

MADISON COUNTY INDUSTRIAL DEVELOPMENT AGENCY

APPLICATION FOR SALE/LEASEBACK TRANSACTION

IMPORTANT NOTICE: The answers to the questions contained in this application are necessary to determine your firm's eligibility for tax exemptions and other assistance from Madison County Industrial Development Agency. These answers will also be used in the preparation of papers in this transaction. Accordingly, all questions should be answered accurately and completely by an officer or other employee of your firm who is thoroughly familiar with the business and affairs of your firm and who is also thoroughly familiar with the proposed project. This application is subject to acceptance by the Agency.

TO: MADISON COUNTY INDUSTRIAL DEVELOPMENT AGENCY
Madison County Center for Economic Development
3215 Seneca Turnpike
Canastota, New York 13032
Attention: Chairman

This application by applicant respectfully states:

APPLICANT: All Seasonings Ingredients, Inc.
APPLICANT'S STREET ADDRESS: 1043 Freedom Drive
CITY: Oneida STATE: NY PHONE NO.: 315-361-1066

NAME OF PERSON(S) AUTHORIZED TO SPEAK FOR APPLICANT WITH RESPECT TO THIS APPLICATION: Brendan J. Farnach, C.E.O.

IF APPLICANT IS REPRESENTED BY AN ATTORNEY, COMPLETE THE FOLLOWING:

NAME OF FIRM: N/A
NAME OF ATTORNEY: _____
ATTORNEY'S STREET ADDRESS: _____
CITY: _____ STATE: _____ PHONE NO.: _____

NOTE: PLEASE READ THE INSTRUCTIONS ON PAGE 2 BEFORE FILLING OUT THIS APPLICATION.

INSTRUCTIONS

1. The Agency will not approve any application unless, in the judgment of the Agency, said application contains sufficient information upon which to base a decision whether to approve or tentatively approve an action.
2. Fill in all blanks, using "none" or "not applicable" or "N/A" where the question is not appropriate to the project which is the subject of this application (the "Project").
3. If an estimate is given as the answer to a question, put "(est)" after the figure or answer which is estimated.
4. If more space is needed to answer any specific question, attach a separate sheet.
5. When completed, return two (2) copies of this application to the Agency at the address indicated on the first page of this application.
6. The Agency will not give final approval to this application until the Agency receives a completed environmental assessment form concerning the Project which is the subject of this application.
7. Please note that Article 6 of the Public Officers Law declares that all records in the possession of the Agency (with certain limited exceptions) are open to public inspection and copying. If the applicant feels that there are elements of the Project which are in the nature of trade secrets or information, the nature of which is such that if disclosed to the public or otherwise widely disseminated would cause substantial injury to the applicant's competitive position, the applicant may identify such elements in writing and request that such elements be kept confidential in accordance with Article 6 of the Public Officers Law.
8. The applicant will be required to pay to the Agency all actual costs incurred in connection with this application and the Project contemplated herein. The applicant will also be expected to pay all costs incurred by general counsel and special counsel to the Agency.
9. The Agency has established an application fee of Two Hundred Fifty Dollars (\$250) to cover the anticipated costs of the Agency in processing this application. A check or money order made payable to the Agency must accompany each application. THIS APPLICATION WILL NOT BE ACCEPTED BY THE AGENCY UNLESS ACCOMPANIED BY THE APPLICATION FEE.
10. The Agency has established a project fee for each project in which the Agency participates. UNLESS THE AGENCY AGREES IN WRITING TO THE CONTRARY, THIS PROJECT FEE IS REQUIRED TO BE PAID BY THE APPLICANT AT OR PRIOR TO THE GRANTING OF ANY FINANCIAL ASSISTANCE BY THE AGENCY.

FOR AGENCY USE ONLY

1. Project Number	
2. Date application Received by Agency	March 23 . 2019
3. Date application referred to attorney for review	March 25 . 2019
4. Date copy of application mailed to members	March 25 . 2019
5. Date notice of Agency meeting on application posted	. 20
6. Date notice of Agency meeting on application mailed	. 20
7. Date of Agency meeting on application	March 28 . 2019
8. Date Agency conditionally approved application	. 20
9. Date scheduled for public hearing	. 20
10. Date Environmental Assessment Form ("EAF") received	. 20
11. Date Agency completed environmental review	. 20
12. Date of final approval of application	. 20

I. INFORMATION CONCERNING THE PROPOSED OCCUPANT OF THE PROJECT (HEREINAFTER, THE "COMPANY").

A. Identity of Company:

1. Company Name: All Seasonings Ingredients, Inc.
 Present Address: 1043 Freedom Drive, Oneida, NY
 Zip Code: 13421
 Employer's ID No.: 16-1597209

2. If the Company differs from the Applicant, give details of relationship: N/A

3. Indicate type of business organization of Company: packer and wholesale distributor of spices and food ingredients
 a. Corporation. If so, incorporated in what country? USA; What State? New York; Date Incorporated February 22, 2001; Type of Corporation? "S" Corporation; Authorized to do business in New York? Yes X; No .

b. Partnership. If so, indicate type of partnership ; Number of general partners ; Number of limited partners .

c. Sole proprietorship.

4. Is the Company a subsidiary or direct or indirect affiliate of any other organization(s)? If so, indicate name of related organization(s) and relationship: N/A

B. Management of Company:

1. List all owners, officers, directors and partners (complete all columns for each person):

NAME AND HOME ADDRESS	OFFICE HELD	OTHER PRINCIPAL BUSINESS
See Attached		

2. Is the Company or management of the Company now a plaintiff or a defendant in any civil or criminal litigation? Yes ___; No x.

