

**NASSAU COUNTY INDUSTRIAL  
DEVELOPMENT AGENCY**

**APPLICATION FOR FINANCIAL ASSISTANCE**  
**(Bonds)**

**APPLICATION OF:**

---

"R" Best Produce Inc.

**APPLICANT NAME**

Please respond to all questions in this Application for Financial Assistance (the "Application") by, as appropriate:

- filling in blanks;
- checking the applicable term(s);
- attaching additional text (with notation in Application such as "see Schedule H, Item # 1", etc.); or
- writing "N.A.", signifying "not applicable".

All attachments responsive to questions found in this Application should be clearly labeled and attached as Schedule H to the Application. If an estimate is given, enter "EST" after the figure. One signed original and 9 copies of the Application (including all attachments) must be submitted.

The following amounts are payable to the Nassau County Industrial Development Agency (the "Agency") at the time this Application is submitted to the Agency: (i) a \$1,000 non-refundable application fee (the "Application Fee"); (ii) a \$3,500 expense deposit for the Agency's Bond Counsel fees and expenses (the "Counsel Fee Deposit"), (iii) a \$2,500 expense deposit for the cost/benefit analysis with respect to the project contemplated by this Application (the "Cost/Benefit Deposit"), and (iv) a \$500 expense deposit for the real property tax valuation analysis, if applicable, with respect to the project contemplated by this Application (the "Valuation Deposit"). The Application Fee will not be credited against any other fees or expenses which are or become payable to the Agency in connection with this Application or the project contemplated herein (the "Project"). In the event that the subject transaction does not close for any reason, the Agency may use all or any part of the Counsel Fee Deposit, the Cost/Benefit Deposit and/or the Valuation Deposit to defray the cost of Bond Counsel fees and expenses, the cost of obtaining a cost/benefit analysis and/or the cost of obtaining a real property tax valuation with respect to the Project. In the event that the subject transaction does close, the Counsel Fee Deposit, the Cost/Benefit Deposit and the Valuation Deposit shall be credited against the applicable expenses incurred by the Agency with respect to the Project.

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BY NASSAU COUNTY IDA

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**Every signature page comprising part of this Application must be signed by the Applicant or this Application will not be considered complete or accepted for consideration by the Agency.**

The Agency's acceptance of this Application for consideration does not constitute a commitment on the part of the Agency to undertake the proposed Project, to grant any Financial Assistance with respect to the proposed Project or to enter into any negotiations with respect to the proposed Project.

Information provided herein may be subject to disclosure under the New York Freedom of Information Law (New York Public Officers Law § 84 et seq.) ("FOIL"). If the Applicant believes that a portion of the material submitted with this Application is protected from disclosure under FOIL, the Applicant should mark the applicable section(s) or page(s) as "confidential" and state the applicable exception to disclosure under FOIL.

\_\_\_\_\_  
10/25/2012

\_\_\_\_\_  
DATE

**PART I. APPLICANT**

**A. APPLICANT FOR FINANCIAL ASSISTANCE (If more than one applicant, copy application and complete for each applicant):**

Name: "R" Best Produce Inc.

Address: 220 Food Center Drive, Bronx, NY 10474

Primary  
Contact: Philip DelPrete

Phone: 718-617-8300 Fax: 718-620-1415

E-Mail: philipdelprete@rbest.com

NY State Dept. of  
Labor Reg #:                      Federal Employer ID #:                     

NAICS Code #: 424480

**B. BUSINESS TYPE (Check applicable status. Complete blanks as necessary):**

Sole Proprietorship        General Partnership        Limited Partnership       

Limited Liability Company        Privately Held Corporation   X  

Publicly Held Corporation        Exchange listed on                                     

Not-for-Profit Corporation       

Income taxed as: Subchapter S   X   Subchapter C         
501(c)(3) Corporation        Partnership       

State and Year of Incorporation/Organization:       New York      09/14/1990      

Qualified to do Business in New York: Yes   X   No        N/A       

**C. ANY ENTITY PROPOSED TO BE A USER OF THE PROJECT:**

Name: "R" Best Produce Inc. and Fresh Guys Warehousing Corp.

Relationship to Applicant:   Applicant

D. APPLICANT COUNSEL (subject to Agency approval):

Firm name: Certilman Balin

Address: 90 Merrick Ave  
East Meadow, NY 11554

Primary

Contact: Louis Soloway

Phone: 516-296-7025

Fax: 516-296-7111

E-Mail: [lsoloway@certilmanbalin.com](mailto:lsoloway@certilmanbalin.com)

E. Principal stockholders, members or partners, if any (i.e., owners of 10% or more of equity/voting rights in Applicant):

Name	Percentage owned
------	------------------

Philip DelPrete

Carl DelPrete

	%
...with a partner	60
...without a partner	40
Total	100

F. If any of the persons described in the response to the preceding Question, or a group of said persons, owns more than a 50% interest in the Applicant, list all other entities which are related to the Applicant by virtue of such persons having more than a 50% interest in such entities:

---

N/A

- G. Is the Applicant related to any other entity by reason of more than 50% common ownership? If YES, indicate name of related entity and relationship:

YES \_\_\_\_

NO X

\_\_\_\_\_  
\_\_\_\_\_

- H. List parent corporation, sister corporations and subsidiaries, if any:

R Best Produce Inc. (Parent Corporation),

Fresh Guys Warehousing (subsidiary), El Sol Brands (subsidiary)

- I. (To be completed only if Applicant is seeking tax-exempt bond financing)

1. Has the Applicant (or any related entity or person) been involved in, applied for or benefited by any prior industrial development financing in the municipality in which this Project is located, whether by the Agency or another issuer, or in a contiguous municipality? ("Municipality" herein means city, town or village, or, if the Project is not in an incorporated city or village, Nassau County.) If YES, describe:

YES \_\_\_\_

NO \_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_

2. Has the Applicant (including any related entity or person) received or benefited from within the past six months, or is contemplating to receive or benefit from within the next six months, tax-exempt financing anywhere within the United States? If YES, describe:

YES \_\_\_\_

NO \_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_

3. Will the proposed bond issue, when combined with all other outstanding tax-exempt "qualified small issue" manufacturing bond issues of the Applicant or any related entity, exceed the aggregate principal amount of \$40,000,000?

YES \_\_\_\_

NO \_\_\_\_

4. Is the Applicant seeking federally tax-exempt bonds as a manufacturing facility?

YES \_\_\_\_

NO \_\_\_\_

If YES, complete the attached Tax-Exempt Bond Manufacturing Questionnaire (Schedule A) and provide an estimate of the capital expenditures of the Applicant, and its affiliates and subsidiaries in Nassau County, during the past three years:

\$\_\_\_\_\_

- J. Is the Applicant (including any parent company, subsidiary or related entity or person) or any principal(s) of the Applicant or its related entities involved in any litigation or aware of any threatened litigation that would have a material adverse effect on the Applicant's financial condition or the financial condition of said principal(s)? If YES, attach details.

YES \_\_\_\_

NO X

- K. Has the Applicant (or any parent company, subsidiary or related entity or person) or any principal(s) of the Applicant or its related entities, or any other business or concern with which such entities, persons or principal(s) have been connected, ever been involved, as debtor, in bankruptcy, creditors rights or receivership proceedings or sought protection from creditors? If YES, attach details.

YES \_\_\_\_

NO X

- L. Has the Applicant (or any parent company, subsidiary or related entity or person) or any principal(s) of the Applicant or its related entities, ever been charged with or convicted of any felony or misdemeanor (other than minor traffic offenses), or have any such related persons or principal(s) held positions or ownership interests in any firm or corporation charged or convicted of a felony or misdemeanor (other than minor traffic offenses)? If YES, attach details.

YES \_\_\_\_

NO X

- M. Has the Applicant (or any parent company, subsidiary or related entity or person) or any principal(s) of the Applicant or its related entities, or any other business or concern with which such entities, persons or principal(s) have been connected, been cited for (or is there pending proceeding or investigation with respect to) a violation of federal, state or local laws or regulations with respect to labor practices, hazardous wastes, environmental pollution, taxation, or other operating practices? If YES, attach details.

YES \_\_\_\_

NO X

- N. Is the Applicant (or any parent company, subsidiary or related entity or person) or any principal(s) of the Applicant or its related entities, or any other business or concern with which such entities, persons or principal(s) have been connected, delinquent or have any of the foregoing persons or entities been delinquent on any New York State, federal or local tax obligations within the past five (5) years? If YES, attach details.

