup Agreement as a future Site purchaser, Lackawanna Solar Land LLC to the existing Brownfield Cleanup Agreement as a future lessee, and Steel Sun 2 LLC to the existing Brownfield Cleanup Agreement as a future sub-lessee. Steel Sun 2 LLC intends to build and operate a new photovoltaic (i.e., solar) power generating facility on the Site in 2017.

Please refer to the attached instructions for guidance on filling out this application

Section I. Existing Application Information

BCP SITE NAME: Site III-4 Tecumseh Phase III Business Park BCP SITE NUMBER: C915199D

NAME OF CURRENT APPLICANT(S): Tecumseh Redevelopment, Inc.

INDEX NUMBER OF EXISTING AGREEMENT: B9-0696-05-06(C) DATE OF EXISTING AGREEMENT: 3/14/07

Section II. New Requestor Information (if no change to Current Applicant, skip to Section V)

NAME 1951 Hamburg Turnpike, LLC

ADDRESS 2558 Hamburg Turnpike, Suite 300

CITY/TOWN Buffalo

ZIP CODE 14218

PHONE 716-856-0599

FAX 716-856-0583

E-MAIL pwerthman@benchmarkturnkey.com

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



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 (DOS) Corporation & Business Entity Database. A print-out of entity information from the DOS database must be submitted to DEC with the application, to document that the applicant is authorized to do business in NYS.

NAME OF NEW REQUESTOR'S REPRESENTATIVE Paul H. Werthman

ADDRESS 2558 Hamburg Turnpike

CITY/TOWN Buffalo

ZIP CODE 14218

PHONE 716-8560599

FAX 716-856-0583

E-MAIL pwerthman@benchmarkturnkey.com

NAME OF NEW REQUESTOR'S CONSULTANT (if applicable) Benchmark Environmental Engineering & Science, PLLC

ADDRESS 2558 Hamburg Turnpike

CITY/TOWN Buffalo

ZIP CODE 14218

PHONE 716-856-0599

FAX 716-856-0583

E-MAIL tforbes@benchmarkturnkey.com

NAME OF NEW REQUESTOR'S ATTORNEY (if applicable) Sandy Nasca

ADDRESS 1424 Main Street, Suite 1820

CITY/TOWN Buffalo

ZIP CODE 14202

PHONE 716-332-0032

FAX N/A

E-MAIL snasca@knoergroup.com

Requestor must submit proof that the party signing this Application and Amendment has the authority to bind the Requestor. This would be documentation from corporate organizational papers, which are updated, showing the authority to bind the corporation, or a Corporate Resolution showing the same, or an Operating Agreement or Resolution for an LLC. Is this proof attached?



Yes



No

Describe Requestor's Relationship to Existing Applicant:

Future purchaser of the property. Please see attached list of members/owners of 1951 Hamburg Turnpike, LLC.

Section I. Existing Application Information

BCP SITE NAME: Site III-4 Tecumseh Phase III Business Park BCP SITE NUMBER: C915199D

NAME OF CURRENT APPLICANT(S): Tecumseh Redevelopment, Inc.

INDEX NUMBER OF EXISTING AGREEMENT: B9-0696-05-06(C) DATE OF EXISTING AGREEMENT: 3/14/07

Section II. New Requestor Information (if no change to Current Applicant, skip to Section V)

NAME Lackawanna Solar Land LLC

ADDRESS 47 S. Hamilton Street

CITY/TOWN Poughkeepsie

ZIP CODE 12601

PHONE 845-473-0300

FAX N/A

E-MAIL paul.curran@bqenergy.com

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



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 (DOS) Corporation & Business Entity Database. A print-out of entity information from the DOS database must be submitted to DEC with the application, to document that the applicant is authorized to do business in NYS.

NAME OF NEW REQUESTOR'S REPRESENTATIVE Timothy M. Ryan

ADDRESS 47 S. Hamilton Street

CITY/TOWN Poughkeepsie

ZIP CODE 12601

PHONE 814-217-9263

FAX 814-217-0362

E-MAIL tim.ryan@bqenergy.com

NAME OF NEW REQUESTOR'S CONSULTANT (if applicable) Benchmark Environmental Engineering & Science, PLLC

ADDRESS 2558 Hamburg Turnpike, Suite 300

CITY/TOWN Buffalo

ZIP CODE 14218

PHONE 716-856-0599

FAX 716-856-0583

E-MAIL tforbes@benchmarkturnkey.com

NAME OF NEW REQUESTOR'S ATTORNEY (if applicable) Sandy Nasca

ADDRESS 1424 Main Street, Suite 1820

CITY/TOWN Buffalo

ZIP CODE 14202

PHONE 716-332-0032

FAX N/A

E-MAIL snasca@knoergroup.com

Requestor must submit proof that the party signing this Application and Amendment has the authority to bind the Requestor. This would be documentation from corporate organizational papers, which are updated, showing the authority to bind the corporation, or a Corporate Resolution showing the same, or an Operating Agreement or Resolution for an LLC. Is this proof attached?