3. Has any person listed above ever been convicted of a criminal offense (other than a minor traffic violation)? Yes ___; No ___.

4. Has any person listed above or any concern with whom such person has been connected ever been in receivership or been adjudicated a bankrupt? Yes ___; No x.

5. If the answer to any of questions 2 through 4 is yes, please, furnish details in a separate attachment.

C. Principal owners of Company:

1. Is Company publicly held? Yes ___; No x. If yes, please list exchanges where stock traded:

2. If no, list all stockholders having a 5% or more interest in the Company:

NAME	ADDRESS	PERCENTAGE OF HOLDING
See Attached		

D. Company's principal bank(s) of account: Bank of Utica, 222 Genesee Street, Utica, NY 13502
NBT Bank, 160 Main Street, Oneida, NY 13421

II. DATA REGARDING PROPOSED PROJECT.

A. Description of the Project: (Please provide a brief narrative description of the Project.)

The All Seasonings Inc. (ASI) Expansion Project proposes 2 phases of work: Phase 1 - the construction of two 16,500 sq ft warehouse buildings across from and adjacent to their headquarters in the Oneida Business Park in order to meet rising demand; and Phase 2 - the expansion of the mezzanine in the production area and the addition of two production lines at headquarters, resulting in the creation of 10 jobs in Central New York. In order to realize opportunities, and increase sales and income within a \$9 billion industry, it's necessary for ASI to expand its manufacturing and employment capability.

B. Location of the Project:

1. Street Address: 1043 Freedom Drive
2. City of Oneida
3. Town of _____
4. Village of _____
5. County of Madison

C. Description of the Project site:

1. Approximate size (in acres or square feet) of the Project site: 33,000 sq ft. Is a map, survey or sketch of the Project site attached? Yes ___; No ___.
2. Are there existing buildings on the Project site? Yes X; No ___.
 - a. If yes, indicate the number of buildings on the site: One. Also, please briefly identify each existing building and indicate the approximate size (in square feet) of each such existing building: ASI headquarters consisting of office, manufacturing and warehouse space totaling approximately 40,000 sq ft
 - b. Are the existing buildings in operation? Yes X; No ___. If yes, describe present use of present buildings: Office, manufacturing and warehouse
 - c. Are the existing buildings abandoned? Yes ___; No X. About to be abandoned? Yes ___; No X. If yes, describe: _____
 - d. Attach photograph of present buildings.
3. Utilities serving the Project site:

Water-Municipal: City of Oneida
Other (describe) _____
Sewer-Municipal: City of Oneida
Other (describe) _____
Electric-Utility: National Grid
Other (describe) _____
Heat-Utility: Natural Gas-National Grid
Other (describe) _____

4. Present legal owner of the Project site: All Seasonings Ingredients, Inc.

a. If the Company owns the Project site, indicate date of purchase: Parcel "B" 9/25/09
_____; purchase price: \$ 17,800. Parcel "E" Date of Purchase 8/5/14
Purchase price \$15,000

b. If Company does not own the Project site, does Company have an option signed with the owner to purchase the Project site? Yes ____; No _____. If yes, indicate date option signed with the owner: _____, ____; and the date the option expires: _____, _____.

c. If the Company does not own the Project site, is there a relationship legally or by common control between the Company and the present owner of the Project site? Yes ____; No _____. If yes, describe: _____

5. a. Zoning District in which the Project site is located: Light Industrial

b. Are there any variances or special permits affecting the Project site? Yes X; No _____. If yes, list below and attach copies of all such variances or special permits:

Conditional permit. Specific use not listed in Light Industrial Zone.

D. Description of Proposed Construction:

1. Does part of the Project consist of the acquisition or construction of a new building or buildings? Yes X; No _____. If yes, indicate number and size of new buildings:

Phase one includes the construction of 2 new metal buildings each approximately 16,500 sq ft. Phase 2 includes the expansion of the existing mezzanine structure in the production area by an additional 45 ft x 60ft.

2. Does part of the Project consist of additions and/or renovations to existing buildings located on the Project site? Yes ____; No X. If yes, indicate the buildings to be expanded or renovated, the size of any expansions and the nature of expansion and/or renovation:

3 Describe the principal uses to be made by the Company of the building or buildings to be acquired, constructed or expanded: Storage of spices and food ingredients.

E. Description of the Equipment:

1. Does a part of the Project consist of the acquisition or installation of machinery, equipment or other personal property (the "Equipment")? Yes ; No . If yes, describe the Equipment: Phase 1) pallet racking for storage. Phase 2) production equipment consisting of: (1) capper; (2) conveyors; (2) metal detectors; (2) check weighers; (2) collection tables; (2) ink jet coders; (2) induction sealers.

Note: the production equipment is exempt from NYS Sales and Use Tax.

2. With respect to the Equipment to be acquired, will any of the Equipment be Equipment which has previously been used? Yes ; No . If yes, please provide detail:

3. Describe the principal uses to be made by the Company of the Equipment to be acquired or installed: Phase 1 will include pallet racking for storage of spices and food ingredients. Phase 2 will include the expansion of the existing mezzanine structure and the purchase of production equipment to add two additional production lines for processing and packaging spices and food ingredints.