YES \_\_\_\_

NO X

- O. Complete the following information for principals (including, in the case of corporations, officers and members of the board of directors and, in the case of limited liability company, members and managers) of the Applicant:

<u>Name</u>	<u>Title</u>	<u>Other Business Affiliations</u>
<u>Philip DelPrete</u>	<u>Co-CEO</u>	<u>Fresh Guys Warehousing, El Sol</u>
<u>Brands, Uncle Giuseppe's Supermarkets</u>		
<u>Carl DelPrete</u>	<u>Co-CEO</u>	<u>Fresh Guys Warehousing, El Sol</u>
<u>Brands, Uncle Giuseppe's Supermarkets</u>		
_____	_____	_____
_____	_____	_____

Do any of the foregoing principals hold elected or appointive public positions? If YES, attach details.

YES \_\_\_\_

NO X

Are any of the foregoing principals employed by any federal, state or local municipality or any agency, authority, department, board, or commission thereof or any other governmental or quasi-governmental organization?

YES \_\_\_\_

NO X

- P. Operation at existing location(s) (Complete separate Section P for each existing location):

1. (a) Location: 220 Food Center Dr. Bronx, NY 10474
- (b) Number of Employees: Full-Time: 51 Part-Time: 1
- (c) Annual Payroll, excluding benefits: \$2,500,000
- (d) Type of operation (e.g. manufacturing, wholesale, distribution)  
and products or services: Wholesale distribution of Produce
- (e) Size of existing facility real property  
(i.e., acreage of land): about 12 acres of land



(f) Buildings (number and square footage of each): 175,400 Sq.ft. 37,000sq. ft.  
currently occupied by R Best Produce and Fresh Guys Warehousing

(g) Applicant's interest in the facility.

FEE TITLE (i.e. own)          LEASE          OTHER (describe below)

Lease

(h) If Applicant leases, state annual rent  
and lease expiration date: \$247,985          05/31/2013

2. If any of the facilities described above are located within the State of New York, is it expected that any of the described facilities will be closed or be subject to reduced activity? If YES, complete the attached Anti-Raiding Questionnaire (Schedule D).

YES X

NO   

Q. Has the Applicant considered moving to another state or another location within New York State? If YES, explain circumstances.

YES X

NO   

Looked at several locations in the New Jersey. One of which was being considered.  
New Jersey location at 901 Castle Rd. Secaucus, NJ 105,000 sq.ft. warehouse offered attractive rate at  
\$7.00/sq.ft.  
That location is in good spot to service our customers located in New Jersey, and Staten Island as well as  
those in Queens, Kings, the Bronx and Nassau counties.

R. Does any one supplier or customer account for over 50% of Applicant's annual purchases or sales, respectively? If YES, attach name and contact information for supplier and/or customer, as applicable:

YES   

NO X

S. Does the Applicant (including any related entity or person) or any principal(s) of the Applicant or its related entities, or any other business or concern with which such entities, persons or principal(s) have been connected, have any contractual or other relationship with the Agency or the County of Nassau? If YES, attach details.

YES   

NO X

T. Attach a brief history of the Applicant and its business/operations.

By signing this Application, the Applicant authorizes the Agency to obtain credit reports and other financial background information and perform other due diligence on the Applicant and/or any other entity or individual related thereto, as the Agency may deem necessary to provide the requested financial assistance.

## **PART II. PROPOSED PROJECT**

A. Description of proposed Project (check all that apply):

- New Construction
- Addition to Existing Facility
- ☒ Renovation of Existing Facility
- ☒ Acquisition of Facility
- ☒ New machinery and equipment
- Other (specify): \_\_\_\_\_

B. Briefly describe the proposed Project, the reasons why the Project is necessary to the Applicant and why the Agency's financial assistance is necessary, and the effect the Project will have on the Applicant's business or operations:

The warehouse at 99 Seaview Ave would double our current warehouse capacity making R Best Produce, Inc. more eager to grow in size, expand operations and continue to acquire more customers. By doing so R Best Produce would expand its workforce especially in sales and warehousing. But in order to grow and not stand still, R Best Produce will need some sort of financial assistance from the Agency because the initial acquisition of the premises plus all the start-up costs will make a dent in company's cash flow.

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C. If the Applicant is unable to arrange Agency financing or other Agency financial assistance for the Project, what will be the impact on the Applicant and Nassau County? Would the Applicant proceed with the Project without Agency financing or other Agency financial assistance? Describe.

R Best Produce, Inc. will be unable to acquire this facility at this time if financial assistance is not provided by Nassau County.

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D. Location of Project (attach map showing the location):

Street Address:

99 Seaview Blvd.

City/Village(s):

Port Washington

Town(s):

North Hempstead

School District(s):

Section: 6 Block: 89 Lot: 54-55

Census Tract Number: \_\_\_\_\_

If exact street address is not available, please provide a survey and the most precise description available.

E. Describe the present use of the Project site: Commercial/Industrial.

F. (a) What are the current real estate taxes on the Project site? (If amount of current taxes is not available, provide assessed value for each): \$761,000

Land: \$ \_\_\_\_\_ Building(s): \$ \_\_\_\_\_

(b) Are tax certiorari proceedings currently pending with respect to the Project real property? If YES, attach details including copies of pleadings, decisions, etc.

YES X

NO \_\_\_\_\_

G. Describe Project ownership structure (*i.e.*, Applicant or other entity):

To be formed affiliate, C&P Real Estate Holdings LLC, will acquire the building. R Best Produce, Inc. will operate out of the 71,000 sq.ft warehouse that is currently empty.

H. To what purpose will the building or buildings to be acquired, constructed or renovated be used by the Applicant? (Include description of goods to be sold, products to be manufactured, assembled or processed and services to be rendered.)

R Best Produce Inc. will operate out of the 71,000 sq.ft warehouse. R Best Produce Inc. sells produce to over 300 stores in the tri-state area. R Best Produce will warehouse produce in the 71,000 sq.ft warehouse, and then distribute to our clients.

I. If any space in the Project is to be leased to or occupied by third parties, or is currently leased to or occupied by third parties who will remain as tenants, provide the names and contact information for each such tenant, indicate total square footage of the Project to be leased to each tenant, and describe proposed use by each tenant:

<u>Advanced Polymer Solutions</u>	<u>8,700 sq.ft. 1fl Office and Warehousing</u>	<u>Harold Nash</u>
<u>Continuum Sales and Marketing</u>	<u>8,700 sq.ft. 1fl Office, R&amp;D, Light Manufacturing</u>	<u>John Ryan</u>
<u>Galihad Enterprises</u>	<u>8,900 sq.ft. 1 fl Office and Warehousing</u>	<u>Mark Weber</u>
<u>Medical Depot</u>	<u>35,700 sq.ft 2 fl Executive and Admin Office</u>	<u>Richard Kolodny</u>

J. Provide, to the extent available, the information requested, in Part I, Questions A, B, E and P, with respect to any party described in the preceding response.

<u>Advanced Polymer Solutions LLC, 8,700 sq.ft. 1fl Office and Warehousing,</u>	<u>Harold Nash</u>
<u>Continuum Sales and Marketing Corp., 8,700 sq.ft. 1fl Office, R&amp;D, Light Manufacturing,</u>	<u>John Ryan</u>
<u>Galihad Enterprises LTD, 8,900 sq.ft. 1 fl Office and Warehousing</u>	<u>Mark Weber</u>
<u>Medical Depot Inc., 35,700 sq.ft 2 fl Executive and Admin Office</u>	<u>Richard Kolodny</u>

K. List principal items or categories of equipment to be acquired as part of the Project:

Refrigeration and lighting for the warehouse, extra loading dock frames and doors need to be installed

L. Will Project meet zoning/land use requirements at proposed location?

YES X NO       

1. Describe present zoning/land use: \_\_\_\_\_ Industrial/Commercial \_\_\_\_\_
2. Describe required zoning/land use, if different: \_\_\_\_\_
3. If a change in zoning/land use is required, please provide details/status of any request for change of zoning/land use requirements:

N/A

M. Does the Applicant, or any related entity or person, currently hold a lease or license on the Project site? If YES, please provide details and a copy of the lease/license.

YES NO X

N. Does the Applicant, or any related entity or person, currently hold fee title to (i.e. own) the Project site?

YES NO X

If YES, indicate:

- (a) Date of purchase: \_\_\_\_\_
- (b) Purchase price: \$ \_\_\_\_\_

- (c) Balance of existing mortgage, if any: \$ \_\_\_\_\_
- (d) Name of mortgage holder: \_\_\_\_\_
- (e) Special conditions: \_\_\_\_\_

If NO, indicate name of present owner of Project site: 99 Seaview, LLC

- O. Does the Applicant or any related person or entity have an option or a contract to purchase the Project site and/or any buildings on the Project site?

