



*COPY*

**APPLICATION FOR TAX EXEMPTION – LEASE TRANSACTIONS**

Date: February 20, 2014

Company Name: Vestal Park, LLC

Address: 300 Plaza Drive, P.O. Box 678

Vestal, New York 13851-0678

Contact Person: Marc Newman Telephone: 607-770-1010

List the name and address of the individual or company to appear on the lease

Name: Vestal Park, LLC

Address: 300 Plaza Drive

P.O. Box 678

Vestal, New York 13851-0678

**BUSINESS INFORMATION**

Date Business was established 1998

Principal Business Activity Retail Shopping Center – Student Housing

Number of Present Employees \* Full-time \_\_\_\_\_ Part-time \_\_\_\_\_

\* The property manager currently employs 5-7 people at the existing student housing facility.

Type of Organization: Corporation  Public  Private  Partnership   
Sole Proprietorship  Limited Liability Company

Name of Affiliates and/or Subsidiaries -Newman Development Group of Deposit, LLC  
Vestal Park Management, Inc.

- University Commons, LLC  
- Metroplex at UP, LLC

<b>COMPANY OFFICERS</b>			
<b>Name</b>	<b>Officers of Vestal Park Management, Inc.</b>	<b>% Ownership</b>	<b>SS #</b>
<b>Marc Newman</b>	<b>President</b>	<b>16 2/3%</b>	<b>To be provided if required</b>
<b>Barry Newman</b>	<b>Vice President</b>	<b>16 2/3%</b>	<b>" "</b>
<b>Ferris Akel</b>	<b>Vice Pres/Treasurer</b>	<b>16 2/3%</b>	<b>" "</b>
<b>Ronald Akel</b>	<b>Vice President</b>	<b>16 2/3%</b>	<b>" "</b>
<b>Howard M. Rittberg</b>	<b>Assistant Secretary</b>	<b>0%</b>	<b>" "</b>

Total amount of tax exempt industrial revenue bonds presently outstanding in the name of the individual(s), company, and any parent, affiliate or subsidiary

None

<b>Legal Counsel</b>
Name: Howard M. Rittberg, Esq.
Address: 450 Plaza Drive
Vestal, NY 13850
Phone: 607-584-5656

<b>Accountant</b>
Name: James J. Lewis, CPA
Address: 92 Hawley Street
Binghamton, NY 13901
Phone: 607-729-9373

**PROJECT DATA**

1. Attach complete narrative description of project including location, proposed product lines and market projections, square feet by usage, type construction, machinery for products, machinery for building, office, parking HVAC, and any items for which bond proceeds will be expended.
2. Attach a photo of the site or existing facility to be improved.
3. Attach copies of preliminary plans or sketches of proposed construction of floor plan of existing facility.
4. Attach environmental assessment form. (See copy of EAF and Negative Declaration by Vestal Town Board and Planning Board.)
5. Are utilities on site or must they be brought in? If so, which ones?

On Site

6. Who presently is legal owner of building or site? Vestal Park, LLC and BCIDA
7. Is there an existing or proposed lease for all or a portion of the project?  
Yes  No  If so, attach copy. - Leases to be negotiated.
8. Is there a purchase option in force or other legal or common control in the project which is described under the bond proposal? If so, detail on attached sheet. No.
9. If Applicant will not occupy 100% of the building in a real estate related transaction, provide a list of all tenants. - Student Residents with individual leases.
10. Is owner or tenant(s) responsible for payment of real property taxes?  
- Ground lease tenant.

### EMPLOYMENT AND TAX INFORMATION

All applicants must answer the following as they pertain to the County in which the project is located. For start up companies or new real estate projects, please provide estimates for #9. If a question is not applicable, answer N/A. **Provide total employment of each tenant in building for multi-tenant properties.**

**IF ALL QUESTIONS ARE NOT ANSWERED, THE APPLICATION CAN NOT BE CONSIDERED.**

1. Project location (county) Broome
2. Current employment in county \* \_\_\_\_\_
3. Projected 1st year new employment in county \* \_\_\_\_\_
4. Projected 3rd year total employment in county \* \_\_\_\_\_
5. Current payroll in county \* \_\_\_\_\_
6. Projected 1st year new payroll in county \* \_\_\_\_\_
7. Projected 3rd year total payroll in county \* \_\_\_\_\_

\* The property manager currently employs 5-7 people at the existing facility. The property manager for the student housing project to be constructed will employ an additional 5-7 people, for a total of 10-14 employees once completed.

8. Current annual real property tax payments made within county (include total of taxes paid to County, Town/ Village/City, School District and any Special District Charges or PILOT Payments) See attached Tax Schedule
9. Additional estimated tax payments (for start-ups/new real estate projects only) - See Proposed Pilot

## PROJECT COSTS

1. Give an accurate estimate of cost or value of all items whose title will be transferred to the Broome County IDA.

	Amount
Land & building (current value or cost if new construction)	\$ 43,902,000
Proposed Additions	\$
Renovations	\$ 1,000,000
Engineering Fees	\$ 2,256,000
Legal & Financial Charges	\$ 3,137,000
Other (specify)	\$ 3,858,000
<b>TOTAL PROJECT COST (OR VALUE)</b>	<b>\$ 54,153,000</b>
Project related costs subject to sales tax	\$ 16,809,000
Total amount of mortgages(s) currently outstanding on property	
Fee Mortgage	\$ 27,000,000
Leasehold Mortgage (UP1)	\$ 39,000,000
Amount of new mortgage(s) required for project	\$ 48,300,000

2. List Financing Sources

Converted loan / Owner Equity

3. Is there a commitment for financing?   No

If so, give name, address and copy of commitment, if available.