F. Project Use:

1. What are the principal products to be produced at the Project? Spices and food food ingredients.

2. What are the principal activities to be conducted at the Project? Phase 1 will be the storage of spices food ingredients. Phase 2 will be the processing and packing spices and food ingredients.

3. Does the Project include facilities or property that are primarily used in making retail sales of goods or services to customers who personally visit such facilities? Yes ; No . If yes, please provide detail: _____

4. If the answer to question 3 is yes, what percentage of the cost of the Project will be expended on such facilities or property primarily used in making retail sales of goods or services to customers who personally visit the Project? N/A %

5. If the answer to question 3 is yes, and the answer to question 4 is more than 33.33%, indicate whether any of the following apply to the Project:

a. Will the Project be operated by a not-for-profit corporation? Yes ___; No X. If yes, please explain: _____

b. Is the Project likely to attract a significant number of visitors from outside the economic development region in which the Project will be located? Yes ___; No X. If yes, please explain: _____

c. Would the Project occupant, but for the contemplated financial assistance from the Agency, locate the related jobs outside the State of New York? Yes ___; No X. If yes, please explain: _____

d. Is the predominant purpose of the Project to make available goods or services which would not, but for the Project, be reasonably accessible to the residents of the city, town, or village within which the Project will be located, because of a lack of reasonably accessible retail trade facilities offering such goods or services? Yes ___; No X. If yes, please provide detail: _____

e. Will the Project be located in one of the following: (i) the City of New York; (ii) an area designed as an economic development zone pursuant to Article 18-B of the General Municipal Law; or (iii) a census tract or block numbering area (or census tract or block numbering area contiguous thereto) which, according to the most recent census data, has (x) a poverty rate of at least 20% for the year in which the data relates, or at least 20% of households receiving public assistance, and (y) an unemployment rate of at least 1.25 times the statewide unemployment rate for the year to which the data relates? Yes ___; No X. If yes, please explain: _____

6. If the answers to any of subdivisions c. through e. of question 5 is yes, will the Project preserve permanent, private sector jobs or increase the overall number of permanent, private sector jobs in the State of New York? Yes X; No _____. If yes, please explain:
All Seasonings Ingredients, Inc. has committed to the Empire State Development Agency the creation of
10 new jobs.

7. Will the completion of the Project result in the removal of a plant or facility of the Company or another proposed occupant of the Project (a "Project Occupant") from one area of the State of New York to another area of the State of New York? Yes ____; No X. If yes, please explain: _____

8. Will the completion of the Project result in the abandonment of one or more plants or facilities of the Company located in the State of New York? Yes ____; No X. If yes, please provide detail: _____

9. If the answer to either question 7 or question 8 is yes, indicate whether any of the following apply to the Project:

a. Is the Project reasonably necessary to preserve the competitive position of the Company or such Project Occupant in its industry? Yes ____; No _____. If yes, please provide detail: _____

b. Is the Project reasonably necessary to discourage the Company or such Project Occupant from removing such other plant or facility to a location outside the State of New York? Yes ____; No _____. If yes, please provide detail: _____

G. Project Status:

1. If the Project includes the acquisition of any land or buildings, have any steps been taken toward acquiring same? Yes ___; No x. If yes, please discuss in detail the approximate stage of such acquisition: _____

2. If the Project includes the acquisition of any Equipment, have any steps been taken toward acquiring same? Yes ___; No x. If yes, please discuss in detail the approximate stage of such acquisition: _____

3. If the Project involves the construction or reconstruction of any building or other improvement, has construction work on any such building or improvement begun? Yes ___; No x. If yes, please discuss in detail the approximate extent of construction and the extent of completion. Indicate in your answer whether such specific steps have been completed as site clearance and preparation; completion of foundations; installation of footings; etc.: _____

4. Please indicate amount of funds expended on the Project by the Company in the past three (3) years and the purposes of such expenditures: \$6,983.00 Engineering feasibility and site plan

5. Please indicate the date the applicant estimates the Project will be completed: 6/30/20

III. INFORMATION CONCERNING LEASES OR SUBLEASES OF THE PROJECT. (PLEASE COMPLETE THE FOLLOWING SECTION IF THE COMPANY INTENDS TO LEASE OR SUBLEASE ANY PORTION OF THE PROJECT).

A. Does the Company intend to lease or sublease more than 10% (by area or fair market value) of the Project? Yes ___; No x. If yes, please complete the following for each existing or proposed tenant or subtenant:

1. Sublessee name: _____
Present Address: _____
City: _____ State: _____ Zip: _____
Employer's ID No.: _____

Sublessee is: ___ Corporation: ___ Partnership: ___ Sole Proprietorship: ___
Relationship to Company: _____
Percentage of Project to be leased or subleased: _____
Use of Project intended by Sublessee: _____
Date of lease or sublease to Sublessee: _____
Term of lease or sublease to Sublessee: _____
Will any portion of the space leased by this sublessee be primarily used in making retail sales of goods or services to customers who personally visit the Project? Yes ___; No ___. If yes, please provide on a separate attachment (a) details and (b) the answers to questions II(F)(4) through (6) with respect to such sublessee.