YES x NO   

If YES, attach copy of contract or option and indicate:

- (a) Date signed: November 27, 2012
- (b) Purchase price: \$ 14,100,000.00
- (c) Closing date: December 21, 2012

Is there a relationship legally or by virtue of common control or ownership between the Applicant (and/or its principals) and the seller of the Project (and/or its principals)?  
If YES, describe:

YES    NO x

- P. Will customers personally visit the Project site for either of the following economic activities? If YES with respect to either economic activity indicated below, complete the attached Retail Questionnaire (Schedule E).

Retail Sales: YES    NO x Services: YES    NO x

- Q. Describe the social and economic conditions in the community where the Project site is or will be located and the impact of the proposed Project on the community (including impact on infrastructure, transportation, fire and police and other government-provided services):

There should be no or very little impact of moving R Best Produce Inc. into the community since it is an industrial/commercial area already.

R. Identify the following Project parties (if applicable):

Architect: \_\_\_\_\_ Not identified at this time \_\_\_\_\_  
Engineer: \_\_\_\_\_ Not identified at this time \_\_\_\_\_  
Contractors: \_\_\_\_\_ Not identified at this time \_\_\_\_\_  
\_\_\_\_\_

S. Will the Project be designed and constructed to comply with Green Building Standards?  
(if YES, describe the LEED green building rating that will be achieved):

YES \_\_\_\_\_

NO   X  

T. Is the proposed Project site located on a Brownfield? (if YES, provide description of  
contamination and proposed remediation)

YES \_\_\_\_\_

NO   X  

U. Will the proposed Project produce a unique service or product or provide a service that is  
not otherwise available in the community in which the proposed Project site is located?

YES \_\_\_\_\_

NO \_\_\_\_\_

N/A

### **PART III. PROJECT COSTS**

A. Provide an estimate of cost of all items listed below:

	<u>Item</u>	<u>Cost</u>
1.	Land Acquisition	\$ _____
2.	Building Acquisition	\$ <u>14,100,000</u>
3.	Construction or Renovation	\$ <u>725,000</u>
4.	Site Work	\$ _____
5.	Infrastructure Work	\$ _____
6.	Engineering Fees	\$ _____
7.	Architectural Fees	\$ _____

8.	Applicant's Legal Fees	\$ 50,000
9.	Financial Fees (incl. lender legal fees)	\$ 50,000
10.	Other Professional Fees	\$ 75,000
11.	Furniture, Equipment & Machinery (not included in 3. above)	\$ 1,600,000
12.	Other Soft Costs (describe)	\$
13.	Other (describe)	\$
Total		\$ 16,600,000

B. Source of Funds for Project Costs:

a.	Bank Financing:	\$ 10,000,000
b.	Tax Exempt Bonds	\$
c.	Taxable Bonds	\$
d.	Equity	\$ 6,600,000
TOTAL		\$ 16,600,000

C. Have any of the above costs been paid or incurred (including contracts of sale or purchase orders) as of the date of this application? If YES, describe particulars on a separate sheet.

YES \_\_\_\_\_

NO X

D. Are items of working capital, moving expenses, work in progress, or stock in trade included in the proposed uses of the bond proceeds (if applicable)? If YES, provide details:

YES \_\_\_\_\_

NO X

E. Will any of the funds to be borrowed through the Agency's issuance of bonds, if applicable, be used to repay or refinance an existing mortgage, outstanding loan or an outstanding bond issue? If YES, provide details:

YES \_\_\_\_\_

NO X



- F. Has the Applicant made any arrangement for the marketing or the purchase of the bonds or the provision of other third party financing? If YES, indicate with whom (subject to Agency approval) and provide a copy of any term sheet or commitment letter issued with respect to such financing.

YES \_\_\_\_

NO X\_\_

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G. Construction Cost Breakdown:

Total Cost of Construction: \$ 2,500,000 (sum of 3 and 11 in Question A above)

Cost for materials: \$ 1,600,000

% Sourced in County: %

% Sourced in State: % (incl. County)

Cost for labor: \$ 725,000

% Sourced in County: %

% Sourced in State: % (incl. County)

Cost for "other": \$ 175,000

% Sourced in County: %

% Sourced in County: % (incl. County)

**PART IV. COST/BENEFIT ANALYSIS**

- A. If the Applicant presently operates in Nassau County, provide the current annual payroll, excluding benefits. Estimate payroll, excluding benefits, in First Year, Second Year and Third Year after completion of the Project.

	<u>Present</u>	<u>First Year</u>	<u>Second Year</u>	<u>Third Year</u>
Full-time:	\$ N/A	\$2,690,000	\$2,825,000	\$3,050,000
Part-time:	N/A			
Seasonal:	N/A			
Total Annual Payroll:	\$ N/A	\$2,690,000	\$2,825,000	\$3,050,000

What are the average wages of employees (excluding benefits) presently employed by the Applicant in Nassau County? \$ N/A

What is the average annual value of employee benefits paid per job, if any, for the employees presently employed by the Applicant in Nassau County? \$ N/A

What are the estimated average wages of the jobs (excluding benefits) to be created by the Applicant upon completion of the Project? \$ 45,000

What is the estimated average annual value of employee benefits per job, if any, for jobs to be created upon completion of the Project? \$ N/A

Estimate the percentage of jobs to be created by the Applicant upon completion of the Project that will be filled by County residents: 70 %

Please note that the Agency may utilize the foregoing employment projections and the projections set forth in Schedule C, among other things, to determine the financial assistance that will be offered by the Agency to the Applicant. The Applicant acknowledges that the bond documents may include a covenant by the Applicant to retain the number of jobs, types of occupations and amount of payroll with respect to the Project set forth in this Application.

- B. (i) Will the Applicant transfer current employees from existing location(s)? If YES, describe, please describe the number of current employees to be transferred and the location from which such employees would be transferred:

YES   X  

NO       

Some employees will come to work at the Nassau County Location, but since most of them live in the Bronx, NY, we expect very few of them to actually drive to Nassau County. We expect between 60-70% of employees to be all new.

- (ii) Describe the number of estimated full time equivalent construction jobs to be created as a result of undertaking the project, to the extent any:

      N/A      

- C. What, if any, is the anticipated increase in the dollar amount of production, sales or services rendered as a result of the Project?

\$       15,000,000      

What percentage of the foregoing amount is subject to New York sales and use tax?

      0       %

Describe any other municipal revenues that will result from the Project (excluding the above and any PILOT payments):

      None      

- D. What is the estimated aggregate annual amount of goods and services to be purchased by the Applicant for each year after completion of the Project and what portion will be sourced from businesses located in the County and the State (including the County):

Amount

% Sourced in County

% Sourced in State

Year 1	\$4,500,000	_____	100%_____
Year 2	\$4,800,000	_____	100%_____
Year 3	\$5,100,000	_____	100%_____

- E. Describe, if applicable, other benefits to the County anticipated as a result of the Project, including a projected annual estimate of additional sales tax revenue generated, directly and indirectly, as a result of undertaking the project:

\_\_\_\_\_ Use of county based services \_\_\_\_\_

\_\_\_\_\_

- F. Costs to the County and affected municipalities:

Estimated Value of Sales Tax Exemption: \$ \_\_\_\_\_ 138,000 \_\_\_\_\_

Estimated Value of Mortgage Tax Exemption: \$ \_\_\_\_\_ 105,000 \_\_\_\_\_

Estimated Property Tax Exemption: \$ \_\_\_\_\_ 56,000 \_\_\_\_\_

Estimated Interest Savings: \$ \_\_\_\_\_ 0 \_\_\_\_\_

Existing Property Tax paid on the Land and/or Building: (please provide current tax bills) \$ \_\_\_\_\_ 761,000 \_\_\_\_\_

Estimated new Real Property Tax Revenue if the Project did **not** receive Real Property Tax exemption: \$ \_\_\_\_\_ 540,000 \_\_\_\_\_

Estimated new Real Property Tax Revenue if the Project does receive Real Property Tax exemption: \$ \_\_\_\_\_ 540,000 \_\_\_\_\_

- G. Describe any other one-time municipal revenues (not including fees payable to the Agency) that the Project will create:

\_\_\_\_\_ Creation of jobs \_\_\_\_\_

\_\_\_\_\_

## **PART V. PROJECT CONSTRUCTION SCHEDULE**

- A. Has construction work on the Project begun? If YES, indicate the percentage of completion:

1.
 

(a) Site clearance	YES <input type="checkbox"/>	NO <input checked="" type="checkbox"/>	__0__% complete
(b) Environmental Remediation	YES <input type="checkbox"/>	NO <input checked="" type="checkbox"/>	__0__% complete
(c) Foundation	YES <input type="checkbox"/>	NO <input checked="" type="checkbox"/>	__0__% complete
(d) Footings	YES <input type="checkbox"/>	NO <input checked="" type="checkbox"/>	__0__% complete
(e) Steel	YES <input type="checkbox"/>	NO <input checked="" type="checkbox"/>	__0__% complete
(f) Masonry	YES <input type="checkbox"/>	NO <input checked="" type="checkbox"/>	__0__% complete
(g) Interior	YES <input type="checkbox"/>	NO <input checked="" type="checkbox"/>	__0__% complete
(h) Other (describe below):	YES <input type="checkbox"/>	NO <input checked="" type="checkbox"/>	__0__% complete
  
2. If NO to all of the above categories, what is the proposed date of commencement of construction, renovation or acquisition of the Project?