Name:
Address:
Phone:

## CERTIFICATION

Marc Newman deposes and says that he is the President of Vestal Park Management, Inc., the manager of Vestal Park, LLC (the "Company") named in the attached application; that he has read the foregoing application and knows the contents thereof; that the same is true to his knowledge.

Deponent further says that the reason for this verification is made by the deponent and not by Vestal Park Management, Inc., as manager of Vestal Park, LLC is that 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 investigation 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.

As an officer of said corporation which is the manager of Vestal Park, LLC (hereinafter referred to as the "applicant") deponent acknowledges and agrees that applicant shall be and is responsible for all costs incurred by the Broome County Industrial Development Agency (hereinafter referred to as the "Agency") in processing the application, in negotiating with the applicant and others, in preparing necessary financing documents, and in taking any other action necessary or appropriate toward the issuance of the lease requested in this application. If, for any reason whatsoever, the applicant fails to conclude or consummate necessary negotiations or fails to act 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 applicant are unable consummate this transaction and execute the lease, then upon presentation of invoice, applicant shall pay to the Agency, its agents, or assignees all actual costs incurred by the Agency with respect to the application, up to that date and time, including fees of general counsel for the Agency.

An origination fee of \$1,000.00 shall, at the time of the execution of this certification, be payable to Broome County Industrial Development Agency. This origination fee is nonrefundable, regardless of whether the lease hereunder fails to close for reasons beyond either your control or the control of the Broome County Industrial Development Agency.

If the lease transaction hereunder closes, then upon the happening of that event, the \$1,000.00 so paid shall be credited to the agency fee hereinafter referred to.

Upon execution of the lease applied for herein, the applicant agrees to pay the Agency a fee in such amount as shall be set by the Agency, not to exceed an amount equal to 1% of the aggregate cost of the project or value of the assets outlines on page 4 of this application.

The applicant acknowledges that the project must at all times be in compliance with all Federal, State and Local statues, ordinances, rules and regulations including, but not limited to, Immigration and Naturalization Laws, Civil Rights Laws, Occupational Health and Safety Administration(OSHA), NYS Labor Law, Workers Compensation Law, Unemployment Insurance Law, and Disability Benefits Insurance Law.

**CERTIFICATION**

The applicant will be required to certify to the Agency quarterly, in such manner as the Agency shall in its discretion require, that the project is full compliance with such statutes, ordinances, rules and regulations. An applicant failing to provide proper and accurate certification as required by the Agency shall be subject to termination of benefits received from, by or through the Agency and may, in the Agency's discretion, be required to reimburse the Agency and/or any effected taxing jurisdictions for benefits received including, but not limited to sales and use tax exemptions, mortgage tax exemptions and real property tax abatements.

The Agency believes that public benefits accruing from the Agency's programs and policies should be used to advance the overall employment and economic opportunities within the Broome County and surrounding areas. This policy is best advanced when companies which benefit from the Agency's programs and policies employ New York State residents in general, and Broome County residents in particular, during the construction phase of any Agency sponsored project.

To the extent practicable, the Agency strongly encourages applicants to employ local labor, contractors and suppliers in the development of projects that benefit from the Agency's assistance and to afford local contractors an opportunity to participate in such projects. The term "local," for purposes of this application, shall be defined to include Broome, Tioga, Chenango, Delaware, Cortland and Tompkins counties. The implementation of this policy will best advance the economic interests of the residents of Broome County.

Vestal Park, LLC  
by Vestal Park Management, Inc.

By [Signature]  
Name: Marc Newman  
Title: President

Notary

Sworn to before me this 3<sup>rd</sup> day of March, 2014.

[Signature]  
(Seal)

HOWARD M. RITTBERG  
Notary Public, State of New York  
No. 4623413  
Residing in Broome County  
My Commission Expires Aug. 31, 2017

**Broome County IDA – Application for Financial Assistance**

**University Commons, LLC (UP-1) and Metroplex at UP, LLC (UP-2)  
Vestal, NY**

**PROJECT DESCRIPTION**

The Metroplex at UP project is part of the existing University Plaza property at 4710 Vestal Parkway on the eastern boundary of the Town of Vestal, in Broome County New York and will comprise two student projects:

**University Plaza (UP-1)** – includes the acquisition of the existing student housing property that includes 186 apartments and 710 of purpose-built student housing. The property will be refurbished and improved to meet the current demands for student housing in the market and to compliment the growth and expansion plans of the Binghamton University. There are four buildings comprising ±311,000 SF, which are four-story, wood frame construction with shingle roofs. Each apartment has a full service kitchen and is furnished. A small management office and community spaces are included in one of the buildings.