Yes



No

Describe Requestor's Relationship to Existing Applicant:

Potential future lessee of the property. Please see attached list of members/owners of Lackawanna Solar Land LLC.

Section I. Existing Application Information

BCP SITE NAME: Site III-4 Tecumseh Phase III Business Park

BCP SITE NUMBER: C915199D

NAME OF CURRENT APPLICANT(S): Tecumseh Redevelopment, Inc.

INDEX NUMBER OF EXISTING AGREEMENT: B9-0696-05-06(C) DATE OF EXISTING AGREEMENT: 3/14/07

Section II. New Requestor Information (if no change to Current Applicant, skip to Section V)

NAME Steel Sun 2 LLC

ADDRESS 47 S. Hamilton Street

CITY/TOWN Poughkeepsie

ZIP CODE 12601

PHONE 845-473-0300

FAX N/A

E-MAIL paul.curran@bqenergy.com

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



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 (DOS) Corporation & Business Entity Database. A print-out of entity information from the DOS database must be submitted to DEC with the application, to document that the applicant is authorized to do business in NYS.

NAME OF NEW REQUESTOR'S REPRESENTATIVE Timothy M. Ryan

ADDRESS 47 S. Hamilton Street

CITY/TOWN Poughkeepsie

ZIP CODE 12601

PHONE 814-217-9263

FAX 814-217-0362

E-MAIL tim.ryan@bqenergy.com

NAME OF NEW REQUESTOR'S CONSULTANT (if applicable) Benchmark Environmental Engineering & Science, PLLC

ADDRESS 2558 Hamburg Turnpike, Suite 300

CITY/TOWN Buffalo

ZIP CODE 14218

PHONE 716-856-0599

FAX 716-856-0583

E-MAIL tforbes@benchmarkturnkey.com

NAME OF NEW REQUESTOR'S ATTORNEY (if applicable) David Flynn

ADDRESS 125 Main Street

CITY/TOWN Buffalo

ZIP CODE 14203-2887

PHONE 716-847-5473

FAX 716-852-6100

E-MAIL dflynn@phillipslytle.com

Requestor must submit proof that the party signing this Application and Amendment has the authority to bind the Requestor. This would be documentation from corporate organizational papers, which are updated, showing the authority to bind the corporation, or a Corporate Resolution showing the same, or an Operating Agreement or Resolution for an LLC. Is this proof attached?



Yes



No

Describe Requestor's Relationship to Existing Applicant:

Potential future sub-lessee of the property. Please see attached list of members/owners of Steel Sun 2 LLC.

Section III. Current Property Owner/Operator Information (only include if new owner/operator or new existing owner/operator information is provided, and highlight new information)

OWNER'S NAME (if different from requestor) Tecumseh Redevelopment, Inc.

