

CERTIFICATION

FORT SCHUYLER MANAGEMENT CORPORATION
RESOLUTION NO. 105

The undersigned, being the duly elected and qualifying Secretary of Fort Schuyler Management Corporation ("Corporation"), certifies that the following constitutes a true and correct copy of a resolution adopted by the Board of Directors of the Corporation on December 19, 2013, selection of a local developer in the Greater Syracuse Area for a strategic research, technology outreach, business development, manufacturing, and education and training partnership in conjunction with the SUNY College of Nanoscale Science and Engineering, as it appears in the records of the Corporation in my possession as of the date I have signed this Certification.

I further certify that, as of the date I have signed this Certification, the attached resolution is in full force and effect and has not been amended, repealed or rescinded.

Signed on this 19th day of December 2013.

Laurie M. Hartman
Secretary

RESOLUTION ADOPTED BY THE UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS OF FORT SCHUYLER MANAGEMENT CORPORATION

December 19, 2013

SELECTION OF A LOCAL DEVELOPER IN THE GREATER SYRACUSE AREA FOR A STRATEGIC RESEARCH, TECHNOLOGY OUTREACH, BUSINESS DEVELOPMENT, MANUFACTURING, AND EDUCATION AND TRAINING PARTNERSHIP IN CONJUNCTION WITH THE SUNY COLLEGE OF NANOSCALE SCIENCE AND ENGINEERING

WHEREAS, Fort Schuyler Management Corporation (the "Corporation") is a 501(c)(3) corporation formed to help facilitate research and economic development activities related to the research and educational mission of the State University of New York ("SUNY") by purchasing, constructing, and developing and managing facilities and promoting the research therein which support the economic development, research activities, and the mission of SUNY and its SUNY Institute of Technology campus; and

WHEREAS, the Corporation, in conjunction with the SUNY College of Nanoscale Science and Engineering ("SUNY CNSE"), anticipates developing comprehensive initiatives throughout New York State for research, technology outreach, business development, manufacturing, and education and training hubs; and

WHEREAS, as part of these outreach efforts, the Corporation and SUNY CNSE seek to develop strategic partnerships with a qualified local developer in the Greater Syracuse Area for potential research, technology outreach, business development, manufacturing, and education and training hubs; and

WHEREAS, pursuant to authorization by the Board of Directors of the Corporation and in furtherance of the Corporation's purposes and the common objectives of the Corporation and SUNY CNSE, the Corporation, in conjunction with SUNY CNSE, issued a request for proposals ("RFP") to establish a strategic research, technology outreach, business development, manufacturing, and education and workforce training partnership with a qualified developer in the Greater Syracuse Area; and

WHEREAS, as part of a competitive procurement process that included the RFP, the evaluation committee completed its evaluation and identified COR Development Company LLC as the successful bidder; and

WHEREAS, management recommends COR Development Company LLC for awarding of the project set forth in the RFP; and

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE CORPORATION, AS FOLLOWS:

SECTION 1: SELECTION OF DEVELOPER. The Board of Directors of the Corporation hereby authorizes the awarding to COR Development Company LLC of the project set forth in the RFP consisting of a strategic research, technology outreach, business development, manufacturing, and education and training partnership in the Greater Syracuse Area.

SECTION 2: CONTRACT FOR DEVELOPER. The Board of Directors of the Corporation hereby authorizes, empowers, and directs the President of the Corporation to proceed with negotiations with COR Development Company LLC for a contract for the project set forth in the RFP consisting of a

strategic research, technology outreach, business development, manufacturing, and education and training partnership in the Greater Syracuse Area.

SECTION 3: DOCUMENTS AND CONTRACTS. The Board of Directors of the Corporation hereby authorizes, empowers and directs the President of the Corporation to approve, sign, acknowledge and deliver all documents or contracts in such form, substance, and content, and upon such terms, as may be necessary or appropriate, to implement and carry out the purposes and intents of this Resolution.

SECTION 4: EFFECTIVE DATE. This Resolution shall take effect immediately.