January 2013

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- B. Provide an estimate of time schedule to complete the Project and when the first use of the Project is expected to occur (attach additional sheet if necessary):

May 2013

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- C. At what date(s) and in what amount(s) is it estimated that funds will be required?

January 2013

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## **PART VI. ENVIRONMENTAL IMPACT**

- A. What is the expected environmental impact of the Project? (Complete the attached Environmental Assessment Form (Schedule G)).

None

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- B. Is an environmental impact statement required by Article 8 of the N.Y. Environmental Conservation Law (i.e., the New York State Environmental Quality Review Act)?

YES \_\_\_\_\_

NO   X  

- C. Please be advised that the Agency may require at the sole cost and expense of the Applicant the preparation and delivery to the Agency of an environmental report in form and scope satisfactory to the Agency, depending on the responses set forth in the Environmental Assessment Form. If an environmental report has been or is being prepared in connection with the Project, please provide a copy.

- D. The Applicant authorizes the Agency to make inquiry of the United States Environmental Protection Agency, the New York State Department of Environmental Conservation or any other appropriate federal, state or local governmental agency or authority as to whether the Project site or any property adjacent to or within the immediate vicinity of the Project site is or has been identified as a site at which hazardous substances are being or have been used, stored, treated, generated, transported, processed, handled, produced, released or disposed of. The Applicant will be required to secure the written consent of the owner of the Project site to such inquiries (if the Applicant is not the owner), upon request of the Agency.

THE UNDERSIGNED HEREBY CERTIFIES that the answers and information provided above and in any statement attached hereto are true, correct and complete.

Name of Applicant: R Best Produce Inc.  
Signature: [Signature]  
Name: Philip DelPrete  
Title: Co-CEO  
Date: 10/9/12

Sworn to before me this 9  
day of OCTOBER, 2012

Cernovschi Nicolae  
Notary Public

CERNOVSCHI NICOLAE  
Notary Public, State of New York  
No. 01CE6072215  
Qualified in Queens County  
Commission Expires April 1, 2014

## **RULES AND REGULATIONS OF THE NASSAU COUNTY INDUSTRIAL DEVELOPMENT AGENCY**

The Nassau County Industrial Development Agency (the “Agency”), in order to better secure the integrity of the projects it sponsors, declares that it is in the public interest (i) to ensure the continuity of such projects and the jobs created by such projects, (ii) to prevent the conversion of the use of the premises upon which a sponsored project is to be constructed or renovated and (iii) to limit and prevent unreasonable profiteering or exploitation of a project, and does hereby find, declare and determine as follows:

**FIRST:**

Upon the approval of a sponsored project, the Agency shall take title to, or acquire a leasehold or other interest in, all premises upon which an Agency sponsored project is to be constructed or renovated, and shall lease, sublease, license, sell or otherwise transfer the premises to the Applicant for a term to be determined by the Agency.

At such time as, among other things, the Applicant fails to retain or create the jobs as represented in the Application or changes the use of the project or ownership of the project or the Applicant during the life of the project in a manner inconsistent with the Application, and such employment default or change of use or ownership does not meet with the prior written approval of the Agency, a recapture of benefits may be required to be paid by the Applicant to the Agency. The amount and sufficiency (with respect to a particular applicant) of the applicable recapture of benefits payment shall be determined by the Agency and shall be set forth in the bond documents.

**SECOND:**

At such time as a proposed Project is reviewed, the members of the Agency must disclose any blood, marital or business relationships they or members of their families have or have had with the Applicant (or its affiliates). The Applicant represents that no member, manager, principal, officer or director of the Applicant has any such relationship with any member of the Agency (or any member of the family of any member of the Agency).

**THIRD:**

All applicants must disclose whether they have been appointed, elected or employed by New York State, any political division of New York State or any other governmental agency.

**FOURTH:**

All proposed underwriters, credit enhancers (including banks and bond insurance companies), trustees, title companies and their respective attorneys must be satisfactory to and approved in writing by the Agency.

Understood and Agreed to:

Name of Applicant: R Bank Products Inc.

By: Philip Del Poete  
Name/Title: Philip Del Poete, Co-Eco



**CERTIFICATION AND AGREEMENT  
WITH RESPECT TO FEES AND COSTS**

The undersigned deposes and says: that I am an authorized representative of the Applicant named in the attached application for financial assistance ("Application") and that I hold the office specified below my signature at the end of this Certification and Agreement, that I am authorized and empowered to deliver this Certification and Agreement and the Application for and on behalf of the Applicant, that I am familiar with the contents of said Application (including all schedules and attachments thereto), and that said contents are true, correct and complete to my knowledge. Capitalized terms used but not otherwise defined in this Certification and Agreement shall have the meanings assigned to such terms in the Application.

The grounds of my belief relative to all matters in the Application that are not based upon my own personal knowledge are based upon investigations I have made or have caused to be made concerning the subject matter of this Application, as well as upon information acquired in the course of my duties and from the books and records of the Applicant.

As an authorized representative of the Applicant, I acknowledge and agree on behalf of the Applicant that the Applicant hereby releases the Nassau County Industrial Development Agency, its members, officers, servants, attorneys, agents and employees (collectively, the "Agency") from, agrees that the Agency shall not be liable for and agrees to indemnify, defend (with counsel selected by the Agency) and hold the Agency harmless from and against any and all liability, damages, causes of actions, losses, costs or expenses incurred by the Agency in connection with: (A) examination and processing of, and action pursuant to or upon, the Application, regardless of whether or not the Application or the financial assistance requested therein are favorably acted upon by the Agency, (B) the acquisition, construction and/or installation of the Project by the Agency, and (C) any further action taken by the Agency with respect to the Project; including, without limiting the generality of the foregoing, (i) all fees and expenses of the Agency's general counsel, bond counsel, economic development consultant, real property tax valuation consultant and other experts and consultants (if deemed necessary or advisable by the Agency), and (ii) all other expenses incurred by the Agency in defending any suits, actions or proceedings that may arise as a result of any of the foregoing. If, for any reason whatsoever, 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 Applicant is unable to find buyers willing to purchase the total bond issue required or is unable to secure other third party financing or otherwise fails to conclude the Project, then upon presentation of an invoice by the Agency, its agents, attorneys or assigns, the Applicant shall pay to the Agency, its agents, attorneys or assigns, as the case may be, all fees and expenses reflected in any such invoice.

As an authorized representative of the Applicant, I acknowledge and agree on behalf of the Applicant that each of the Agency's general counsel, bond counsel, economic development consultant, real property tax valuation consultant and other experts and consultants is an intended third-party beneficiary of this Certification and Agreement, and that each of them may (but shall not be obligated to) enforce the provisions of the immediately preceding paragraph, whether by lawsuit or otherwise, to collect the fees and expenses of such party or person incurred by the Agency (whether or not first paid by the Agency) with respect to the Application.

Upon successful closing of the required bond issue or other form of financing or Agency assistance, the Applicant shall pay to the Agency an administrative fee set by the Agency (which amount is payable at closing) in accordance with the following schedule:

- (A) Taxable Bond Issues - Six-tenths (6/10) of one percent (1%) for the first twenty million dollars (\$20,000,000) of total project costs and, if applicable, two-tenths (2/10) of one percent (1%)

for any additional amounts in excess of twenty million dollars (\$20,000,000) of total project costs.

- (B) Tax-Exempt Bond Issues – Six-tenths (6/10) of one percent (1%) of total project costs.
- (C) General Counsel Fee – One-tenth (1/10) of one percent (1%) of total project costs, with a minimum fee of \$2,000.
- (D) All Initial Transactions - Two Thousand Five Hundred Dollars (\$2,500) closing compliance fee payable at closing and One Thousand Dollars (\$1,000) per year (or part thereof) administrative fee, payable in advance, at the closing for the first year (or part thereof) and on January 1st of each year for the term of the financing. The annual service fee is subject to periodic review and may be adjusted from time to time in the discretion of the Agency.
- (E) Refundings – The Agency fee shall be determined on a case-by-case basis.
- (F) Assumptions – The Agency fee shall be determined on a case-by-case basis.
- (G) Modifications – The Agency fee shall be determined on a case-by-case basis.

The Agency's bond counsel fees and expenses are payable at closing and are based on the work performed in connection with the Project.