2. Sublessee name: _____
Present Address: _____
City: _____ State: _____ Zip: _____
Employer's ID No.: _____
Sublessee is: ___ Corporation: ___ Partnership: ___ Sole Proprietorship: ___
Relationship to Company: _____
Percentage of Project to be leased or subleased: _____
Use of Project intended by Sublessee: _____
Date of lease or sublease to Sublessee: _____
Term of lease or sublease to Sublessee: _____
Will any portion of the space leased by this sublessee be primarily used in making retail sales of goods or services to customers who personally visit the Project? Yes ___; No ___. If yes, please provide on a separate attachment (a) details and (b) the answers to questions II(F)(4) through (6) with respect to such sublessee.

3. Sublessee name: _____
Present Address: _____
City: _____ State: _____ Zip: _____
Employer's ID No.: _____
Sublessee is: ___ Corporation: ___ Partnership: ___ Sole Proprietorship: ___
Relationship to Company: _____
Percentage of Project to be leased or subleased: _____
Use of Project intended by Sublessee: _____
Date of lease or sublease to Sublessee: _____
Term of lease or sublease to Sublessee: _____
Will any portion of the space leased by this sublessee be primarily used in making retail sales of goods or services to customers who personally visit the Project? Yes ___; No ___. If yes, please provide on a separate attachment (a) details and (b) the answers to questions II(F)(4) through (6) with respect to such sublessee.

B. What percentage of the space intended to be leased or subleased is now subject to a binding written lease or sublease? N/A

IV. EMPLOYMENT IMPACT.

- A. Indicate the number of people presently employed at the Project site and the **additional** number that will be employed at the Project site at the end of the first and second years after the Project has been completed, using the tables below for (1) employees of the Applicant, (2) independent contractors, and (3) employees of independent contractors. (Do not include construction workers). Also indicate below the number of workers employed at the Project site representing newly created positions as opposed to positions relocated from other project sites of the applicant. Such information regarding relocated positions should also indicate whether such positions are relocated from other project sites financed by obligations previously issued by the Agency.

TYPE OF EMPLOYMENT					
Employees of Applicant					
	Professional or Managerial	Skilled	Semi-Skilled	Un-Skilled	Totals
Present Full Time	16	13	19	12	60
Present Part Time		1		1	2
Present Seasonal				1	1
First Year Full Time		1	1		2
First Year Part Time					
First Year Seasonal					
Second Year Full Time	1		2		3
Second Year Part Time					
Second Year Seasonal					

TYPE OF EMPLOYMENT					
Independent Contractors					
	Professional or Managerial	Skilled	Semi-Skilled	Un-Skilled	Totals
Present Full Time	2				2
Present Part Time	1				1
Present Seasonal					
First Year Full Time					
First Year Part Time					
First Year Seasonal					
Second Year Full Time					
Second Year Part Time					
Second Year Seasonal					

TYPE OF EMPLOYMENT					
Employees of Independent Contractors					
	Professional or Managerial	Skilled	Semi-Skilled	Un-Skilled	Totals
Present Full Time		1		2	3

Present Part Time					
Present Seasonal				1	1
First Year Full Time					
First Year Part Time					
First Year Seasonal				1	1
Second Year Full Time				1	1
Second Year Part Time					
Second Year Seasonal					

B. Indicate below (1) the estimated salary and fringe benefit averages or ranges and (2) the estimated number of employees residing in the Agency's Labor Market Area for all the jobs at the Project site, both retained and created, listed in the tables described in subsection A above for each of the categories of positions listed in the chart below.

RELATED EMPLOYMENT INFORMATION				
	Professional or Managerial	Skilled	Semi-Skilled	Un-Skilled
Estimated Salary and Fringe Benefit Averages or Ranges	\$15.50 - \$149.5 hourly	\$14.00 - \$24.75 hourly	\$12.50 - 17.00 hourly	\$12.00-15.85 hourly
Estimated Number of Employees Residing in the Agency's Labor Market Area ¹	19	15	19	17

C. Please describe the projected timeframe for the creation of any new jobs with respect to the undertaking of the Project:

New job creation will begin 1-2 months after the completion of the Phase 1 warehouses and continue 1-2 months before completion of the Phase 2 installation of production equipment.

D. Please prepare a separate attachment describing in detail the types of employment at the Project site. Such attachment should describe the activities or work performed for each type of employment.

Job Descriptions are attached for :

- 4 Machine Operators Level 2
- 1 Territory Sales Manager
- 4 Material Handlers Level 1
- 1 Quality Control technician

¹ The Agency's Labor Market Area consists of the following counties: Madison, Chenango, Cortland, Oneida, Onondaga, and Otsego.

V. PROJECT COST.

- A. Anticipated Project Costs. State the costs reasonably necessary for the acquisition of the Project site, the construction of the proposed buildings and the acquisition and installation of any machinery and equipment necessary or convenient in connection therewith, and including any utilities, access roads or appurtenant facilities, using the following categories:

<u>Description of Cost</u>		<u>Amount</u>	
Land		\$	
Buildings	Phase 1	\$ 1,721,000	Estimate
	Phase 2	60,000	Estimate
Machinery and equipment costs	Phase 1	\$ 150,000	Estimate
	Phase 2	325,000	Estimate
Utilities, roads and appurtenant costs	Phase 1	\$ 237,000	Estimate
Architects and engineering fees	Phase 1	\$ 42,000	Estimate
Costs of financing		\$ 16,000	Estimate
Construction loan fees and interest (if applicable)		\$ 60,000	Estimate
Other (specify)		\$	
		\$	
		\$	
TOTAL PROJECT COSTS		\$ 2,611,000	Estimate