ADDRESS 4020 Kinross Lakes Parkway

CITY/TOWN Richfield

ZIP CODE 44286

PHONE 330-659-9165

FAX 330-659-7434

E-MAIL Keith.Nagel@arcelormittal.com

OPERATOR'S NAME (if different from requestor or owner) Same as Owner

ADDRESS

CITY/TOWN

ZIP CODE

PHONE

FAX

E-MAIL

Section IV. Eligibility Information for New 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? Yes No
2. Is the requestor presently subject to an existing order for the investigation, removal or remediation relating to contamination at the site? Yes No
3. Is the requestor subject to an outstanding claim by the Spill Fund for this site? Yes No
Any questions regarding whether a party is subject to a spill claim should be discussed with the Spill Fund Administrator.
4. Has the requestor been determined in an administrative, civil or criminal proceeding to be in violation of i) any provision of the subject law; ii) any order or determination; iii) any regulation implementing ECL Article 27 Title 14; or iv) any similar statute, regulation of the state or federal government? If so, provide an explanation on a separate attachment. Yes No
5. Has the requestor previously been denied entry to the BCP? If so, include information relative to the application, such as name, address, Department assigned site number, the reason for denial, and other relevant information. Yes No
6. Has the requestor been found in a civil proceeding to have committed a negligent or intentionally tortious act involving the handling, storing, treating, disposing or transporting of contaminants? Yes No
7. Has the requestor been convicted of a criminal offense i) involving the handling, storing, treating, disposing or transporting of contaminants; or ii) that involves a violent felony, fraud, bribery, perjury, theft, or offense against public administration (as that term is used in Article 195 of the Penal Law) under federal law or the laws of any state? Yes No
8. Has the requestor knowingly falsified statements or concealed material facts in any matter within the jurisdiction of the Department, or submitted a false statement or made use of or made a false statement in connection with any document or application submitted to the Department? Yes No
9. Is the requestor an individual or entity of the type set forth in ECL 27-1407.9(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? Yes No
10. Was the requestor's participation in any remedial program under DEC's oversight terminated by DEC or by a court for failure to substantially comply with an agreement or order? Yes No
11. Have all known bulk storage tanks on-site been registered with DEC? none on site Yes No

THE NEW 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

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.

VOLUNTEER

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 disposal of hazardous waste or discharge of petroleum.

NOTE: By checking this box, a requestor whose liability arises solely as a result of ownership, operation of or involvement with the site certifies that he/she has exercised appropriate care with respect to the hazardous waste found at the facility by taking reasonable steps to: i) stop any continuing discharge; ii) prevent any threatened future release; iii) prevent or limit human, environmental, or natural resource exposure to any previously released hazardous waste.

If a requestor whose liability arises solely as a result of ownership, operation of or involvement with the site, submit a statement describing why you should be considered a volunteer – be specific as to the appropriate care taken.

Requestor's Relationship to Property (check one):

Prior Owner Current Owner

1951 Hamburg Turnpike, LLC as

Potential /Future Purchaser

Future lessee (Lackawanna Solar Land LLC) & future sub-lessee

Other (Steel Sun 2 LLC)

If requestor is not the current site owner, **proof of site access sufficient to complete the remediation must be submitted.** Proof must show that the requestor will have access to the property before signing the BCA and throughout the BCP project, including the ability to place an easement on the site Is this proof attached? Yes No

Note: a purchase contract does not suffice as proof of access.

Section V. Property description and description of changes/additions/reductions (if applicable)

ADDRESS

CITY/TOWN

ZIP CODE

TAX BLOCK AND LOT (TBL) (in existing agreement)

Parcel Address	Parcel No.	Section No.	Block No.	Lot No.	Acreage

Check appropriate boxes below:

Changes to metes and bounds description or TBL correction

Addition of property (may require additional citizen participation depending on the nature of the expansion – see attached instructions)

Approximate acreage added: _____

ADDITIONAL PARCELS:

Parcel Address	Parcel No.	Section No.	Block No.	Lot No.	Acreage

Reduction of property

Approximate acreage removed: _____

PARCELS REMOVED:

Parcel Address	Parcel No.	Section No.	Block No.	Lot No.	Acreage

If requesting to modify a metes and bounds description or requesting changes to the boundaries of a site, please attach a revised metes and bounds description, survey, or acceptable site map to this application.

Supplement to the Application To Amend Brownfield Cleanup Agreement And Amendment - Questions for Sites Seeking Tangible Property Credits in New York City ONLY.

