

August 11, 2014

Ms. Kelly Lewandowski, P.E.
Chief, Site Control Section
New York State Department of Environmental Conservation
Division of Environmental Remediation
625 Broadway
Albany, New York 12233-7020

**Re: Brownfield Cleanup Program (BCP)
Application to Amend and Amendment
Site III-5 Tecumseh Phase III Business Park (C915199E)
Site III-6 Tecumseh Phase III Business Park (C915199F)**

Dear Ms. Lewandowski:

Benchmark Environmental Engineering and Science, PLLC has prepared the enclosed "Brownfield Cleanup Program (BCP) Application to Amend and Amendment" packages for the above-referenced Sites on behalf of our client, Steel Sun, LLC. The applications are being submitted to request the addition of Steel Sun, LLC to the Brownfield Cleanup Agreements for Sites C915199E and C915199F; no other changes are requested.

Enclosed for your review are the complete application packages for both Sites, as well as electronic copies on CD in Portable Document Format (PDF). Specifically, each package includes:

- An executed original application, signed by the current applicant (Tecumseh Redevelopment, Inc.) and the new applicant (Steel Sun, LLC).
- A corporate resolution authorizing the identified member of Steel Sun, LLC to execute the Applications on behalf of the LLC.
- A print out of the NYS Department of State's Corporation & Business Entity Database documenting that Steel Sun, LLC is authorized to do business in NY.
- Access authorization to the Sites granted by Tecumseh Redevelopment, Inc. to Steel Sun, LLC.

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**2558 Hamburg Turnpike, Suite 300 | Buffalo, NY 14218
phone: (716) 856-0599 | fax: (716) 856-0583**

A second copy of the complete application package has been transmitted to Mr. Maurice Moore in the NYSDEC's Region 9 office.

Please do not hesitate to contact us with any questions.

Sincerely,
Benchmark Environmental Engineering & Science, PLLC

A handwritten signature in blue ink, appearing to read 'Tom Forbes', is positioned above the printed name.

Thomas H. Forbes, P.E.
Principal Engineer

Enc.

c: M. Moore (NYSDEC, Region 9)
P. Curran (Steel Sun, LLC)
T. Ryan (Steel Sun, LLC)
J. Falsetti (Steel Sun, LLC)



NEW YORK STATE
DEPARTMENT OF ENVIRONMENTAL CONSERVATION

BROWNFIELD CLEANUP PROGRAM (BCP)
APPLICATION TO AMEND AND AMENDMENT



PART I. BROWNFIELD CLEANUP 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

an 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), please also submit a Change of Use form.

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*]

☐ Other (explain in detail below)

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

This amendment adds Steel Sun, LLC to the Brownfield Cleanup Agreement.

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

04/2014

Section I. Existing Application Information		
BCP SITE NAME: Site III-6 Tecumseh Phase III Business Park		BCP SITE NUMBER: C915199F
NAME OF CURRENT APPLICANT(S): Tecumseh Redevelopment, Inc.		
INDEX NUMBER OF EXISTING AGREEMENT: B9-0696-05-06 (C)		DATE OF EXISTING AGREEMENT: March 14, 2007
Section II. New Requestor Information (if no change to Current Applicant, skip to Section V)		
NAME Steel Sun, LLC		
ADDRESS 47 S. Hamilton Street		
CITY/TOWN Poughkeepsie		ZIP CODE 12601
PHONE 845-473-0300	FAX	E-MAIL paul.curran@bqenergy.com
Is the requestor authorized to conduct business in New York State (NYS)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <small>-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.</small>		
NAME OF NEW REQUESTOR'S REPRESENTATIVE Timothy M. Ryan		
ADDRESS 47 S. Hamilton Street		
CITY/TOWN Poughkeepsie, NY		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		
ADDRESS 2558 Hamburg Turnpike		
CITY/TOWN Buffalo, NY		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, NY		ZIP CODE 14203-2887
PHONE 716-847-5473	FAX 716-852-6100	E-MAIL DFlynn@phillipslytle.com
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:		
<div style="display: flex; justify-content: space-between;"> <div style="width: 45%;"> <input type="checkbox"/> 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. </div> <div style="width: 45%;"> <input checked="" type="checkbox"/> 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. 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. </div> </div>		

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

Requestor's Relationship to Property (check one):

☐ Prior Owner ☐ Current Owner ☐ Potential /Future Purchaser Other Tenant

If 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)

Requester must submit proof that the party signing this Application and Amendment has the authority to bind the Requester. 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.

Describe Requestor's Relationship to Existing Applicant:

Lessee**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)

ADDRESS

CITY/TOWN

ZIP CODE

PHONE

FAX

E-MAIL

OPERATOR'S NAME (if different from requestor or 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? | <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 27-1407.9(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? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |

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 a standard application depending on the size and nature of addition – 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.