- B. Anticipated Project Financing Sources. State the sources reasonably necessary for the financing of the Project site, the construction of the proposed buildings and the acquisition and installation of any machinery and equipment necessary or convenient in connection therewith, and including any utilities, access roads or appurtenant facilities, using the following categories:

<u>Description of Sources</u>		<u>Amount</u>	
Private Sector Financing	Phase 1 - Mortgage	\$ 1,505,000	Estimate
	Phase 2 - Equipment Loans	200,000	Estimate
Public Sector			
Federal Programs		\$	
State Programs	Phase 1	\$ 430,000	Estimate
Local Programs		\$	
Applicant Equity	Phase 1	\$ 215,000	Estimate
	Phase 2	85,000	Estimate
Other (specify, e.g., tax credits)			
NYS Sales and Use Tax abatement		\$ 176,000	Estimate
		\$	
		\$	
TOTAL AMOUNT OF PROJECT FINANCING SOURCES		\$ 2,611,000	Estimate

- C. Have any of the above expenditures already been made by the applicant?
 Yes ; No . If yes, indicate particulars.

Engineering fees of \$6,983 have been incurred for feasibility study and site plan drawings.

D. Amount of loan requested: \$ 1,505,000 however, Bank of Utica has committed up to \$1,700,000.

Maturity requested: 15 years.

E. Has a commitment for financing been received as of this application date, and if so, from whom?

Yes ; No . Institution Name: Bank of Utica

Provide name and telephone number of the person we may contact.

Name: Brian Loughlin, Sr. VP Commercial Lending Phone: 315-797-2700

F. The percentage of Project costs to be financed from public sector sources is estimated to equal the following: 17 %

G. The total amount estimated to be borrowed to finance the Project is equal to the following: \$ 1,705,000

VI. FINANCIAL ASSISTANCE EXPECTED FROM THE AGENCY.

A. Tax Benefits.

1. Is the applicant requesting any real property tax exemption in connection with the Project that would not be available to a project that did not involve the Agency? Yes ; No . If yes, is the real property tax exemption being sought consistent with the Agency's Uniform Tax Exemption Policy? Yes ; No .

2. Is the applicant expecting that the financing of the Project will be secured by one or more mortgages? Yes ; No . If yes, what is the approximate amount of financing to be secured by mortgages? \$ 1,505,000.

3. Is the applicant expecting to be appointed agent of the Agency for purposes of avoiding payment of N.Y.S. Sales Tax or Compensating Use Tax? Yes ; No . If yes, what is the approximate amount of purchases which the applicant expects to be exempt from the N.Y.S. Sales and Compensating Use Taxes? \$ \$1,110,000.

4. What is the estimated value of each type of tax-exemption being sought in connection with the Project? Please detail the type of tax-exemption and value of each exemption.

a.	N.Y.S. Sales and Compensating Use Taxes:	\$ <u>88,800</u>	Estimate
b.	Mortgage Recording Taxes:	\$ <u>16,000</u>	Estimate
c.	Real Property Tax Exemptions:	\$ <u>285,938</u>	Estimate

d. Other (please specify):

_____ \$ _____
_____ \$ _____

5. Are any of the tax-exemptions being sought in connection with the Project inconsistent with the Agency's Uniform Tax-exemption Policy? Yes ___; No X. If yes, please explain how the request of the applicant differs from the Agency's Uniform Tax-Exemption Policy: _____

B. Project Cost/Benefit Information. Complete the attached Cost/Benefit Analysis so that the Agency can perform a cost/benefit analysis of undertaking the Project. Such information should consist of a list and detailed description of the benefits of the Agency undertaking the Project (e.g., number of jobs created, types of jobs created, economic development in the area, etc.). Such information should also consist of a list and detailed description of the costs of the Agency undertaking the Project (e.g., tax revenues lost, buildings abandoned, etc.).

VII. REPRESENTATIONS BY THE APPLICANT. The applicant understands and agrees with the Agency as follows:

A. Job Listings. In accordance with Section 858-b(2) of the New York General Municipal Law, the applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, new employment opportunities created as a result of the Project will be listed with the New York State Department of Labor Community Services Division (the "DOL") and with the administrative entity (collectively with the DOL, the "JTPA Entities") of the service delivery area created by the federal job training partnership act (Public Law 97-300) ("JTPA"), as replaced by the Workforce Investment Act of 1998 (Public Law 105-220), in which the Project is located.

B. First Consideration for Employment: In accordance with Section 858-b(2) of the New York General Municipal Law, the applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, where practicable, the applicant will first consider persons eligible to participate in JTPA programs who shall be referred by the JTPA Entities for new employment opportunities created as a result of the Project.

C. Annual Sales Tax Filings: In accordance with Section 874(8) of the New York General Municipal Law, the applicant understands and agrees that, if the Project receives any sales tax exemptions as part of the Financial Assistance from the Agency, in accordance with Section 874(8) of the General Municipal Law, the applicant agrees to file, or cause to be filed, with the New York State Department of Taxation and Finance, the annual form prescribed by the Department of Taxation

and Finance, describing the value of all sales tax exemptions claimed by the applicant and all consultants or subcontractors retained by the applicant.

D. Annual Employment Reports: The applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, the applicant agrees to file, or cause to be filed, with the Agency, on an annual basis, reports regarding the number of people employed at the project site.