**Metroplex at UP (UP-2)** – includes the demolition of two office buildings that will become vacant at the end of May 2014 and replaced with new construction of student apartments and townhouses – also positioned to support the planned growth of BU. A larger building will comprise ±350,000 SF and include ±225 apartments and ±753 beds of new student housing, plus approximately 10 4-bedroom townhouses targeted for graduate students and upper class students. The larger building will include several floor plan types: 4-bed/4-bath, 3-bed/3-bath, 2-bed/2-bath and studios, and each unit will include a full kitchen and will be fully furnished. Each apartment will have a dedicated HVAC unit and hot water tank. The structure will be four stories and is currently planned as wood frame with concrete block stair towers and elevator shafts. The building will also include the management office and support/amenity space, including an exercise room, media room, computer lounge, café, game room, student lounges, maintenance facilities and trash/recycling areas. The townhouses are planned as three-story attached wood-frame structures, each with its own HVAC unit and hot water tank. The townhouses are planned as 4-bedroom and 4 ½ bathrooms and will have full kitchens and will be fully furnished.

The UP-1 and UP-2 student properties will be branded together as the Metroplex at UP, and will be part of the overall University Plaza Retail Center, which is owned by Vestal Park, LLC and affiliated entities. University Plaza currently includes ±80,000 SF of retail space in several buildings and out-parcels, consisting of restaurants, banks, retail shops and other businesses.

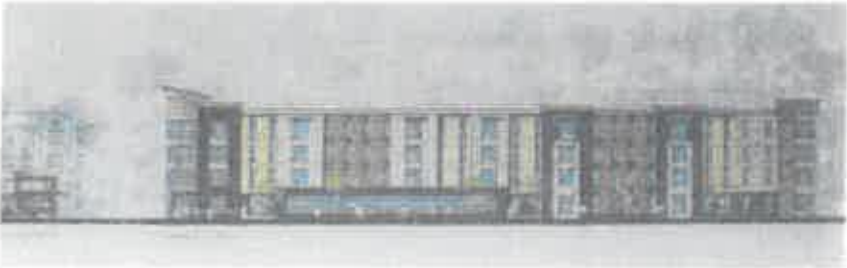
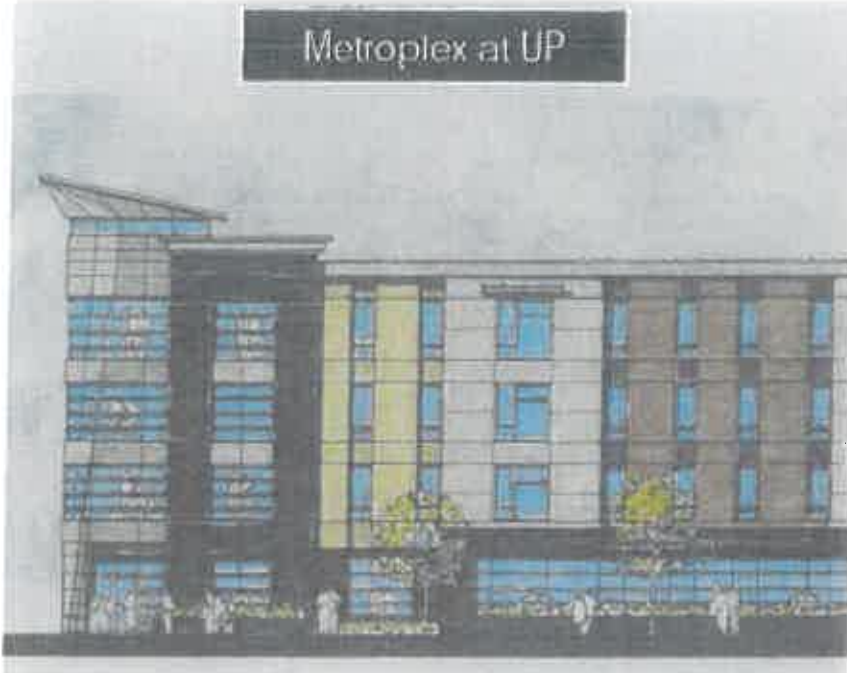
**PRELIMINARY DRAFT**

**Broome County Industrial Development Agency  
Payment in Lieu of Tax Schedule  
University Plaza, Vestal Parkway, Vestal, New York**