Property is in Bronx, Kings, New York, Queens, or Richmond counties.	<input type="checkbox"/> Yes <input type="checkbox"/> No
Requestor seeks a determination that the site is eligible for the tangible property credit component of the brownfield redevelopment tax credit.	<input type="checkbox"/> Yes <input type="checkbox"/> No
Please answer questions below and provide documentation necessary to support answers.	
1. Is at least 50% of the site area located within an environmental zone pursuant to Tax Law 21(6)? Please see DEC's website for more information.	<input type="checkbox"/> Yes <input type="checkbox"/> No
2. Is the property upside down as defined below?	<input type="checkbox"/> Yes <input type="checkbox"/> No
<p>From ECL 27-1405(31):</p> <p>"Upside down" shall mean a property where the projected and incurred cost of the investigation and remediation which is protective for the anticipated use of the property equals or exceeds seventy-five percent of its independent appraised value, as of the date of submission of the application for participation in the brownfield cleanup program, developed under the hypothetical condition that the property is not contaminated.</p>	
3. Is the project an affordable housing project as defined below?	<input type="checkbox"/> Yes <input type="checkbox"/> No
<p>From 6 NYCRR 375- 3.2(a) as of July 1, 2015:</p> <p>(a) "Affordable housing project" means, for purposes of this part, title fourteen of article twenty seven of the environmental conservation law and section twenty-one of the tax law only, a project that is developed for residential use or mixed residential use that must include affordable residential rental units and/or affordable home ownership units.</p> <p>(1) Affordable residential rental projects under this subdivision must be subject to a federal, state, or local government housing agency's affordable housing program, or a local government's regulatory agreement or legally binding restriction, that defines (i) a percentage of the residential rental units in the affordable housing project to be dedicated to (ii) tenants at a defined maximum percentage of the area median income based on the occupants' households annual gross income.</p> <p>(2) Affordable home ownership projects under this subdivision must be subject to a federal, state, or local government housing agency's affordable housing program, or a local government's regulatory agreement or legally binding restriction, that sets affordable units aside for tenants at a defined maximum percentage of the area median income.</p> <p>(3) "Area median income" means, for purposes of this subdivision, the area median income for the primary metropolitan statistical area, or for the county if located outside a metropolitan statistical area, as determined by the United States department of housing and urban development, or its successor, for a family of four, as adjusted for family size.</p>	

PART II. BROWNFIELD CLEANUP PROGRAM AMENDMENT

Existing Agreement Information	
BCP SITE NAME: Site III-4 Tecumseh Phase III Business Park	BCP SITE NUMBER: C915199D
NAME OF CURRENT APPLICANT(S): Tecumseh Redevelopment, Inc.	
INDEX NUMBER OF EXISTING AGREEMENT: B9-0696-05-06(C)	
EFFECTIVE DATE OF EXISTING AGREEMENT: March 14, 2007	

Declaration of Amendment:

By the Requestor(s) and/or Applicant(s) signatures below, and subsequent signature by the Department, the above application to amend the Brownfield Cleanup Agreement described above is hereby approved. This Amendment is made in accordance with and subject to all of the BCA and all applicable guidance, regulations and state laws applicable thereto. All other substantive and procedural terms of the Agreement will remain unchanged and in full force and effect regarding the parties to the Agreement.

Nothing contained herein constitutes a waiver by the Department or the State of New York of any rights held in accordance with the Agreement or any applicable state and/or federal law or a release for any party from any obligations held under the Agreement or those same laws.

Statement of Certification and Signatures: New Requestor(s) (if applicable)

(Individual)

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. My signature below constitutes the requisite approval for the amendment to the BCA Application, which will be effective upon signature by the Department.

Date: _____ Signature: _____

Print Name: _____

(Entity)

I hereby affirm that I am (title Authorized Person) of (entity 1951 Hamburg Turnpike, LLC); 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 am aware that any false statement made herein is punishable as a Class A misdemeanor pursuant to Section 210.45 of the Penal Law.

Michael Lesakowski's signature below constitutes the requisite approval for the amendment to the BCA Application, which will be effective upon signature by the Department.

Date: 9/26/16 Signature: 

Print Name: Michael A. Lesakowski

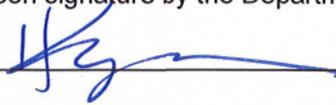
PART II. BROWNFIELD CLEANUP PROGRAM AMENDMENT

Existing Agreement Information
BCP SITE NAME: Site III-4 Tecumseh Phase III Business Park BCP SITE NUMBER: C915199D
NAME OF CURRENT APPLICANT(S): Tecumseh Redevelopment, Inc.
INDEX NUMBER OF EXISTING AGREEMENT: B9-0696-05-06(C)
EFFECTIVE DATE OF EXISTING AGREEMENT: March 14, 2007

Declaration of Amendment:

By the Requestor(s) and/or Applicant(s) signatures below, and subsequent signature by the Department, the above application to amend the Brownfield Cleanup Agreement described above is hereby approved. This Amendment is made in accordance with and subject to all of the BCA and all applicable guidance, regulations and state laws applicable thereto. All other substantive and procedural terms of the Agreement will remain unchanged and in full force and effect regarding the parties to the Agreement.

Nothing contained herein constitutes a waiver by the Department or the State of New York of any rights held in accordance with the Agreement or any applicable state and/or federal law or a release for any party from any obligations held under the Agreement or those same laws.