E. Representation of Financial Information. Neither this Application nor any other agreement, document, certificate, project financials, or written statement furnished to the Agency or by or on behalf of the applicant in connection with the project contemplated by this Application contains any untrue statement of a material fact or omits to state a material fact necessary in order to make the statements contained herein or therein not misleading. There is no fact within the special knowledge of any of the officers of the applicant which has not been disclosed herein or in writing by them to the Agency and which materially adversely affects or in the future in their opinion may, insofar as they can now reasonably foresee, materially adversely affect the business, properties, assets or condition, financial or otherwise, of the applicant.

F. Agency Financial Assistance Required for Project. The Project would not be undertaken but for the Financial Assistance provided by the Agency or, if the Project could be undertaken without the Financial Assistance provided by the Agency, then the Project should be undertaken by the Agency for the following reasons:

G. Compliance with Article 18-A of the General Municipal Law: The Project, as of the date of this Application, is in substantial compliance with all provisions of article 18-A of the General Municipal including, but not limited to, the provisions of Section 859-a and subdivision one of Section 862; and the provisions of subdivision one of Section 862 of the General Municipal Law will not be violated if Financial Assistance is provided for the Project.

H. Compliance with Federal, State, and Local Laws. The applicant is in substantial compliance with applicable local, state, and federal tax, worker protection, and environmental laws, rules, and regulations.

I. False or Misleading Information. The applicant understands that the submission of any knowingly false or knowingly misleading information may lead to the immediate termination of any Financial Assistance and the reimbursement of an amount equal to all or part of any tax exemptions claimed by reason of Agency involvement in the Project.

J. Absence of Conflicts of Interest. The applicant acknowledges that the members, officers, and employees of the Agency are listed on the Agency's website. No member, officer or employee of the Agency has an interest, whether direct or indirect, in any transaction contemplated by this Application, except as hereinafter described:

K. Uniform Agency Project Agreement. The applicant agrees to enter into a project benefits agreement with the Agency where the applicant agrees that (1) the amount of Financial Assistance to be received shall be contingent upon, and shall bear a direct relationship to the success or lack of success of such project in delivering certain described public benefits (the "Public Benefits") and (2) the Agency will be entitled to recapture some or all of the Financial Assistance granted to the applicant if the project is unsuccessful in whole or in part in delivering the promised Public Benefits.

L. Additional Information. Additional information regarding the requirements noted in this Application and other requirements of the Agency is included the Agency's Policy Manual which can be accessed at <http://madisoncountyyida.com/>

I affirm under penalty of perjury that all statements made on this application are true, accurate, and complete to the best of my knowledge.

By: All Seasonings Ingredients, Inc.
Applicant
Title: Brendan J. Farnach
C.E.O.

NOTE: APPLICANT MUST COMPLETE THE APPROPRIATE VERIFICATION APPEARING ON PAGES 21 THROUGH 23 HEREOF BEFORE A NOTARY PUBLIC AND MUST SIGN AND ACKNOWLEDGE THE HOLD HARMLESS AGREEMENT APPEARING ON PAGE 24.

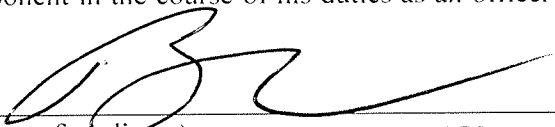
VERIFICATION

(If Applicant is a Corporation)

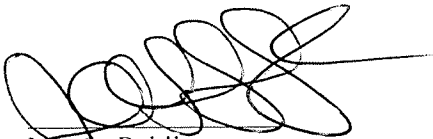
STATE OF New York)
)SS.:
COUNTY OF Madison)

Brendan J. Farnach deposes and says that he is the
(Name of officer of applicant)
C.E.O. of All Seasonings Ingredients, Inc.
(Title) (Company Name)

the corporation named in the attached application; that he has read the foregoing application and knows the contents thereof; and that the same is true and complete and accurate to the best of his knowledge. Deponent further says that the reason this verification is made by the deponent and not by said Company is because the said Company is a corporation. The grounds of deponent's belief relative to all matters in the said application which are not stated upon his own personal knowledge are investigations which deponent has caused to be made concerning the subject matter of this application as well as information acquired by deponent in the course of his duties as an officer of and from the books and papers of said corporation.


(officer of applicant) Brendan J, Farnach, CEO

Sworn to before me this
22nd day of March, 2019


Notary Public

JONI L. HARRINGTON, NOTARY PUBLIC
STATE OF NEW YORK
01HAG00517
APPOINTED IN MADISON COUNTY, NY COMMISSION
EXPIRES DEC. 15, 2021

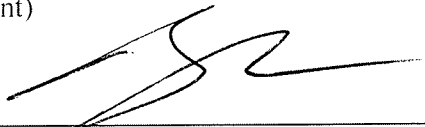
HOLD HARMLESS AGREEMENT

Applicant hereby releases Madison County Industrial Development Agency and the members, officers, servants, agents and employees thereof (hereinafter collectively referred to as the "Agency") from, agrees that the Agency shall not be liable for and agrees to indemnify, defend and hold the Agency harmless from and against any and all liability arising from or expense incurred by (A) the Agency's examination and processing of, and action pursuant to or upon, the attached Application, regardless of whether or not the application or the Project described therein or the tax exemptions and other assistance requested therein are favorably acted upon by the Agency, (B) the Agency's acquisition, construction and/or installation of the Project described therein and (C) any further action taken by the Agency with respect to the Project; including without limiting the generality of the foregoing, all causes of action and attorneys' fees and any other expenses incurred in defending any suits or actions which may arise as a result of any of the foregoing. If, for any reason, the Applicant fails to conclude or consummate necessary negotiations, or fails, within a reasonable or specified period of time, to take reasonable, proper or requested action, or withdraws, abandons, cancels or neglects the Application, or if the Agency or the Applicant are unable to reach final agreement with respect to the Project, then, and in that event, upon presentation of an invoice itemizing the same, the Applicant shall pay to the Agency, its agents or assigns, all actual costs incurred by the Agency in the processing of the Application, including attorneys' fees, if any.