The Agency's bond counsel's fees, general counsel fee and the administrative fees may be considered as a cost of the Project and included as part of any resultant financing, subject to compliance with applicable law.

Upon the termination of the financing of the Project, Applicant agrees to pay all costs in connection with any conveyance by the Agency to the Applicant of the Agency's interest in the Project and the termination of all related Project documents, including the fees and expenses of the Agency's general counsel, bond counsel, and all applicable recording, filing or other related fees, taxes and charges.

I further acknowledge and agree on behalf of the Applicant that, in the event the Agency shall have used all of its available tax-exempt bond financing allocation from the State of New York, if applicable, and shall accordingly be unable to obtain an additional allocation for the benefit of the Applicant, the Agency shall have no liability or responsibility as a result of the inability of the Agency to issue and deliver tax-exempt bonds for the benefit of the Applicant.

Philip DelPrete  
Name  
Title: Co-Ceo

Sworn to before me this 9  
day of OCTOBER, 2012

Cernovschi Nicolae  
Notary Public

CERNOVSCHI NICOLAE  
Notary Public, State of New York  
No. 01CE6072215  
Qualified in Queens County  
Commission Expires April 1, 2014

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TABLE OF SCHEDULES:

<u>Schedule</u>	<u>Title</u>	<u>Complete as Indicated Below</u>
A.	Tax-Exempt Bond Manufacturing Questionnaire	If Applicant checked "YES" in Part I, Question I.4 of Application
B.	New York State Financial and Employment Requirements for Industrial Development Agencies	All applicants
C.	Guidelines for Access to Employment Opportunities	All applicants
D.	Anti-Raiding Questionnaire	If Applicant checked "YES" in Part I, Question Q.2. of Application
E.	Retail Questionnaire	If Applicant checked "YES" in Part II, Question P of Application (See Page 11)
F.	Applicant's Financial Attachments, consisting of:	All applicants
	1. Applicant's audited financial statements for the last two fiscal years (unless included in Applicant's annual reports).	
	2. Applicant's annual reports (or Form 10-K's) for the two most recent fiscal years.	
	3. Applicant's quarterly reports (Form 10-Q's) and current reports (Form 8-K's) since the most recent Annual Report, if any.	
	4. In addition, attach the financial information described above in items F1, F2, and F3 of any anticipated Guarantor of the proposed financing, if different than the Applicant, including the personal financial statement of any anticipated Guarantor that is a natural person.	
	5. Dun & Bradstreet report.	
G.	Environmental Assessment Form	All applicants
H.	Other Attachments	As required

**TAX-EXEMPT BOND MANUFACTURING QUESTIONNAIRE**

(To be completed by the Applicant if the Applicant checked "YES" in Part I, Question I.4 of the Application for Financial Assistance).

Please complete the following questions for each facility to be financed. Use additional pages as necessary.

- Describe the production process which occurs at the facility to be financed.

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- Allocate the facility to be financed by function (expressed in square footage) (e.g., production line, employee lunchroom, offices, restrooms, storage, warehouse, loading dock, repair shop, parking, research, sales, etc.) and location in relation to production (e.g., same building, adjacent land or building, off-site, etc.). Please attach blueprints of the facility to be financed.

<b><u>FUNCTION</u></b>	<b><u>LOCATION</u></b>	<b><u>SQ. FOOTAGE</u></b>
<hr/>	<hr/>	<hr/>
<hr/>	<hr/>	<hr/>
<hr/>	<hr/>	<hr/>

TOTAL

- Of the space allocated to offices above, identify by function (e.g., executive offices, payroll, production, etc.) and location in relation to production (e.g., same building, adjacent land or building, off-site, etc.).

<b><u>FUNCTION</u></b>	<b><u>LOCATION</u></b>	<b><u>SQ. FOOTAGE</u></b>
<hr/>	<hr/>	<hr/>
<hr/>	<hr/>	<hr/>
<hr/>	<hr/>	<hr/>

TOTAL

- Of the space allocated to storage or warehousing above, identify the square footage and location of the areas devoted to storage of the following:

**SQ. FOOTAGE**

**LOCATION**

Raw Materials used  
for production of  
manufactured goods

\_\_\_\_\_

Finished product storage

\_\_\_\_\_

Component parts of  
goods manufactured at  
the facility

\_\_\_\_\_

Purchased component  
parts

\_\_\_\_\_

Other (specify)

\_\_\_\_\_

TOTAL

\_\_\_\_\_

5. List raw materials used at the facility to be financed in the processing of the finished product(s).

\_\_\_\_\_  
\_\_\_\_\_

6. List finished product(s) which are produced at the facility to be financed.

\_\_\_\_\_  
\_\_\_\_\_

The UNDERSIGNED HEREBY CERTIFIES that the answers and information provided above and in any statement attached hereto are true and correct.

Name of  
Applicant:

R Best Produce Inc

Signature:

Philip Del Prete

Name:

Co-Ceo

Title:

Date:

10/9/12

**NEW YORK STATE FINANCIAL AND EMPLOYMENT REPORTING  
REQUIREMENTS FOR INDUSTRIAL DEVELOPMENT AGENCIES**

- A. Pursuant to applicable law, the Agency requires the completion of an Initial Employment Plan (see Schedule C) and a year-end employment plan status report, both of which shall be filed by the Nassau County Industrial Development Agency (the "Agency") with the New York State Department of Economic Development on January 15. The Project documents will require the Applicant to provide such report to the Agency on or before January 1 of each year, together with such employment verification information as the Agency may require.

Except as otherwise provided by collective bargaining agreements, the Applicant agrees to list any new employment opportunities with the New York Department of Labor Community Services Division and the administrative entity of the service delivery area created by the Federal Job Training Partnership Act (P.L. 97-300), or any successor statute thereto (the "JTPA Entities"). In addition, except as otherwise provided by collective bargaining agreements, the Applicant, where practicable, will first consider persons eligible to participate in JTPA programs who shall be referred by the JTPA Entities for such new employment opportunities.

- B. The Applicant will be required to file annually a statement with the New York State Department of Taxation and Finance and the Agency of the value of all sales or use tax exemptions claimed in connection with the Project by reason of the involvement of the Agency.
- C. Please be advised that the New York State Industrial Development Agency Act imposes additional annual reporting requirements on the Agency, and the Applicant will be required to furnish information in connection with such reporting, as follows:

- 1 The following information must be provided for all bonds issued, outstanding or retired during the year:

Name, address and owner of the project; total amount of tax exemptions granted (broken out by state and local sales tax, property taxes, and mortgage recording tax); payments in lieu of taxes made; total real estate taxes on the Project prior to exemption; number of jobs created and retained, and other economic benefits realized.

Date of issue; interest rate at end of year; bonds outstanding at beginning of year; bonds issued during year; principal payments made during year; bonds outstanding at end of year; federal tax status; and maturity date(s).

**Failure to provide any of the aforesaid information will be constitute a DEFAULT under the Project documents to be entered into by the Agency and the Applicant in connection with the proposed Project.**

Please sign below to indicate that the Applicant has read and understood the above and agrees to provide the described information on a timely basis.

Name of  
Applicant:

R. J. Best Produce Inc

Signature:

[Signature]

Name:

Philip DeLPrete

Title:

Co-Geo

Date:

10/9/12

**GUIDELINES FOR ACCESS TO EMPLOYMENT OPPORTUNITIES****INITIAL EMPLOYMENT PLAN**

Prior to the expenditure of bond proceeds or the granting of other financial assistance, the Applicant shall complete the following employment plan:

Applicant Name: "R" Best Produce Inc.

Address: 220 Food Center Drive, Bronx, NY10474

Type of Business: Wholesale Distribution of Produce

Contact Person: Philip DelPrete Tel. No.: 718-617-8300

Please complete the following table describing the Applicant's projected employment plan following receipt of financial assistance:

Current and Planned Occupations (provide NAICS Code for each)	Current Number Full Time Equivalent Jobs Per Occupation		Estimated Number of Full Time Equivalent Jobs in the County After Completion of the Project:		
			<u>1 year</u>	<u>2 years</u>	<u>3 years</u>
	<u>County</u>	<u>Statewide</u>			
<u>424480</u>	<u>51</u>	<u>51</u>	<u>55</u>	<u>59</u>	<u>63</u>
<u>                    </u>	<u>                    </u>	<u>                    </u>	<u>                    </u>	<u>                    </u>	<u>                    </u>
<u>                    </u>	<u>                    </u>	<u>                    </u>	<u>                    </u>	<u>                    </u>	<u>                    </u>
<u>                    </u>	<u>                    </u>	<u>                    </u>	<u>                    </u>	<u>                    </u>	<u>                    </u>

Please indicate the number of temporary construction jobs anticipated to be created in connection with the acquisition, construction and/or renovation of the Project:

General Contractor for office and warehouse plus refrigeration (25-30 construction jobs)

Please indicate the estimated hiring dates for the new jobs shown above and any special recruitment or training that will be required:

January 15, 2013

Are the Applicant's employees currently covered by a collective bargaining agreement?