Year	University Plaza (UP-1)				Metropolplex at UP (UP-2)				TOTAL			
	Town	County	School District	Total	Town	County	School District	Total	Town	County	School District	Total
1. 2014	57,899	100,665	295,436	454,000	71,927	125,055	367,017	564,000	129,826	225,720	662,453	1,018,000
2. 2015	59,684	103,769	304,546	468,000	74,095	128,825	378,080	581,000	133,780	232,594	682,626	1,049,000
3. 2016	61,470	106,873	313,657	482,000	76,263	132,594	389,143	598,000	137,733	239,468	702,799	1,080,000
4. 2017	66,444	115,521	339,036	521,000	82,512	143,459	421,029	647,000	148,956	258,980	760,064	1,168,000
5. 2018	71,672	124,612	365,716	562,000	89,016	154,767	454,217	698,000	160,689	279,379	819,932	1,260,000
6. 2019	77,284	134,368	394,348	606,000	95,776	166,519	488,706	751,000	173,059	300,887	883,054	1,357,000
7. 2020	83,022	144,346	423,632	651,000	103,045	179,157	525,798	808,000	186,067	323,503	949,430	1,459,000
8. 2021	89,016	154,767	454,217	698,000	110,569	192,239	564,192	867,000	199,586	347,006	1,018,408	1,565,000
9. 2022	95,393	165,853	486,754	748,000	118,348	205,765	603,887	928,000	213,741	371,618	1,090,640	1,676,000
10. 2023	102,025	177,383	520,592	800,000	126,638	220,177	646,185	993,000	228,663	397,561	1,166,777	1,793,000
11. 2024	109,039	189,579	556,383	855,000	135,183	235,033	689,784	1,060,000	244,221	424,612	1,246,167	1,915,000
12. 2025	116,308	202,217	593,475	912,000	144,237	250,776	735,987	1,131,000	260,545	452,993	1,329,462	2,043,000
13. 2026	123,960	215,521	632,519	972,000	153,675	267,184	784,142	1,205,000	277,634	482,705	1,416,661	2,177,000
14. 2027	131,867	229,268	672,865	1,034,000	163,622	284,479	834,899	1,283,000	295,489	513,747	1,507,765	2,317,000
15. 2028	140,156	243,680	715,163	1,099,000	173,952	302,439	887,609	1,364,000	314,108	546,119	1,602,773	2,463,000
16. 2029	148,956	258,980	760,064	1,168,000	184,792	321,286	942,922	1,449,000	333,748	580,265	1,702,987	2,617,000
17. 2030	158,011	274,723	806,267	1,239,000	196,142	341,020	1,000,838	1,538,000	354,153	615,742	1,807,105	2,777,000
18. 2031	167,575	291,352	855,072	1,314,000	207,875	361,419	1,060,706	1,630,000	375,450	652,771	1,915,779	2,944,000
19. 2032	177,523	308,647	905,830	1,392,000	220,246	382,926	1,123,828	1,727,000	397,768	691,574	2,029,658	3,119,000
20. 2033	187,980	326,829	959,191	1,474,000	233,126	405,321	1,189,553	1,828,000	421,106	732,150	2,148,744	3,302,000
21. 2034	198,820	345,676	1,014,504	1,559,000	246,644	428,824	1,258,531	1,934,000	445,465	774,500	2,273,055	3,493,000
22. 2035	210,171	365,410	1,072,420	1,648,000	260,800	453,436	1,330,763	2,045,000	470,971	818,846	2,403,183	3,693,000



## Metroplex at UP



### Metroplex at UP

University Plaza - Vestal, NY  
Adjacent to Binghamton University

- 800± new beds
- 12,000+ sq.ft. amenity space
- Open Fall 2015
- Fills BU's projected needs
  - 500 new students Fall 2013
  - 1,500 more thru Fall 2017
  - 800 bed demand est. by B&D
- Creates Collegetown Community
- Replaces 2 Non-viable Commercial Tenants
- Revitalizes Existing Retail Plaza