Statement of Certification and Signatures: New Requestor(s) (if applicable)
(Individual) 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. My signature below constitutes the requisite approval for the amendment to the BCA Application, which will be effective upon signature by the Department. Date: _____ Signature: _____ Print Name: _____
(Entity) I hereby affirm that I am (title <u>Authorized Person</u>) of (entity <u>Lackawanna Solar Land LLC</u>); 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 am aware that any false statement made herein is punishable as a Class A misdemeanor pursuant to Section 210.45 of the Penal Law. <u>Timothy Ryan's</u> signature below constitutes the requisite approval for the amendment to the BCA Application, which will be effective upon signature by the Department. Date: <u>9/22/16</u> Signature:  Print Name: <u>Timothy M. Ryan</u>

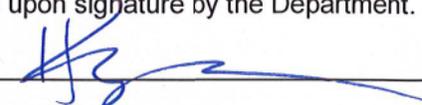
PART II. BROWNFIELD CLEANUP PROGRAM AMENDMENT

Existing Agreement Information
BCP SITE NAME: Site III-4 Tecumseh Phase III Business Park BCP SITE NUMBER: C915199D
NAME OF CURRENT APPLICANT(S): Tecumseh Redevelopment, Inc.
INDEX NUMBER OF EXISTING AGREEMENT: B9-0696-05-06(C)
EFFECTIVE DATE OF EXISTING AGREEMENT: March 14, 2007

Declaration of Amendment:

By the Requestor(s) and/or Applicant(s) signatures below, and subsequent signature by the Department, the above application to amend the Brownfield Cleanup Agreement described above is hereby approved. This Amendment is made in accordance with and subject to all of the BCA and all applicable guidance, regulations and state laws applicable thereto. All other substantive and procedural terms of the Agreement will remain unchanged and in full force and effect regarding the parties to the Agreement.

Nothing contained herein constitutes a waiver by the Department or the State of New York of any rights held in accordance with the Agreement or any applicable state and/or federal law or a release for any party from any obligations held under the Agreement or those same laws.

Statement of Certification and Signatures: New Requestor(s) (if applicable)
(Individual) 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. My signature below constitutes the requisite approval for the amendment to the BCA Application, which will be effective upon signature by the Department. Date: _____ Signature: _____ Print Name: _____
(Entity) I hereby affirm that I am (title <u>Authorized Person</u>) of (entity <u>Steel Sun 2 LLC</u>); 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 am aware that any false statement made herein is punishable as a Class A misdemeanor pursuant to Section 210.45 of the Penal Law. <u>Timothy Ryan's</u> signature below constitutes the requisite approval for the amendment to the BCA Application, which will be effective upon signature by the Department. Date: <u>9/22/16</u> Signature:  Print Name: <u>Timothy M. Ryan</u>

Statement of Certification and Signatures: Existing Applicant(s) (an authorized representative of each applicant must sign)

(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. My signature below constitutes the requisite approval for the amendment to the BCA Application, which will be effective upon signature by the Department.

Date: _____ Signature: _____

Print Name: _____

(Entity)

Vice President,
Environmental Affairs Tecumseh

I hereby affirm that I am & Real Estate (title) of Redevelopment, Inc. (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. Keith Nagel's signature below constitutes the requisite approval for the amendment to the BCA Application, which will be effective upon signature by the Department.

Date: 8/26/2016 Signature: Keith Nagel

Print Name: Keith A. Nagel

REMAINDER OF THIS AMENDMENT WILL BE COMPLETED SOLELY BY THE DEPARTMENT

Status of Agreement:

PARTICIPANT

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.

VOLUNTEER

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.

Effective Date of the Original Agreement: MARCH 14, 2007

Signature by the Department:

AMENDMENT #2

DATED: November 7, 2016

NEW YORK STATE DEPARTMENT OF
ENVIRONMENTAL CONSERVATION

By:

Robert W. Schick, P.E., Director
Division of Environmental Remediation

SUBMITTAL INFORMATION:

- **Two (2)** copies, one hard copy with original signatures and one electronic copy in Portable Document Format (PDF) 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

FOR DEPARTMENT USE ONLY

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

PROJECT MANAGER: _____

**Supporting Documentation for
1951 Hamburg Turnpike, LLC as Applicant**

1951 Hamburg Turnpike, LLC

Members of Limited Liability Company

1951 Hamburg Turnpike, LLC, a New York limited liability company, is requesting to be added to the Brownfield Cleanup Agreement (BCA) for Site C915199D. The following are members (and owners) of 1951 Hamburg Turnpike, LLC:

- TurnKey Environmental Restoration, LLC, a New York limited liability company

1951 HAMBURG TURNPIKE, LLC

JOINT UNANIMOUS WRITTEN CONSENT

OF THE MEMBERS

September 23, 2016

The undersigned, being holders of all of the membership interest of **1951 HAMBURG TURNPIKE, LLC**, a New York limited corporation (the “Company”), hereby jointly consent to the adoption of the following resolutions without a meeting and direct that this document be filed with the minutes of the Company.