YES   X  

NO       

IF YES, Union Name and Local: Local 202 Teamsters

Please note that the Agency may utilize the foregoing employment projections, among other things, to determine the financial assistance that will be offered by the Agency to the Applicant. The Applicant acknowledges that the bond documents may include a covenant by the Applicant to retain the above number of jobs, types of occupations and amount of payroll with respect to the proposed project.

Attached hereto is a true, correct and complete copy of the Applicant's most recent Quarterly Combined Withholding, Wage Reporting, and Unemployment Insurance Return (Form NYS-45-MN) (first page only). Upon request of the Agency, the Applicant shall provide such other or additional information or documentation as the Agency may require with respect to the Applicant's current employment levels in the State of New York.

The UNDERSIGNED HEREBY CERTIFIES that the answers and information provided above and in any statement attached hereto are true, correct and complete.

Name of  
Applicant:

R Best Produce Inc

Signature:

[Handwritten Signature]

Name:

Philip Del Prete

Title:

Co-CEO

Date:

10/9/12

**ANTI-RAIDING QUESTIONNAIRE**

(To be completed by Applicant if Applicant checked "YES" in Part I, Question P.2 of the Application for Financial Assistance)

- A. Will the completion of the Project result in the removal of a plant or facility of Applicant, or of a proposed occupant of the Project, from an area in New York State (but outside of Nassau County) to an area within Nassau County?

YES   X  NO       

If the answer to Question A is YES, please provide the following information:

Address of the to-be-removed plant or facility: 220 Food Center Dr., Bronx, NY 10474

\_\_\_\_\_

Names of all current occupants of the to-be-removed plant or facility: "R" Best Produce Inc. and Fresh Guys Warehousing Corp.

\_\_\_\_\_

- B. Will the completion of the Project result in the abandonment of one or more plants or facilities of the Applicant, or of a proposed occupant of the Project, located in an area of the State of New York other than in Nassau County?

YES       NO   N/A  

If the answer to Question B is YES, please provide the following information:

Addresses of the to-be-abandoned plants or facilities:   N/A  

\_\_\_\_\_

\_\_\_\_\_

Names of all current occupants of the to-be-abandoned plants or facilities:

  N/A  

\_\_\_\_\_

- C. Has the Applicant contacted the local industrial development agency at which its current plants or facilities in New York State are located with respect to the Applicant's intention to move or abandon such plants or facilities?

YES   X  NO

If the answer to Question C is YES, please provide details in a separate attachment.

IF THE ANSWER TO EITHER QUESTION A OR B IS "YES", ANSWER QUESTIONS D AND E.

- D. Is the Project reasonably necessary to preserve the competitive position of the Applicant, or of a proposed occupant of the Project, in its industry?

YES   X  

NO       

- E. Is the Project reasonably necessary to discourage the Applicant, or a proposed occupant of the Project, from removing such plant or facility to a location outside of the State of New York?

YES   X  

NO       

IF THE ANSWER TO EITHER QUESTION D OR E IS "YES", PLEASE PROVIDE DETAILS IN A SEPARATE ATTACHMENT.

THE UNDERSIGNED HEREBY CERTIFIES that the answers and information provided above and in any statement attached hereto are true, correct and complete.


Name of  
Applicant:

Signature:

Name:

Title:

Date:

  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

## Anti- Raiding Questionnaire

R Best Produce, Inc. has been in talks with the New York City Economic Development Corporation (NYCEDC) since 2011 to extend its lease for premises located at 220 Food Center Dr. Bronx, New York. We were unable to come together to a conclusion where both parties would be satisfied with the proposed lease terms. It is in our best interest to be competitive and expand our business if possible. The proposed lease terms for the premises at 220 Food Center Dr. would have weakened our business significantly.

It is vital for R Best Produce, Inc. and its affiliates to be competitive in its industry since there are so many companies competing for the same clients. The acquisition of premises at 99 Seaview Blvd., will give us an advantage over our competitors due to the fact that most of our clients are located in the City of New York, New Jersey and as far as Massachusetts.

Our future plans include expanding further into New Jersey and Southward and moving our warehousing into New Jersey would facilitate that expansion.

**RETAIL QUESTIONNAIRE**

(To be completed by Applicant if Applicant checked either "YES" in Part II, Question P of the Application for Financial Assistance)

- A. Will any portion of the Project (including that portion of the cost to be financed from equity or sources other than Agency financing) consist of facilities or property that are or will be primarily used in making retail sales to customers who personally visit the Project?

YES \_\_\_\_

NO \_N/A\_

For purposes of Question A, the term "retail sales" means (i) sales by a registered vendor under Article 28 of Tax Law of the State of New York (the "Tax Law") primarily engaged in the retail sale of tangible personal property (as defined in Section 1101(b)(4)(i) of the Tax Law), or (ii) sales of a service to customers who personally visit the Project.

- B. If the answer to Question A is YES, what percentage of the cost of the Project (including that portion of the cost to be financed from equity or sources other than Agency financing) 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 \_\_\_\_ %

- C. If the answer to Question A is YES, and the amount entered for Question B is greater than 33.33%, indicate whether any of the following apply to the Project:

1. Will the Project be operated by a not-for-profit corporation?

YES \_\_\_\_

NO \_N/A\_

2. Is the Project likely to attract a significant number of visitors from outside the economic development region (i.e., Long Island) in which the Project is or will be located?

YES \_\_\_\_

NO \_N/A\_

3. 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 \_N/A\_

4. 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 \_N/A\_

5. Will the Project be located in one of the following: (a) an area designed as an economic development zone pursuant to Article 18-B of the General Municipal Law; or (b) 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 (i) a poverty rate of at least 20% for the year in which the data relates, or at least 20% of the households receiving public assistance, and (ii) an unemployment rate of at least 1.25 times the statewide unemployment rate for the year to which the data relates?

YES \_\_\_\_\_

NO N/A \_\_\_\_\_

If the answer to any of the subdivisions 1 through 5 of Question C is YES, attach details.

- D. If the answer to any of the subdivisions 3 through 5 of Question C 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? If YES, attach details.

YES \_\_\_\_\_

NO N/A \_\_\_\_\_

- E. State percentage of the Applicant's annual gross revenues comprised of each of the following:

Retail Sales: N/A %

Services: N/A %

- F. State percentage of Project premises utilized for same:

Retail Sales: N/A %

Services: N/A %

The UNDERSIGNED HEREBY CERTIFIES that the answers and information provided above and in any statement attached hereto are true, correct and complete.

Name of  
Applicant:

R. Best Productions  
Phil DePrete

Signature:

Name:

Title:

Date:

Phil DePrete  
Co-CEO  
10/9/12

**APPLICANT'S FINANCIAL ATTACHMENTS**



Anchin, Block & Anchin LLP  
Accountants & Advisors  
1375 Broadway New York, NY 10018  
212 840-3456  
[www.anchin.com](http://www.anchin.com)

## INDEPENDENT ACCOUNTANTS' REVIEW REPORT

### **To R Best Produce, Inc. and Affiliates**

We have reviewed the accompanying combined balance sheet of R Best Produce, Inc. and Affiliates as of December 31, 2011, and the related combined statements of income and retained earnings and cash flows for the year then ended. A review includes primarily applying analytical procedures to management's financial data and making inquiries of Company management. A review is substantially less in scope than an audit, the objective of which is the expression of an opinion regarding the combined financial statements as a whole. Accordingly, we do not express such an opinion.

Management is responsible for the preparation and fair presentation of the combined financial statements in accordance with accounting principles generally accepted in the United States of America and for designing, implementing, and maintaining internal control relevant to the preparation and fair presentation of the combined financial statements.

Our responsibility is to conduct the review in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants. Those standards require us to perform procedures to obtain limited assurance that there are no material modifications that should be made to the financial statements. We believe that the results of our procedures provide a reasonable basis for our report.

Based on our review, we are not aware of any material modifications that should be made to the accompanying combined financial statements in order for them to be in conformity with accounting principles generally accepted in the United States of America.



Our review was made primarily for the purpose of expressing a conclusion that there were no material modifications that should be made to the combined financial statements in order for them to be in conformity with accounting principles generally accepted in the United States of America. The supplementary information included on pages 12 through 15 are presented only for purposes of additional analysis and is not a required part of the basic combined financial statements. The supplementary information has not been subjected to the inquiry and analytical procedures applied in the review of the basic combined financial statements, but have been compiled from information that is the representation of management. We have not audited or reviewed the supplementary information, and, accordingly, we do not express an opinion or any other form of assurance on the supplementary information.