# Metroplex at UP

# Aerial – Existing Conditions

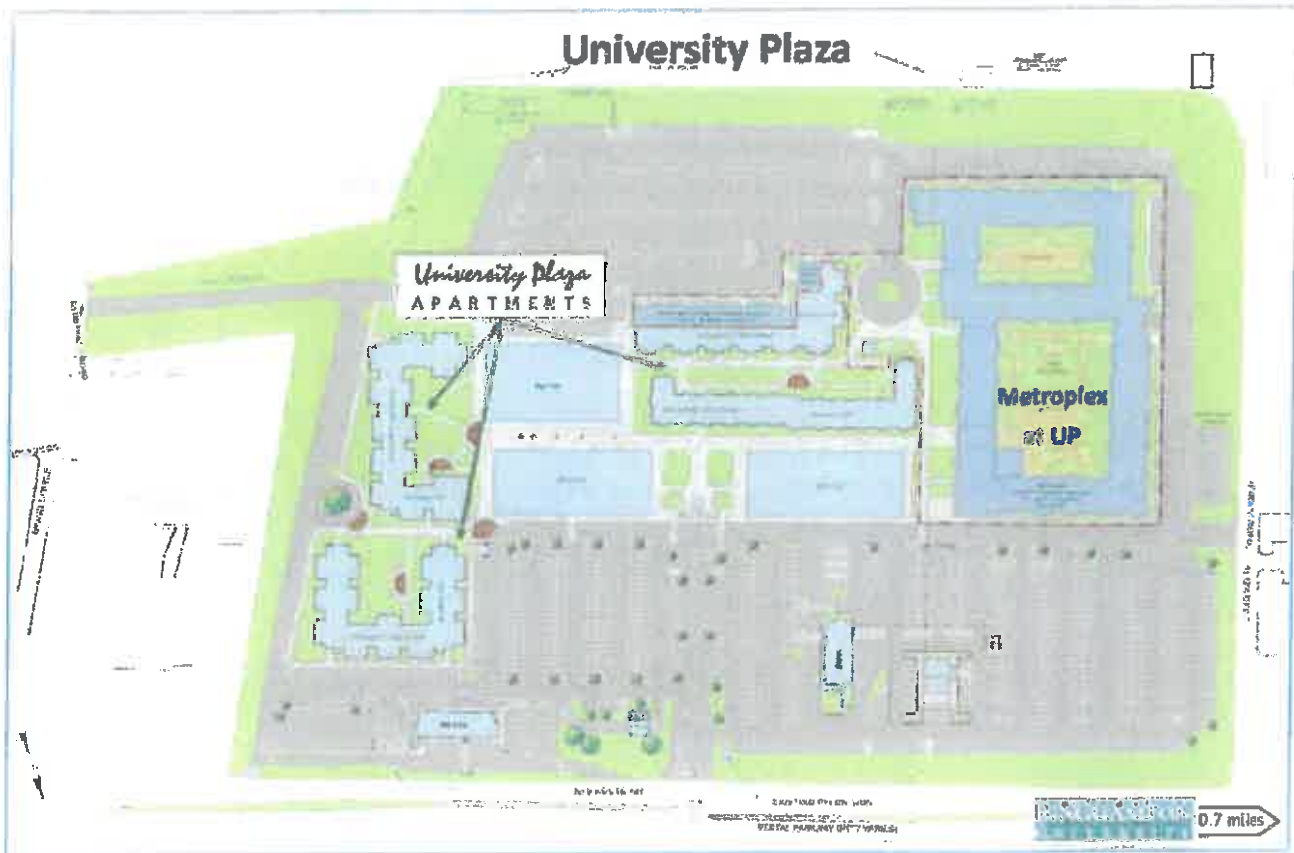
### Retail Tenants

- Starbuck
- Chipotle
- Frve Guys
- Tully's
- Cold Stone
- Subway
- Hunan Wok
- Mario's Pizza
- GNC
- Planet Fitness
- HSBC Bank Branch
- Visions Cr Union
- Colour Salon
- Jenny Craig