RESOLVED, that Michael A. Lesakowski (an “Authorized Person”) be, and hereby is, authorized, directed, and empowered, acting alone, in the name or on behalf of the Corporation, to execute the Brownfield Cleanup Program (BCP) Application to Amend Brownfield Cleanup Agreement, the BCP Agreement, or any other documents or agreements necessary to enter and participate in the New York State Department of Environmental Conservation’s Brownfield Cleanup Program (Environmental Conservation Law Article 27, Title 14) for property owned or leased by the Company and which is presently identified as Site III-4 Tecumseh Phase III Business Park, Lackawanna, New York; and be it further

RESOLVED, that the Authorized Person is hereby authorized, empowered and directed to take all such action on behalf of the Corporation as they may deem necessary, appropriate or advisable to carry out the intent and purposes of the foregoing resolution; and be it further

RESOLVED, that any acts of any officer of the Corporation and of any persons designated and authorized to act by any such officer of the Corporation, which acts would have been authorized by the forgoing resolutions except that such acts were taken prior to the adoption of such resolutions, are hereby severally ratified, confirmed, approved and adopted as acts of the Corporation.

This Consent may be executed in various counterpart copies, and by facsimile, each of which shall be deemed an original but all of which together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the undersigned have executed this Joint Unanimous Written Consent as of the date set forth above.



Michael A. Lesakowski (Member of TurnKey Environmental Restoration, LLC)



Paul H. Werthman (Managing Member of TurnKey Environmental Restoration, LLC)



Thomas H. Forbes (Member of TurnKey Environmental Restoration, LLC)

NYS Department of State

Division of Corporations

Entity Information

The information contained in this database is current through August 25, 2016.

Selected Entity Name: 1951 HAMBURG TURNPIKE, LLC

Selected Entity Status Information

Current Entity Name: 1951 HAMBURG TURNPIKE, LLC

DOS ID #: 4287843

Initial DOS Filing Date: AUGUST 24, 2012

County: ERIE

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)

1951 HAMBURG TURNPIKE, LLC

2558 HAMBURG TURNPIKE

SUITE 300

BUFFALO, NEW YORK, 14218

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
AUG 24, 2012	Actual	1951 HAMBURG TURNPIKE, 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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4020 Kinross Lakes Parkway
Richfield, Ohio 44286-9000
(330) 659-9102

September 21, 2016

1951 Hamburg Turnpike, LLC
2558 Hamburg Turnpike, Suite 300
Buffalo, NY 14218

Re: Tecumseh Phase III Business Park, 2303 Hamburg Turnpike, Lackawanna, NY
Site III-4 (C915199D)
Access Permission

Gentlemen:

Tecumseh Redevelopment, Inc. is the owner of the above-referenced Site and acknowledges 1951 Hamburg Turnpike, LLC as an additional applicant to the existing Brownfield Cleanup Agreement (BCA) for redevelopment of the Site under the NY State Brownfield Cleanup Program (BCP).

Tecumseh Redevelopment, Inc. authorizes 1951 Hamburg Turnpike, LLC and its designated contractors and consultants unlimited access to the Site to perform the required remedial and other work related to and necessary to secure a Certificate of Completion and place an environmental easement on the Site, provided all activities are completed in accordance with the existing BCA.

Please contact me if you have questions or require additional information.

Sincerely,
Tecumseh Redevelopment, Inc.