All Seasonings Ingredients, Inc.

(Applicant)

BY:


Brendan J, Farnach, CEO

Sworn to before me this
19th day of March, 2019


Notary Public

JONI L. HARRINGTON, NOTARY PUBLIC
STATE OF NEW YORK
01HAG000517
APPOINTED IN MADISON COUNTY, NY COMMISSION
EXPIRES DEC. 15, 2021

TO: Project Applicants
 FROM: Madison County Industrial Development Agency
 RE: Cost/Benefit Analysis Questionnaire

In order for the Madison County Industrial Development Agency (the "Agency") to prepare a Cost/Benefit Analysis for a proposed project (the "Project"), the Applicant must answer the questions contained in this Project Questionnaire (the "Questionnaire") and complete the attached Schedules. This Questionnaire and the attached Schedule will provide information regarding various aspects of the Project, and the costs and benefits associated therewith.

This Questionnaire must be completed before we can finalize the Cost/Benefit Analysis, please complete this Questionnaire and forward it to us at your earliest convenience.

PROJECT QUESTIONNAIRE

1. Name of Project Beneficiary ("Company"):	All Seasonings Ingredients, Inc.	
2. Brief Identification of the Project:	Construction of 2 additional storage warehouses, the expansion of the existing mezzanine and purchase of production equipment	
3. Estimated Amount of Project Benefits Sought:		
A. Value of Sales Tax Exemption Sought	\$ 88,800	Estimate
B. Value of Real Property Tax Exemption Sought	\$ 285,938	Estimate
C. Value of Mortgage Recording Tax Exemption Sought	\$ 16,000	Estimate

PROJECTED PROJECT INVESTMENT

A. Land-Related Costs			
1. Land acquisition		\$	
2. Site preparation	Phase 1	\$ 125,000	Estimate
3. Landscaping	Phase 1	\$ 12,000	Estimate
4. Utilities and infrastructure development	Phase 1	\$ 50,000	Estimate
5. Access roads and parking development	Phase 1	\$ 50,000	Estimate
6. Other land-related costs (describe)		\$	
B. Building-Related Costs			
1. Acquisition of existing structures		\$	
2. Renovation of existing structures	Phase 2	\$ 60,000	Estimate
3. New construction costs	Phase 1	\$ 1,621,000	Estimate
4. Electrical systems	Phase 1	\$ 30,000	Estimate
5. Heating, ventilation and air conditioning	Phase 1	\$ 30,000	Estimate
6. Plumbing	Phase 1	\$ 20,000	Estimate
7. Other building-related costs (describe)	Finish work Phase 1	\$ 20,000	Estimate

C.	Machinery and Equipment Costs			
1.	Production and process equipment	Phase 2	\$ 285,000	Estimate
2.	Packaging equipment		\$	
3.	Warehousing equipment	Phase 1	\$ 150,000	Estimate
4.	Installation costs for various equipment	Phase 2	\$ 40,000	Estimate
5.	Other equipment-related costs (describe)		\$	
D.	Furniture and Fixture Costs			
1.	Office furniture		\$	
2.	Office equipment		\$	
3.	Computers		\$	
4.	Other furniture-related costs (describe)		\$	
E.	Working Capital Costs			
1.	Operation costs		\$	
2.	Production costs		\$	
3.	Raw materials		\$	
4.	Debt service		\$	
5.	Relocation costs		\$	
6.	Skills training		\$	
7.	Other working capital-related costs (describe)		\$	
F.	Professional Service Costs			
1.	Architecture and engineering	Phase 1	\$ 42,000	Estimate
2.	Accounting/legal		\$	
3.	Other service-related costs (describe)		\$	
G.	Other Costs			
1.	<u>Mortgage Fees</u>	Phase 1	\$ 16,000	Estimate
2.	<u>Construction loan interest</u>	Phase 1	\$ 60,000	Estimate
H.	Summary of Expenditures			
1.	Total Land Related Costs		\$ 237,000	Estimate
2.	Total Building Related Costs	Phase 1	\$ 1,781,000	Estimate
3.	Total Machinery and Equipment Costs	Phase 1 & Phase 2	\$ 475,000	Estimate
4.	Total Furniture and Fixture Costs		\$	
5.	Total Working Capital Costs		\$	
6.	Total Professional Service Costs	Phase 1	\$ 42,000	Estimate
7.	Total Other Costs	Phase 1	\$ 76,000	Estimate

PROJECTED CONSTRUCTION EMPLOYMENT IMPACT

I. Please provide estimates of total construction jobs at the Project:

Year	Construction Jobs (Annual wages and benefits \$40,000 and under)	Construction Jobs (Annual wages and benefits over \$40,000)
Current Year	4	4
Year 1		
Year 2		
Year 3		
Year 4		
Year 5		