*Anchin, Block & Anchin LLP*

New York, New York  
April 5, 2012

**R BEST PRODUCE, INC. AND AFFILIATES**

**COMBINED BALANCE SHEET**

**DECEMBER 31, 2011**

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**ASSETS**

**Current Assets:**

Cash  
Accounts receivable, net of allowance of  
Due from affiliate  
Inventories  
Prepaid expenses and other current assets  
Advances to suppliers  
Notes receivable, stockholders  
Total Current Assets

**Property and Equipment, Net**

**Other Assets**

**Total Assets**

**LIABILITIES AND STOCKHOLDERS' EQUITY**

**Current Liabilities:**

Bank loans payable  
Accounts payable and accrued expenses  
Deferred rent liability, current portion  
Total Current Liabilities

**Deferred Rent Liability, Net of Current Portion**

**Total Liabilities**

**Stockholders' Equity:**

Common stock  
Additional paid-in capital  
Retained earnings  
Total Stockholders' Equity

**Total Liabilities and Stockholders' Equity**

See the Independent Accountants' Review Report and the accompanying  
Notes to the Combined Financial Statements.

**R BEST PRODUCE, INC. AND AFFILIATES**  
**COMBINED STATEMENTS OF INCOME AND RETAINED EARNINGS**  
**DECEMBER 31, 2011**

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Net Sales

Cost of Sales:

Inventories - beginning of year  
Purchases and other costs

Less: Inventories, end of year  
Total Cost of Sales

Gross Profit

% to Net Sales

Operating Expenses:

Delivery expenses  
Warehouse expenses  
Selling expenses  
General and administrative expenses  
Total Operating Expenses

Operating Income

Other Income and Expense:

Interest expense, net  
Other income, net  
Total Other Income and Expense

Income before Income Taxes

Provision for Income Taxes

Net Income

Retained Earnings:

Beginning of year  
Distributions  
End of year

See the Independent Accountants' Review Report and the accompanying  
Notes to the Combined Financial Statements.

**R BEST PRODUCE, INC. AND AFFILIATES**

**COMBINED STATEMENT OF CASH FLOWS**

**DECEMBER 31, 2011**

---

**Cash Flows from Operating Activities:**

Net income

Adjustments to reconcile net income to net cash  
provided by operating activities:

Depreciation

(Increase) decrease in:

Accounts receivable

Inventories

Due from affiliate

Prepaid expenses and other current assets

Advances to suppliers

Decrease in:

Accounts payable and accrued expenses

Deferred rent liability

Total adjustments

Net Cash Provided by Operating Activities

**Cash Flows from Investing Activities:**

Loan to stockholders

**Cash Flows from Financing Activities:**

Bank borrowings, net

Distributions to stockholders

Net Cash Used in Financing Activities

**Net Increase in Cash**

**Cash:**

Beginning of year

End of year

**Supplemental Disclosures of Cash**

**Flow Information:**

Cash paid during the year for:

Interest

Income taxes

**Supplemental Schedule of Noncash Financing  
and Investing Activities:**

Distributions to repay note

receivable, stockholders

See the Independent Accountants' Review Report and the accompanying  
Notes to the Combined Financial Statements.





Anchin, Block & Anchin LLP  
Accountants & Advisors  
1375 Broadway New York, NY 10018  
212 840-3456  
[www.anchin.com](http://www.anchin.com)

### INDEPENDENT ACCOUNTANTS' REVIEW REPORT

To R Best Produce, Inc. and Affiliates

We have reviewed the accompanying combined balance sheet of R Best Produce, Inc. and Affiliates as of December 31, 2010, and the related combined statements of income and retained earnings and cash flows for the year then ended. A review includes primarily applying analytical procedures to management's financial data and making inquiries of Company management. A review is substantially less in scope than an audit, the objective of which is the expression of an opinion regarding the combined financial statements as a whole. Accordingly, we do not express such an opinion.

Management is responsible for the preparation and fair presentation of the combined financial statements in accordance with accounting principles generally accepted in the United States of America and for designing, implementing, and maintaining internal control relevant to the preparation and fair presentation of the combined financial statements.

Our responsibility is to conduct the review in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants. Those standards require us to perform procedures to obtain limited assurance that there are no material modifications that should be made to the financial statements. We believe that the results of our procedures provide a reasonable basis for our report.

Based on our review, we are not aware of any material modifications that should be made to the accompanying combined financial statements in order for them to be in conformity with accounting principles generally accepted in the United States of America.

*Anchin, Block & Anchin* LLP

New York, New York  
April 21, 2011

**R BEST PRODUCE, INC. AND AFFILIATES**

**COMBINED BALANCE SHEET**

**DECEMBER 31, 2010**

---

**ASSETS**

**Current Assets:**

Cash and cash equivalents  
Accounts receivable, net of allowance of \$201,540  
Due from affiliate  
Inventories  
Prepaid expenses and other current assets  
Advances to suppliers  
Notes receivable, stockholders  
Total Current Assets

**Property and Equipment, Net**

**Other Assets**

**Total Assets**

**LIABILITIES AND STOCKHOLDERS' EQUITY**

**Current Liabilities:**

Bank loans payable  
Trade accounts payable and accrued expenses  
Deferred rent liability, current portion  
Total Current Liabilities

**Deferred Rent Liability, net of Current Portion**

**Total Liabilities**

**Stockholders' Equity**

Common stock  
Additional paid-in capital  
Retained earnings  
Total Stockholders' Equity

**Total Liabilities and Stockholders' Equity**

See the Independent Accountants' Review Report and the accompanying  
Notes to the Combined Financial Statements.

**R BEST PRODUCE, INC. AND AFFILIATES**  
**COMBINED STATEMENTS OF INCOME AND RETAINED EARNINGS**

**DECEMBER 31, 2010**

---

**Net Sales**

**Cost of Sales:**

Inventories- beginning of year  
Purchases and other costs

Less: Inventories, end of year

Total Cost of Sales

**Gross Profit**

% to Net Sales

**Operating Expenses:**

Delivery expenses  
Warehouse expenses  
Selling expenses  
General and administrative expenses  
Total Operating Expenses

**Operating Income**

**Interest Expense, Net**

**Income Before Income Taxes**

**Provision for Income Taxes**

**Net Income**

**Retained Earnings:**

Beginning of year  
Prior period adjustment  
Beginning of the year, as adjusted

Distributions

End of year

See the Independent Accountants' Review Report and the accompanying  
Notes to the Combined Financial Statements.



**R BEST PRODUCE, INC. AND AFFILIATES**

**COMBINED STATEMENT OF CASH FLOWS**

**DECEMBER 31, 2010**

---

**Cash Flows from Operating Activities:**

Net income

Adjustments to reconcile net income to net cash  
provided by operating activities:

Depreciation

(Increase) decrease in:

Accounts receivable

Inventories

Due from affiliate

Prepaid expenses and other current assets

Advances to suppliers

Other assets

Decrease in:

Accounts payable and accrued expenses

Deferred rent liability

Total adjustments

Net Cash Provided by Operating Activities

**Cash Flows from Financing Activities:**

Repayments of installment obligations

Bank borrowings, net

Distributions paid to stockholders

Net Cash Used in Financing Activities

**Net Increase in Cash**

**Cash:**

Beginning of year

End of year

**Supplemental Disclosures of Cash**

**Flow Information:**

Cash paid during the year for:

Interest

Income taxes

**Supplemental Schedule of Noncash Financing Activities:**

Distributions to stockholders used to capitalize

a combined affiliate resulting in an increase

in additional paid-in capital and common stock

See the Independent Accountants' Review Report and the accompanying  
Notes to the Combined Financial Statements.



# McGladrey & Pullen

Certified Public Accountants

## Independent Accountant's Report

To the Stockholders  
R Best Produce, Inc. and Affiliates  
Bronx, New York

We have reviewed the accompanying combined balance sheets of R Best Produce, Inc. and Affiliates as of December 31, 2009 and 2008, and the related combined statements of income and retained earnings, and cash flows for the years then ended, in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants. All information included in these financial statements is the representation of the management of R Best Produce, Inc. and Affiliates.

A review consists principally of inquiries of company personnel and analytical procedures applied to financial data. It is substantially less in scope than an audit in accordance with generally accepted auditing standards, the objective of which is the expression of an opinion regarding the financial statements taken as a whole. Accordingly, we do not express such an opinion.

Based on our reviews, we are not aware of any material modifications that should be made to the accompanying financial statements in order for them to be in conformity with accounting principles generally accepted in the United States of America.