Keith A. Nagel
Vice President, Environmental Affairs & Real Estate

**Supporting Documentation for
Lackawanna Solar Land LLC as Applicant**

Lackawanna Solar Land LLC

Members of Limited Liability Company

Lackawanna Solar Land LLC, a New York limited liability company, is requesting to be added to the Brownfield Cleanup Agreement (BCA) for Site C915199D. The following are members (and owners) of Lackawanna Solar Land LLC:

- BQ Energy, LLC, a New York limited liability company
- JSF Energy, LLC, a Connecticut limited liability company
- Renewable Energy Strategies LLC, a Delaware limited liability company
- 1951 Hamburg Turnpike, LLC, a New York limited liability company

LACKAWANNA SOLAR LAND LLC

**JOINT UNANIMOUS WRITTEN CONSENT
OF THE MEMBERS**

September 23, 2016

The undersigned, being holders of all of the membership interest of **LACKAWANNA SOLAR LAND LLC**, a New York limited corporation (the “Company”), hereby jointly consent to the adoption of the following resolutions without a meeting and direct that this document be filed with the minutes of the Company.

RESOLVED, that Timothy Ryan (an “Authorized Person”) be, and hereby is, authorized, directed, and empowered, acting alone, in the name or on behalf of the Corporation, to execute the Brownfield Cleanup Program (BCP) Application to Amend Brownfield Cleanup Agreement, the BCP Agreement, or any other documents or agreements necessary to enter and participate in the New York State Department of Environmental Conservation’s Brownfield Cleanup Program (Environmental Conservation Law Article 27, Title 14) for property owned or leased by the Company and which is presently identified as Site III-4 Tecumseh Phase III Business Park, Lackawanna, New York; and be it further

RESOLVED, that the Authorized Person is hereby authorized, empowered and directed to take all such action on behalf of the Corporation as they may deem necessary, appropriate or advisable to carry out the intent and purposes of the foregoing resolution; and be it further

RESOLVED, that any acts of any officer of the Corporation and of any persons designated and authorized to act by any such officer of the Corporation, which acts would have been authorized by the foregoing resolutions except that such acts were taken prior to the adoption of such resolutions, are hereby severally ratified, confirmed, approved and adopted as acts of the Corporation.

This Consent may be executed in various counterpart copies, and by facsimile, each of which shall be deemed an original but all of which together shall constitute one and the same instrument.

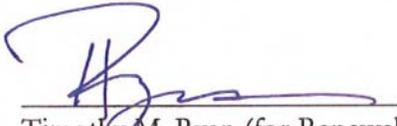
IN WITNESS WHEREOF, the undersigned have executed this Joint Unanimous Written Consent as of the date set forth above.



Paul F. Curran (for BQ Energy, LLC)



James S. Falsetti (for JSF Energy, LLC)



Timothy M. Ryan (for Renewable Strategies LLC)



Michael A. Lesakowski (for 1951 Hamburg Turnpike, LLC)

NYS Department of State

Division of Corporations

Entity Information

The information contained in this database is current through August 25, 2016.

Selected Entity Name: LACKAWANNA SOLAR LAND LLC

Selected Entity Status Information

Current Entity Name: LACKAWANNA SOLAR LAND LLC

DOS ID #: 4904006

Initial DOS Filing Date: FEBRUARY 29, 2016

County: DUTCHESS

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 LIMITED LIABILITY COMPANY

47 S. HAMILTON ST

POUGHKEEPSIE, NEW YORK, 12601

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
FEB 29, 2016	Actual	LACKAWANNA SOLAR LAND LLC

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4020 Kinross Lakes Parkway
Richfield, Ohio 44286-9000
(330) 659-9102

September 21, 2016

Lackawanna Solar Land LLC
Steel Sun 2 LLC
47 S. Hamilton Street
Poughkeepsie, NY 12601

Re: Tecumseh Phase III Business Park, 2303 Hamburg Turnpike, Lackawanna, NY
Sites III-2, III-3, III-4, and III-9 (C915199B, C, D, and I)
Access Permission

Gentlemen:

Tecumseh Redevelopment, Inc. is the owner of the above-referenced Sites and acknowledges Lackawanna Solar Land LLC and Steel Sun 2 LLC as additional applicants to the existing Brownfield Cleanup Agreements (BCAs) for redevelopment of the Sites under the NY State Brownfield Cleanup Program (BCP).

Tecumseh Redevelopment, Inc. authorizes Lackawanna Solar Land LLC and Steel Sun 2 LLC and their designated contractors and consultants unlimited access to the Sites to perform the required remedial and other work related to and necessary to secure Certificates of Completion and place environmental easements on the Sites, provided all activities are completed in accordance with the existing BCAs.

Please contact me if you have questions or require additional information.

Sincerely,

Tecumseh Redevelopment, Inc.