II. Please provide estimates of total annual wages and benefits of total construction jobs at the Project:

Year	Total Annual Wages and Benefits	Estimated Additional NYS Income Tax
Current Year	\$ 400,000 _____	\$ 24,000 _____
Year 1	\$ _____	\$ _____
Year 2	\$ _____	\$ _____
Year 3	\$ _____	\$ _____
Year 4	\$ _____	\$ _____
Year 5	\$ _____	\$ _____

PROJECTED PERMANENT EMPLOYMENT IMPACT

I. Please provide estimates of total existing permanent jobs to be preserved or retained as a result of the Project:

Year	Existing Jobs (Annual wages and benefits \$40,000 and under)	Existing Jobs (Annual wages and benefits over \$40,000)
Current Year	39	21
Year 1	37	23
Year 2	36	24
Year 3	35	25
Year 4	34	26
Year 5	32	28

II. Please provide estimates of total new permanent jobs to be created at the Project:

Year	New Jobs (Annual wages and benefits \$40,000 and under)	New Jobs (Annual wages and benefits over \$40,000)
Current Year		
Year 1		
Year 2		2
Year 3	2	1
Year 4	2	1
Year 5	1	1

III. Please provide estimates of total annual wages and benefits of total permanent jobs at the Project:

Year	Total Annual Wages and Benefits	Estimated Additional NYS Income Tax
Current Year	\$ _____	\$ _____
Year 1	\$ _____	\$ _____
Year 2	\$ 89,410	\$ 3,808
Year 3	\$ 169,200	\$ 7,205
Year 4	\$ 117,210	\$ 4,990
Year 5	\$ 78,900	\$ 3,360

IV. Please provide estimates for the following:

A. Estimates of the total number of existing permanent jobs to be preserved or retained as a result of the Project are described in the tables in Section IV of the Application.

60 existing permanent jobs will be preserved or retained.

B. Estimates of the total new permanent jobs to be created by the Project are described in the tables in Section IV of the Application.

10 new jobs will be created .

C. Creation of New Job Skills relating to permanent jobs. Please complete Schedule A.

D. Provide the projected percentage of employment that would be filled by Madison County residents: 80%

1. Provide a brief description of how the project expects to meet this percentage:

The Company will advertise jobs in the local newspaper, attend local job fairs and post job openings through the New York State Job Bank.

PROJECTED OPERATING IMPACT

I. Please provide estimates for the impact of Project operating purchases and sales:

Additional Purchases (1 st year following project completion) The vast majority of purchases will be food product for resale.	\$ 3,000,000	Estimate
Additional Sales Tax Paid on Additional Purchases	\$ 15,000	Estimate
Estimated Additional Sales (1 st full year following project completion)	\$ 5,000,000	Estimate
Estimated Additional Sales Tax to be collected on additional sales (1 st full year following project completion) Sales of food products are not sales taxable	\$ - 0 -	Estimate

II. Please provide estimates for the impact of Project on existing real property taxes and new payments in lieu of taxes (“Pilot Payments”):

Year	Existing Real Property Taxes	New Pilot Payments	Total	
Current Year	35,570	- 0 -	35,570	Estimate
Year 1	35,570	9,531	45,101	Estimate
Year 2	35,570	9,531	45,101	Estimate
Year 3	35,570	9,531	45,101	Estimate
Year 4	35,570	9,531	45,101	Estimate
Year 5	35,570	9,531	45,101	Estimate
Year 6	35,570	19,063	54,633	Estimate
Year 7	35,570	19,063	54,633	Estimate
Year 8	35,570	19,063	54,633	Estimate
Year 9	35,570	19,063	54,633	Estimate
Year 10	35,570	19,063	54,633	Estimate

III. Please provide estimates for the impact of other economic benefits expected to be produced as a result of the Project:

Within 5 years, the payroll for All Seasonings Ingredients, Inc. will be approaching \$3,000,000 with most of the employees living in Madison County.

CERTIFICATION

I certify that I have prepared the responses provided in this Questionnaire and that, to the best of my knowledge, such responses are true, correct, and complete.

I understand that the foregoing information and attached documentation will be relied upon, and constitute inducement for, the Agency in providing financial assistance to the Project. I certify that I am familiar with the Project and am authorized by the Company to provide the foregoing information, and such information is true and complete to the best of my knowledge. I further agree that I will advise the Agency of any changes in such information, and will answer any further questions regarding the Project prior to the closing.

I affirm under penalty of perjury that all statements made on this application are true, accurate, and complete to the best of my knowledge.

Date Signed: March 22, 2019

Name of Person Completing Project Questionnaire on behalf of the Company.

Name: Steven J. Tornabene

Title: Comptroller

Phone Number: 315-382-8126

Address: 3961 Douglas Heights Dr., Canastota, NY 13032

Signature: *Steven J. Tornabene*

SCHEDULE A

CREATION OF NEW JOB SKILLS

Please list the projected new job skills for the new permanent jobs to be created at the Project as a result of the undertaking of the Project by the Company.

New Job Skills	Number of Positions Created	Range of Salary and Benefits
QC-SQF certification (Safe Quality Foods)	1	Starting at 15.50 / hr + 17.4% benefits
Production- Packaging Mach. Operation	4	Starting at 17.00 / hr + 17.4% benefits
Pickers- Forklift Certification	4	Starting at 18.00 / hr + 17.4% benefits
Sales –Customer Service	1	Starting at 75,000 / annual salary + 17.4 %

SQF & HACCP training for all personnel (series); Company Computer Software training; Safety Training (series); Product knowledge; Machine operation;

Should you need additional space, please attach a separate sheet.