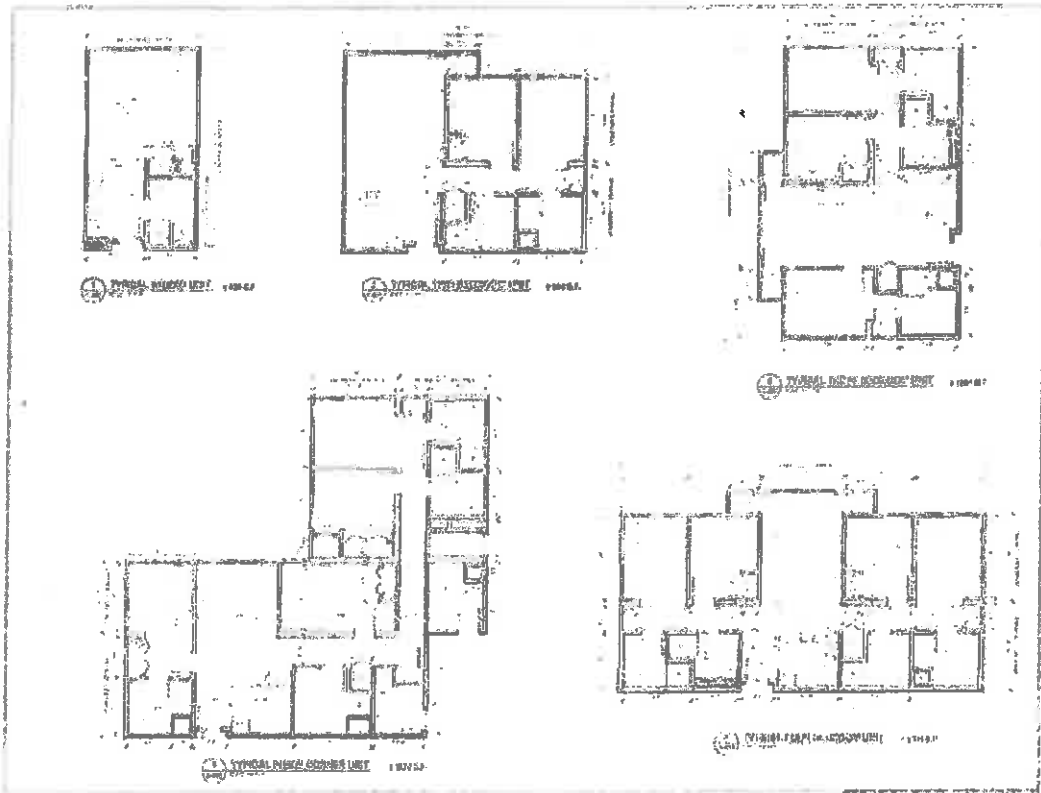
# Metroplex at UP

# Concept Site Plan



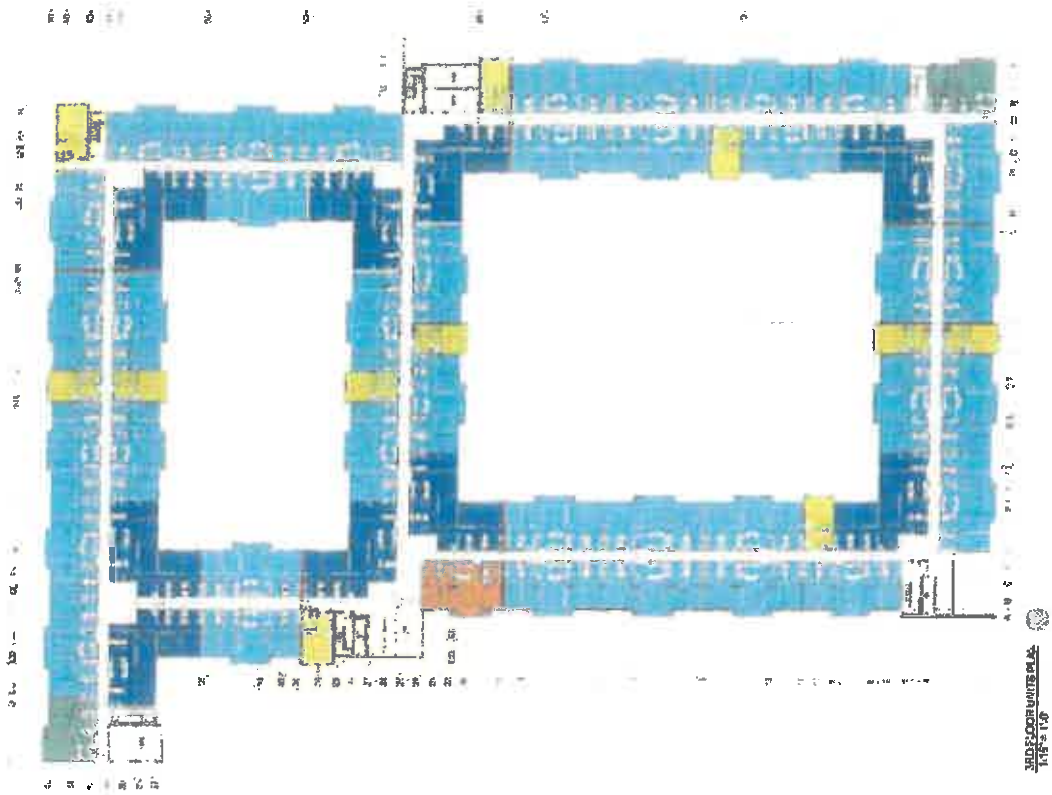
# Metroplex at UP

## Preliminary Unit Plans



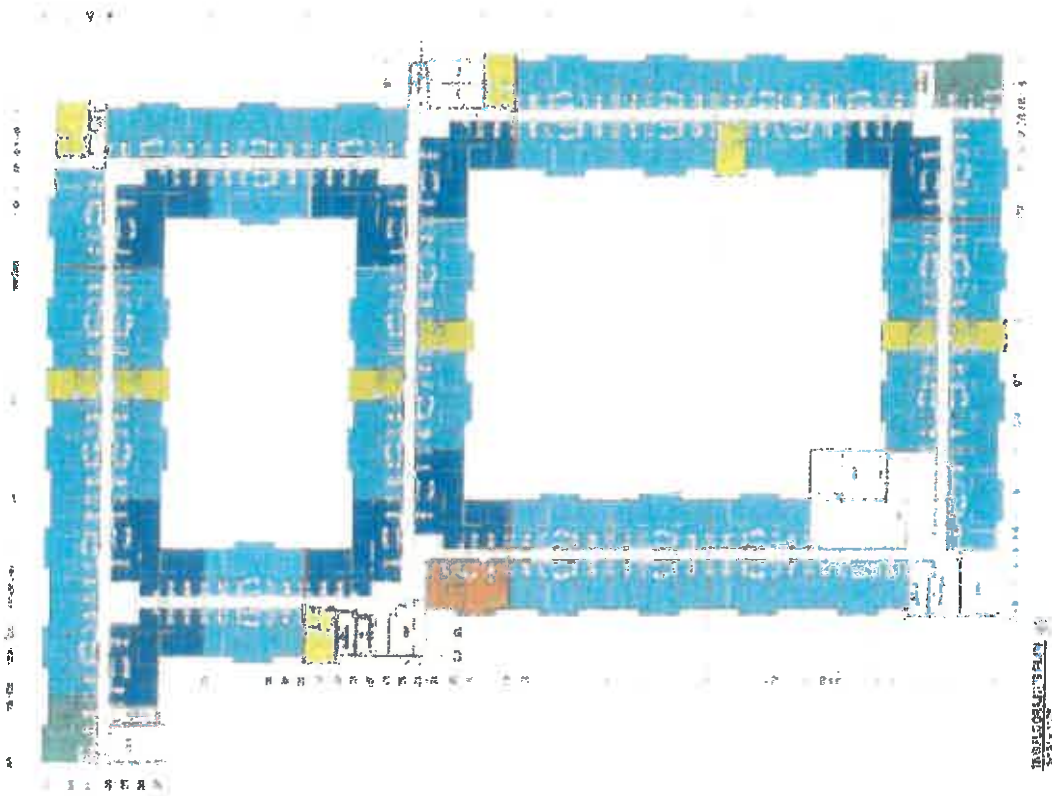
# Metroplex at UP

## Preliminary Floor Plans Typical Floor



# Metroplex at UP

## Preliminary Floor Plans First Floor



# Binghamton Purpose-Built Student Housing

## Aerial - Market Area



## Binghamton Market - Purpose-Built Student Housing



### Binghamton Student Housing

#### Binghamton University

- 15,700 enrollment Fall 2013
- 17,200 projected Fall 2017
- 7,200 on-campus beds

