

CERTIFICATION

FORT SCHUYLER MANAGEMENT CORPORATION
RESOLUTION NO. 106

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 January 28, 2014, selection of a local developer in the Greater Buffalo 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date I have signed this Certification, the attached resolution is in full force and effect and has not been amended, repealed or rescinded.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 28th day of January 2014.

Laurie M. Hartman
Secretary

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

January 28, 2014

SELECTION OF A LOCAL DEVELOPER IN THE GREATER BUFFALO 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 Buffalo 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 Buffalo Area; and

WHEREAS, as part of a competitive procurement process that included the RFP, the evaluation committee completed its evaluation and identified the need for two Buffalo Area developers and based on the evaluations, propose awarding both LPCiminelli, Inc. and McGuire Development Company, LLC the successful bidders for one or more projects as identified in the RFP; and

WHEREAS, management recommends LPCiminelli, Inc. and McGuire Development Company, LLC for awarding of one or more projects 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 LPCiminelli, Inc. and McGuire Development Company, LLC for one or more projects set forth in the RFP consisting of a strategic research, technology outreach, business development, manufacturing, and education and training partnership in the Greater Buffalo 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

LPCiminelli, Inc. and/or McGuire Development Company, LLC for a contract for one or more projects set forth in the RFP consisting of a strategic research, technology outreach, business development, manufacturing, and education and training partnership in the Greater Buffalo 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.