



Wayne County Clerk's Office

Recording Page



Receipt Number: 11-10640

Declaration Covenants

Instrument Number: R9128382

Date/Time: 06/06/2011 11:51 AM

First OR: ULTRALIFE CORPORATION

First EE: NO GRANTEE

Town: ARCADIA TOWN OF

Town: NEWARK VILLAGE

Pages: 6

Employee Id: md

Serial Number:

Transfer Tax Number:

-FEES-

Recording and Filing

\$70.00

Transfer Tax

\$0.00

Basic Tax

Local Tax

Additional Tax

Special Tax

Withheld

Total

\$70.00

-MORTGAGE TAX-

\$0.00

Amount Taxed

-TRANSFER TAX-

Consideration Amount

State of New York

County of Wayne

***** WARNING - This sheet constitutes the Clerks endorsement required by Section 319 of the Real Property Law of the State of New York.**

Wayne County Clerk

*****DO NOT DETACH***
THIS IS NOT A BILL**

DECLARATION of COVENANTS and RESTRICTIONS

THIS COVENANT is made the 24th day of May, 2011 by Ultralife Corporation (formerly known as Ultralife Batteries, Inc. and hereinafter "Ultralife"), a corporation organized and existing under the laws of the State of Delaware and having an office for the transaction of business at 2000 Technology Parkway (formerly 1350 Route 88 South), Newark, New York 14513.

WHEREAS, Ultralife owns a parcel of real property at 1350 Route 88 South (new address 2000 Technology Parkway) in the Village of Newark, County of Wayne, State of New York, Tax ID Map 14 Parcel 499340 (formerly Tax Map Parcel No. 36110-14-423352.3) (the "Property"), which Property was conveyed by the Wayne County Industrial Development Agency to Ultralife Batteries, Inc. (now known as Ultralife Corporation) by deed dated February 14, 2008 and recorded in the Wayne County Clerk's Office as electronic instrument number R9093873; and

WHEREAS, a portion of the Property is the subject of Voluntary Cleanup Program Agreement No. B8-0537-98-08 ("Voluntary Agreement"), dated January 8, 2001, executed by Ultralife Batteries, Inc. as part of the New York State Department of Environmental Conservation's (the "Department") Voluntary Cleanup Program; the Property and the Voluntary Cleanup Program Site (the "VCP Site") are more particularly described on the survey attached to this Declaration in Appendix "A"; and

WHEREAS, the Department approved a remedy for the VCP Site which is protective of public health and the environment for the Contemplated Use as defined in the Voluntary Agreement and such remedy requires that the Property be subject to certain restrictive covenants.

NOW, THEREFORE, Ultralife, for itself and its successors and/or assigns, covenants that:

First, the VCP Site subject to this Declaration of Covenants and Restrictions is as shown on the survey attached to this Declaration as Appendix "A" ("VCP Site" is identified on the survey) and made a part hereof.

Second, unless prior written approval is first obtained from the Department or, if the Department shall no longer exist, any New York State agency or agencies subsequently created to protect the environment of the State and the health of the State's citizens, hereinafter referred to as "the Relevant Agency", any future construction, use or occupancy at the VCP Site which involves disturbance or excavation below the top two feet of the soil cover system, must be conducted in accordance with the Department approved Site Management Plan (described below).

Third, unless the owner first obtains permission to discontinue such controls from the Department or Relevant Agency, the owner of the VCP Site shall continue in full force and

effect this deed restriction, and the engineering controls required for the remedy, and shall comply with the Department approved Site Management Plan ("SMP") (and modifications as approved by the Department or Relevant Agency) which describes the engineering controls required. The SMP is incorporated into this Declaration and made enforceable hereto.

An up-to-date version of the SMP may be obtained from:

Regional Remediation Engineer: or
Region 8
NYS DEC
6274 East Avon-Lima Road
East Avon, NY 14414

Site Control Section
Division of Environmental Remediation
NYS DEC
625 Broadway
Albany, NY 12233

Fourth, the owner of the VCP Site is permitted to use the VCP Site for commercial or industrial purposes but shall be prohibited from using the VCP Site for other purposes without the express written waiver of such prohibition by the Department or Relevant Agency.

Fifth, the owner of the VCP Site shall prohibit the use of the groundwater underlying the VCP Site without treatment rendering it safe for drinking water or industrial purposes, as appropriate, unless the user first obtains permission to do so from the Department or Relevant Agency.

Sixth, the owner of the VCP Site shall allow the Department, its agents, employees, or other representatives of the State to enter and inspect the VCP Site in a reasonable manner and at reasonable times to assure compliance with the above-stated restrictions.

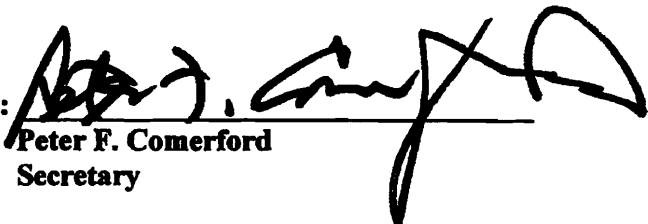
Seventh, the owner of the VCP Site shall submit to the Department an annual written statement by an expert the Department finds acceptable certifying that the controls at the VCP Site are unchanged from the previous certification, or that any changes to the controls were approved by the Department or the Relevant Agency, and that nothing has occurred that would impair the ability of such controls to protect the public health or the environment.

Eighth, this Declaration is and shall be deemed a covenant that shall run with the land and shall be binding upon all future owners of the VCP Site, and shall provide that the owner and its successors and assigns consent to enforcement by the Department or Relevant Agency of the prohibitions and restrictions required to be recorded, and hereby covenant not to contest the authority of the Relevant Agency to seek enforcement.

Ninth, any deed of conveyance of the VCP Site, or any portion thereof, shall recite, unless the Department or Relevant Agency has consented to the termination of such covenants and restrictions, that said conveyance is subject to this Declaration of Covenants and Restrictions.

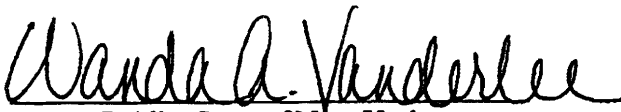
IN WITNESS WHEREOF, the undersigned has executed this instrument the day written below.

Ultralife Corporation

By: 
Peter F. Comerford
Secretary

STATE OF NEW YORK)
) ss:
COUNTY OF WAYNE)

On the 24th day of May, in the year 2011, before me the undersigned, personally appeared Peter F. Comerford, 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

WANDA A. VANDERLEE
Notary Public in the State of New York
Wayne County
Commission Expires December 15, 2014

1/20/2011 9:33:09 AM SFIDE



Signature _____

DATE: _____

TIME: _____

BY: _____

1350 ROUTE 88 SOUTH
NEWARK, NEW YORK

300 STATE ST NW
ROCHESTER, NY 14614
P: (585) 454-6110
F: (585) 454-3036

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