#### Purpose-Built Student Housing

- University Plaza (2004)  
. 710 beds
- Metroplex at UP (2014)  
. 780 beds

#### Market Demand

- B&D est. demand = 800+ beds





*University Plaza*  
APARTMENTS



**University Plaza Apartments**

- 710 Beds / 186 units
- 100% leased Fall 2013



*University Plaza*  
APARTMENTS



**University Plaza Apartments**

Vestal, NY

Adjacent to BU Campus

- Owned by BU Foundation
- Opened Fall 2005
- Tax-exempt bond financing



## University Plaza APARTMENTS



### University Plaza Apartments

#### Apartment Features

- 4/4, 4/2 and 2/2
- Fully furnished
- Full service kitchens
- All private bedrooms
- All private bathrooms
- Large built-in closets
- Washer/dryer in each unit
- Electric, heat, A/C included
- Cable TV and internet included



*University Plaza*  
APARTMENTS



**University Plaza Apartments**

**Community Amenities**

- TV Lounge
- Game Room
- Exercise Room
- Computer Room
- Free Tanning
- Landscaped Courtyards



## University Plaza RETAIL CENTER



### University Plaza Retail Center

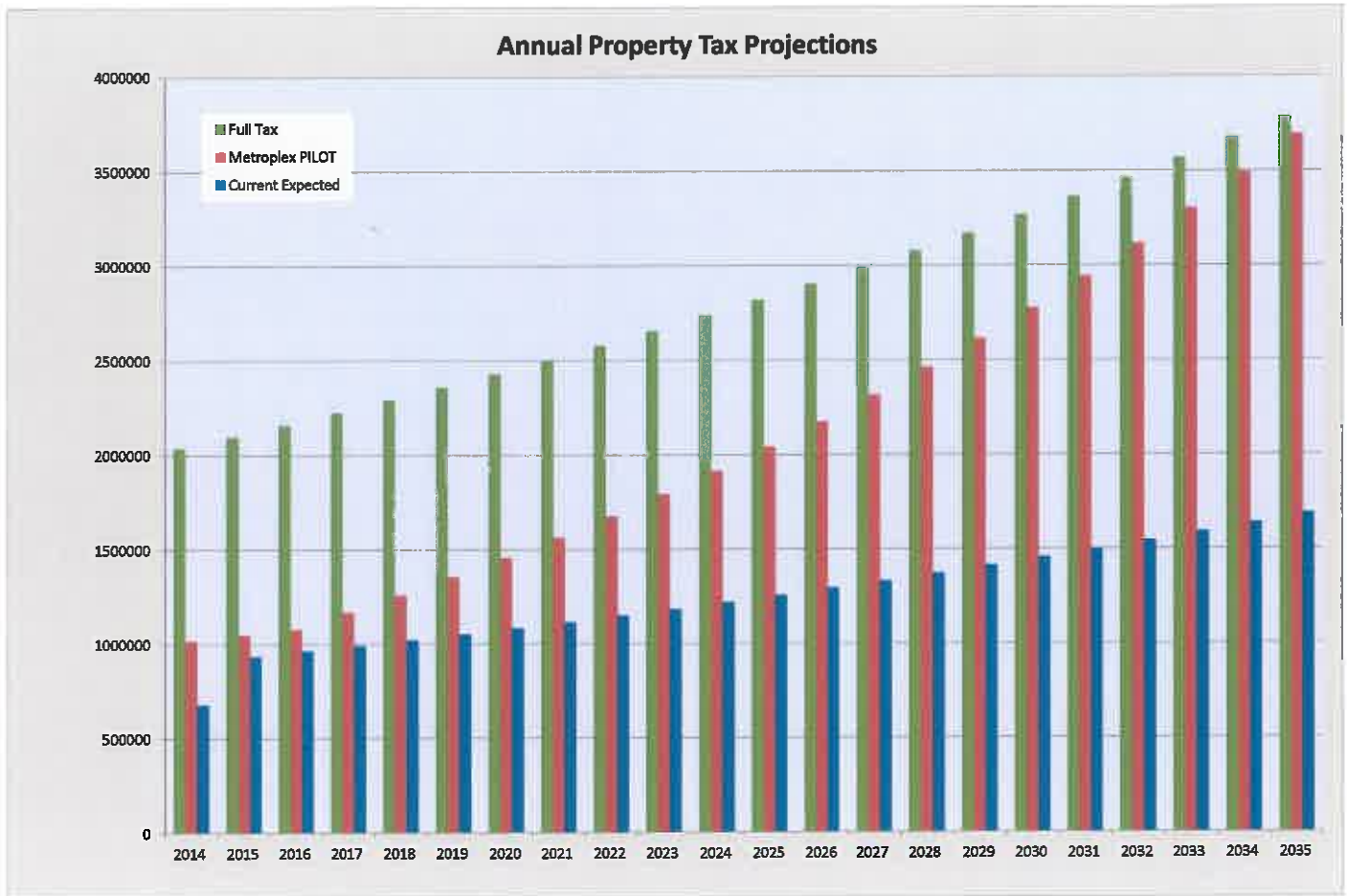
120,000+ sq.ft. Retail / Commercial

- Starbucks
- Chipotle
- Five Guys
- Tully's
- Cold Stone
- Subway
- Hunan Wok
- Mario's Pizza
- GNC
- Planet Fitness
- HSBC Bank Branch
- Visions Credit Union
- Colour Salon
- Jenny Craig



