

ST. LAWRENCE RIVER VALLEY REDEVELOPMENT AGENCY  
 Resolution No. RVR-17-03-02  
 March 28, 2017

**AUTHORIZING A LOAN OF UP TO \$150,000 to Canexsys Networks, Inc.**

**WHEREAS**, the St. Lawrence River Valley Redevelopment Agency (“RVRA”) seeks to actively participate in economic development projects which result in the creation of jobs, and

**WHEREAS**, the RVRA has partnered with the St. Lawrence County Industrial Development Agency Local Development Corporation (“SLCIDA-LDC”) as prescribed in certain agreements among multiple parties dated June 2, 2010 for the purpose of providing assistance to such projects, and

**WHEREAS**, Canexsys Networks, Inc. (the “Company”) has applied for loan financing as part of a project to acquire the former Newell Building in Ogdensburg, New York, and to set up a manufacturing operation within the facility (the “Project”), and

**WHEREAS**, the project will include improvements to the a long vacant facility, and

**NOW, THEREFORE, BE IT RESOLVED** that the St. Lawrence River Valley Redevelopment Agency agrees to authorize the SLCIDA-LDC to lend up to \$150,000 from the RVRA’s Economic Development Fund to Canexsys Networks, Inc., and

**BE IT FURTHER RESOLVED** that said loan of up to \$150,000 shall be subject to the following terms and conditions:

|                  |  |
|------------------|--|
| 1. Principal     | Up to \$150,000  |
| 2. Interest Rate | One-half of prime rate plus 1, the actual rate to be determined at closing and adjusted at the end of every five years   |
| 3. Term          | Seven (7) year amortization schedule   |
| 4. Security      | <ul style="list-style-type: none"> <li>• Co-proportional first mortgage with all other public lenders on real estate located at 100 Patterson Street, Ogdensburg</li> <li>• Co-proportional first security interest in all machinery and equipment and furniture and fixtures owned by Canexsys Networks, Inc. and located at 100 Patterson Street, Ogdensburg.</li> </ul>   |
| 5. Other         | <ul style="list-style-type: none"> <li>• Unlimited Personal Guarantee of William Fry</li> <li>• Evidence of at least \$150,000 in funding from both the St. Lawrence County Industrial Development Agency Local Development Corporation (IDALDC) and the Greater Massena Economic Development Fund (GMEDF) loan funds</li> <li>• Evidence of owner equity in the project of a least \$725,000</li> <li>• Evidence of additional funding in the project of in the amount of at least \$2,550,000</li> <li>• As required by the IDALDC and GMEDF loan funds the company agrees to create at least 10 FTE new jobs over the next three years</li> </ul> |

|             |            |            |                |               |
|-------------|------------|------------|----------------|---------------|
| Move:       | Strait     |            |                |               |
| Second:     | Forsythe   |            |                |               |
| <b>VOTE</b> | <b>AYE</b> | <b>NAY</b> | <b>ABSTAIN</b> | <b>ABSENT</b> |
| McNeil      | X          |            |                |               |
| Strait      | X          |            |                |               |
| Murphy      |            |            |                | X             |
| Carroll     |            |            |                | X             |
| Forsythe    | X          |            |                |               |

I HEREBY CERTIFY that I have compared this copy of this Resolution with the original record in this office, and that the same is a correct transcript thereof and of the whole of said original record.

/s/

Lori Sibley

03/28/17