Keith A. Nagel
Vice President, Environmental Affairs & Real Estate

**Supporting Documentation for
Steel Sun 2 LLC as Applicant**

Members of Limited Liability Company

Steel Sun 2 LLC, a New York limited liability company, is requesting to be added to the Brownfield Cleanup Agreement (BCA) for Site C915199D. The following are members (and owners) of Steel Sun 2 LLC:

- BQ Energy, LLC, a New York limited liability company
- JSF Energy, LLC, a Connecticut limited liability company
- Renewable Energy Strategies LLC, a Delaware limited liability company
- 1951 Hamburg Turnpike, LLC, a New York limited liability company

STEEL SUN 2 LLC

**JOINT UNANIMOUS WRITTEN CONSENT
OF THE MEMBERS**

September 23, 2016

The undersigned, being holders of all of the membership interest of **STEEL SUN 2 LLC**, a New York limited corporation (the “Company”), hereby jointly consent to the adoption of the following resolutions without a meeting and direct that this document be filed with the minutes of the Company.

RESOLVED, that Timothy Ryan (an “Authorized Person”) be, and hereby is, authorized, directed, and empowered, acting alone, in the name or on behalf of the Corporation, to execute the Brownfield Cleanup Program (BCP) Application to Amend Brownfield Cleanup Agreement, the BCP Agreement, or any other documents or agreements necessary to enter and participate in the New York State Department of Environmental Conservation’s Brownfield Cleanup Program (Environmental Conservation Law Article 27, Title 14) for property owned or leased by the Company and which is presently identified as Site III-4 Tecumseh Phase III Business Park, Lackawanna, New York; and be it further

RESOLVED, that the Authorized Person is hereby authorized, empowered and directed to take all such action on behalf of the Corporation as they may deem necessary, appropriate or advisable to carry out the intent and purposes of the foregoing resolution; and be it further

RESOLVED, that any acts of any officer of the Corporation and of any persons designated and authorized to act by any such officer of the Corporation, which acts would have been authorized by the foregoing resolutions except that such acts were taken prior to the adoption of such resolutions, are hereby severally ratified, confirmed, approved and adopted as acts of the Corporation.

This Consent may be executed in various counterpart copies, and by facsimile, each of which shall be deemed an original but all of which together shall constitute one and the same instrument.

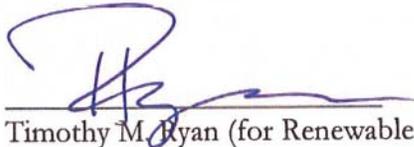
IN WITNESS WHEREOF, the undersigned have executed this Joint Unanimous Written Consent as of the date set forth above.



Paul F. Curran (for BQ Energy, LLC)



James S. Falsetti (for JSF Energy, LLC)



Timothy M. Ryan (for Renewable Strategies LLC)



Michael A. Lesakowski (for 1951 Hamburg Turnpike, LLC)

NYS Department of State

Division of Corporations

Entity Information

The information contained in this database is current through August 25, 2016.

Selected Entity Name: STEEL SUN 2 LLC

Selected Entity Status Information

Current Entity Name: STEEL SUN 2 LLC

DOS ID #: 4693421

Initial DOS Filing Date: JANUARY 13, 2015

County: DUTCHESS

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 LIMITED LIABILITY COMPANY

47 S HAMILTON ST.

POUGHKEEPSIE, NEW YORK, 12601

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
JAN 13, 2015	Actual	STEEL SUN 2 LLC

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4020 Kinross Lakes Parkway
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(330) 659-9102

September 21, 2016

Lackawanna Solar Land LLC
Steel Sun 2 LLC
47 S. Hamilton Street
Poughkeepsie, NY 12601

Re: Tecumseh Phase III Business Park, 2303 Hamburg Turnpike, Lackawanna, NY
Sites III-2, III-3, III-4, and III-9 (C915199B, C, D, and I)
Access Permission

Gentlemen:

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Tecumseh Redevelopment, Inc. authorizes Lackawanna Solar Land LLC and Steel Sun 2 LLC and their designated contractors and consultants unlimited access to the Sites to perform the required remedial and other work related to and necessary to secure Certificates of Completion and place environmental easements on the Sites, provided all activities are completed in accordance with the existing BCAs.

Please contact me if you have questions or require additional information.

Sincerely,

Tecumseh Redevelopment, Inc.



Keith A. Nagel
Vice President, Environmental Affairs & Real Estate