3/4/2014

### University Plaza - Vestal NY



**Broome County Industrial Development Agency  
Payment in Lieu of Tax Schedule  
University Plaza, Vestal Parkway, Vestal, New York**

Year	University Plaza (UP-1)				Metroplex at UP (UP-2)				TOTAL				FULL TAX	
	Town	County	School District	Total	Town	County	School District	Total	Town	County	School District	Total	UP-1 & UP-2	Difference
1. 2014	57,899	100,665	295,436	454,000	71,927	125,055	367,017	564,000	129,826	225,720	662,453	1,018,000	2,036,000	1,018,000
2. 2015	59,684	103,769	304,546	468,000	74,095	128,825	378,080	581,000	133,780	232,594	682,626	1,049,000	2,097,000	1,048,000
3. 2016	61,470	106,873	313,657	482,000	76,263	132,594	389,143	598,000	137,733	239,468	702,799	1,080,000	2,160,000	1,080,000
4. 2017	66,444	115,521	339,036	521,000	82,512	143,459	421,029	647,000	148,956	258,980	760,064	1,168,000	2,225,000	1,057,000
5. 2018	71,672	124,612	365,716	562,000	89,016	154,767	454,217	698,000	160,689	279,379	819,932	1,260,000	2,292,000	1,032,000
6. 2019	77,284	134,368	394,348	606,000	95,776	166,519	488,706	751,000	173,059	300,887	883,054	1,357,000	2,360,000	1,003,000
7. 2020	83,022	144,346	423,632	651,000	103,045	179,157	525,798	808,000	186,067	323,503	949,430	1,459,000	2,431,000	972,000
8. 2021	89,016	154,767	454,217	698,000	110,569	192,239	564,192	867,000	199,586	347,006	1,018,408	1,565,000	2,503,000	938,000
9. 2022	95,393	165,853	486,754	748,000	118,348	205,765	603,887	928,000	213,741	371,618	1,090,640	1,676,000	2,579,000	903,000
10. 2023	102,025	177,383	520,592	800,000	126,638	220,177	646,185	998,000	228,663	397,561	1,166,777	1,793,000	2,656,000	863,000
11. 2024	109,089	189,579	556,383	855,000	135,183	235,033	689,784	1,060,000	244,221	424,612	1,246,167	1,915,000	2,736,000	821,000
12. 2025	116,308	202,217	593,475	912,000	144,237	250,776	735,987	1,131,000	260,545	452,993	1,329,462	2,043,000	2,818,000	775,000
13. 2026	123,960	215,521	632,519	972,000	153,675	267,184	784,142	1,205,000	277,634	482,705	1,416,661	2,177,000	2,902,000	725,000
14. 2027	131,867	229,268	672,865	1,034,000	163,622	284,479	834,899	1,283,000	295,489	513,747	1,507,765	2,317,000	2,989,000	672,000
15. 2028	140,156	243,680	715,163	1,099,000	173,952	302,439	887,609	1,364,000	314,108	546,119	1,602,773	2,463,000	3,079,000	616,000
16. 2029	148,956	258,980	760,064	1,168,000	184,792	321,286	942,922	1,449,000	333,748	580,265	1,702,987	2,617,000	3,172,000	555,000
17. 2030	158,011	274,723	806,257	1,239,000	196,142	341,020	1,000,838	1,538,000	354,153	615,742	1,807,105	2,777,000	3,267,000	490,000
18. 2031	167,575	291,352	855,072	1,314,000	207,875	361,419	1,060,706	1,630,000	375,450	652,771	1,915,779	2,944,000	3,365,000	421,000
19. 2032	177,523	308,647	905,830	1,392,000	220,246	382,926	1,123,828	1,727,000	397,768	691,574	2,029,658	3,119,000	3,466,000	347,000
20. 2033	187,980	326,829	959,191	1,474,000	233,126	405,321	1,189,553	1,828,000	421,106	732,150	2,148,744	3,302,000	3,570,000	268,000
21. 2034	198,820	345,676	1,014,504	1,559,000	246,644	428,824	1,258,531	1,934,000	445,465	774,500	2,273,035	3,493,000	3,677,000	184,000
22. 2035	210,171	365,410	1,072,420	1,648,000	260,800	453,436	1,330,763	2,045,000	470,971	818,846	2,403,183	3,693,000	3,787,000	94,000
<b>TOTAL</b>	<b>2,634,274</b>	<b>4,580,039</b>	<b>13,441,687</b>	<b>20,656,000</b>	<b>3,268,484</b>	<b>5,682,699</b>	<b>16,677,817</b>	<b>25,629,000</b>	<b>5,902,759</b>	<b>10,262,738</b>	<b>30,119,504</b>	<b>46,285,000</b>	<b>62,167,000</b>	<b>15,882,000</b>