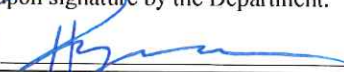
PART II. BROWNFIELD CLEANUP PROGRAM AMENDMENT

Existing Agreement Information	
BCP SITE NAME: Site III-6 Tecumseh Phase III Business Park	BCP SITE NUMBER: C915199F
NAME OF CURRENT APPLICANT(S): Tecumseh Redevelopment, Inc.	
INDEX NUMBER OF EXISTING AGREEMENT: B9-0696-05-06(C)	
EFFECTIVE DATE OF EXISTING AGREEMENT: March 17, 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)	
<p>I acknowledge and agree to the general terms and conditions set forth in DER-32 <i>Brownfield Cleanup Program Applications and Agreements</i>. 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. My signature below constitutes the requisite approval for the amendment to the BCA Application, which will be effective upon signature by the Department.</p>	
Date: _____	Signature: _____ Print Name: _____
(Entity)	
<p style="text-align: center;">Authorized Person of Steel Sun, LLC</p> <p>I hereby affirm that I am (title) of (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 <i>Brownfield Cleanup Program Applications and Agreements</i>. 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. <u>My</u> signature below constitutes the requisite approval for the amendment to the BCA Application, which will be effective upon signature by the Department.</p>	
Date: 08/05/2014	Signature:  Print Name: Timothy M. Ryan

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 and Real Estate, Tecumseh Redevelopment, Inc.

I hereby affirm that I am _____ (title) of _____ (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. 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: Keith A Nagel

REMAINDER OF THIS AMENDMENT WILL BE COMPLETED SOLELY BY THE DEPARTMENT

Status of Agreement:

<input type="checkbox"/> 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.	<input type="checkbox"/> 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.
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Effective Date of the Original Agreement:

Effective Date of the Amendment:

Signature by the Department:

DATED:

NEW YORK STATE DEPARTMENT OF
ENVIRONMENTAL CONSERVATION

By:

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



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 information on our regional offices.

FOR DEPARTMENT USE ONLY

BCP SITE T&A CODE: _____

LEAD OFFICE: _____

PROJECT MANAGER: _____

AUTHORIZATION

Authorization for Timothy M. Ryan ("Mr. Ryan") and James S. Falsetti ("Mr. Falsetti") to sign Brownfield Cleanup Agreement

Mr. Ryan and Mr. Falsetti, each a beneficial member of Steel Sun, LLC, a New York limited liability company (the "Company"), are each hereby authorized and empowered to sign a Brownfield Cleanup Agreement ("BCA") with New York State Department of Environmental Conservation ("NYSDEC"), in the name and on behalf of this Company.

Mr. Ryan and Mr. Falsetti are each also authorized to sign BCA any other documents or agreements necessary for the Company 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 any and all property to be leased or purchased by the Company and which is presently identified as a part the Tecumseh Phase I, II or III Business Parks in the City of Lackawanna, New York.

The undersigned hereby certifies that:

1. A resolution authorizing the foregoing was duly adopted by all of the members of Steel Sun, LLC;
2. Said resolution was made in accordance with state law and the Operating Agreement of the Company on August 5, 2014;
3. Said resolution is now in full force and effect without modification or rescission; and
4. I am the duly qualified Manager of the Company.

IN WITNESS WHEREOF, I have executed my name as Manager of the above-named Company this 5th day of August 2014.



Paul F. Curran
Manager
Steel Sun, LLC
August 5, 2014

NYS Department of State

Division of Corporations

Entity Information

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

Selected Entity Name: STEEL SUN, LLC
Selected Entity Status Information
Current Entity Name: STEEL SUN, LLC
DOS ID #: 4421753
Initial DOS Filing Date: JUNE 24, 2013
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)
STEEL SUN, LLC
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
JUN 24, 2013	Actual	STEEL SUN, 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

August 6, 2014

Steel Sun, LLC
47 S. Hamilton Street
Poughkeepsie, NY 12601

Re: Tecumseh Phase III Business Park, 2303 Hamburg Turnpike, Lackawanna, NY
Sites III-5 (C915199E) and III-6 (C915199F)
Access Permission

Gentlemen:

Tecumseh Redevelopment, Inc. is the owner of the above-referenced Phase III Business Park located in Lackawanna, NY and acknowledges Steel Sun, LLC as applicant for 22.58 acres, more or less, comprising Sites III-5 and III-6 within the Phase III Business Park for redevelopment as a solar farm under the NY State Brownfield Cleanup Program (BCP).

Tecumseh Redevelopment, Inc. authorizes Steel Sun, LLC and its designated contractors and consultants unlimited access to the property proposed for the BCP to perform the required mobilization, site clearing, layout and cover placement work related to and necessary to secure a Certificate of Completion.

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

Sincerely,

Tecumseh Redevelopment, Inc.



Keith A. Nagel
Manager Environmental Affairs & Real Estate