*McGladrey & Pullen, LLP*

New York, New York  
June 21, 2010

**R Best Produce, Inc. and Affiliates**

**Combined Balance Sheets  
December 31, 2009 and 2008  
See Accountant's Report**

**2009**

**2008**

**ASSETS**

**Current Assets:**

Cash and cash equivalents

Accounts receivable, net

Inventory

Prepaid expenses and other current assets

Stockholder advances

**Total current assets**

Property and Equipment, net of accumulated depreciation and  
amortization of                      in 2009 and                      in 2008

Other Assets - deposits

**LIABILITIES AND STOCKHOLDERS' EQUITY**

**Current Liabilities:**

Trade accounts payable and accrued expenses

Lines of credit

Current portion of installment obligation

Income taxes payable

**Total current liabilities**

Installment Obligation Payable

Deferred Rent Liability

Loans Payable - officers

**Total liabilities**

**Stockholders' Equity:**

Common stock

Additional paid-in capital

Retained earnings

Less treasury stock at cost

**Total stockholders' equity**

See Notes to Combined Financial Statements.

R Best Produce, Inc. and Affiliates

Combined Statements of Income and Retained Earnings

Years Ended December 31, 2009 and 2008

See Accountant's Report

	2009	2008
Net Sales		
Cost of Sales		
Gross profit		
Operating Expenses:		
Delivery expenses		
Warehouse expenses		
Selling expenses		
General and administrative expenses		
Total operating expenses		
Income from operations		
Loss on abandonment of leasehold improvement		
Interest expense, net of interest income		
Income before income tax provision		
Income Tax Provision		
Net Income		
Retained Earnings:		
Beginning		
Distributions to stockholders		
Ending		
See Notes to Combined Financial Statements.		

R Best Produce, Inc. and Affiliates

Combined Statements of Cash Flows

Years Ended December 31, 2009 and 2008

See Accountant's Report

2009

2008

Cash Flows From Operating Activities:

Net income

Adjustments to reconcile net income to net cash provided by  
operating activities:

Depreciation and amortization

Bad debt expense

Deferred rent

Write-off of investment in Uncle G's

Impairment of fixed assets

Loss on abandonment of leasehold improvement

Changes in operating assets and liabilities:

(Increase) decrease in:

Accounts receivable

Inventory

Prepaid expenses and other current assets

Other assets - deposits

(Decrease) increase in:

Trade accounts payable and accrued expenses

Income taxes payable

Net cash provided by operating activities

Cash Flows From Financing Activities:

Increase in amounts due from stockholders and officers

Decrease in amounts due from related parties

Repayments on lines of credit

Repayments of installment obligations

Stockholder distributions

Net cash used in financing activities

Net (decrease) increase in cash and cash equivalents

Cash and Cash Equivalents:

Beginning

Ending

Supplemental Disclosure of Cash Flow Information:

Cash payment for:

Interest

Income taxes

See Notes to Combined Financial Statements.







**NYS-45** (8/11)**Quarterly Combined Withholding, Wage Reporting,  
And Unemployment Insurance Return**

41125113

Reference these numbers in all correspondence:

UI Employer  
registration numberWithholding  
identification number

Employer legal name:

**FRESH GUYS WAREHOUSING CORP****Number of employees**Enter the number of full-time and part-time covered  
employees who worked during or received pay for the  
week that includes the 12th day of each month.

a. First month

28

b. Second month

28

c. Third month

29

Mark an **X** in only one box to indicate the quarter (a separate  
return must be completed for each quarter) and enter the tax year.

1	2	3	4	Y Y
Jan 1 - Mar 31	Apr 1 - Jun 30	July 1 - Sep 30	Oct 1 - Dec 31	Tax year
	<b>X</b>			<b>12</b>

Are dependent health insurance benefits  
available to any employee? ..... Yes No **X**If seasonal employer, mark an **X** in the box.....

For office use only

Postmark

Received Date

UI SK ☐ All ☐ SI ☐ WT ☐ SK ☐**Part A - Unemployment insurance (UI) information**

1. Total remuneration paid  
this quarter..... 382220.00
2. Remuneration paid this quarter  
to each employee in excess  
of \$8,500 since January 1.... 345165.00
3. Wages subject to contribution  
(subtract line 2 from line 1)..... 37055.00
4. UI contributions due  
Enter your  
Tax rate 1.425 %..... 528.03
5. Re-employment service fund  
(multiply line 3 x .00075)..... 27.79
6. UI previously underpaid with  
interest.....
7. Total of lines 4, 5, and 6..... 555.82
8. Enter UI previously overpaid ...
9. Total UI amounts due (if line 7  
is greater than line 8, enter difference) .. 555.82
10. Total UI overpaid (if line 8  
is greater than line 7, enter difference  
and mark box 11 below) ..
11. Apply to outstanding liabilities  
and/or refund.....

**Part B - Withholding tax (WT) information**

12. New York State  
tax withheld ..... 16907.69
13. New York City  
tax withheld ..... 4442.50
14. Yonkers  
tax withheld ..... 21350.19
15. Total tax withheld  
(add lines 12, 13 and 14) ..... 21350.19
16. WT credit from previous  
quarter's return (see instr.) .....
17. Form NYS-1 payments made  
for quarter. .... 21350.19
18. Total payments  
(add lines 16 and 17) ..... 21350.19
19. Total WT amount due (if line 15  
is greater than line 18, enter difference) ..
20. Total WT overpaid (if line 18  
is greater than line 15, enter difference  
here and mark an **X** in 20a or 20b)\* .....
- 20a. Apply to outstanding  
liabilities and/or refund..... **OR**
- 20b. Credit to next quarter  
withholding tax.....
21. Total payment due (add lines 9 and 19; make one  
remittance payable to NYS Employment Taxes)..... 555.82

\* An overpayment of either tax cannot be used to offset the amount due on the other tax.

Complete Parts D and E on back of form, if required. This is a scannable form; please file the original.

**Part C -- Employee wage and withholding information**Quarterly employee/payee wage reporting information (If more than five employees or if  
reporting other wages, do not make entries in this section; complete Form NYS-45-ATT.  
Do not use negative numbers; see instructions.)

a Social security number

b Last name, first name, middle initial

c UI remuneration  
paid this quarter**Annual wage and withholding totals**If this return is for the 4th quarter or the last return you will be  
filing for the calendar year, complete columns d and e.d Gross federal wages or  
distribution (see instructions)e Total NYS, NYC, and  
Yonkers tax withheld

Totals (column c must equal remuneration on line 1; see instructions for exceptions) .....

Sign your return: I certify that the information on this return and any attachments is to the best of my knowledge and belief true, correct, and complete.

Taxpayer's signature

**REFERENCE COPY PREPARED BY PAYCHEX**

Signer's name (please print)

Title

**DO NOT FILE**

Date

Telephone number

5853367600

0408-K945

12187 TAXPAY®

**NYS-45** (8/11)

**Quarterly Combined Withholding, Wage Reporting,  
And Unemployment Insurance Return**



Reference these numbers in all correspondence:

UI Employer  
registration number

Withholding  
identification number

Employer legal name:

**R BEST PRODUCE INC**

Number of employees

Enter the number of full-time and part-time covered  
employees who worked during or received pay for the  
week that includes the 12th day of each month.

a. First month

**23**

b. Second month

**24**

c. Third month

**24**

Mark an **X** in only one box to indicate the quarter (a separate  
return must be completed for each quarter) and enter the tax year.

1 2 3 4 Y Y  
Jan 1 - Apr 1 - X July 1 - Oct 1 - Tax  
Mar 31 Jun 30 Sep 30 Dec 31 year **12**

Are dependent health insurance benefits  
available to any employee? Yes No **X**

If seasonal employer, mark an **X** in the box.....

For office use only

Postmark

--	--	--	--	--	--

Received Date

--	--	--	--	--	--

UI	AI	SI	WT
SK			SK

**Part A - Unemployment insurance (UI) information**

1. Total remuneration paid  
this quarter. .... **275666.00**
2. Remuneration paid this quarter  
to each employee in excess  
of \$8,500 since January 1.... **216412.00**
3. Wages subject to contribution  
(subtract line 2 from line 1)..... **59254.00**
4. UI contributions due  
Enter your  
Tax rate 3.725 %..... **2207.21**
5. Re-employment service fund  
(multiply line 3 x .00075)..... **44.44**
6. UI previously underpaid with  
interest.....
7. Total of lines 4, 5, and 6..... **2251.65**
8. Enter UI previously overpaid ...
9. Total UI amounts due (if line 7  
is greater than line 8, enter difference).... **2251.65**
10. Total UI overpaid (if line 8  
is greater than line 7, enter difference  
and mark box 11 below)\* .....
11. Apply to outstanding liabilities  
and/or refund. ....

**Part B - Withholding tax (WT) information**

12. New York State  
tax withheld..... **12259.74**
13. New York City  
tax withheld..... **4119.23**
14. Yonkers  
tax withheld.....
15. Total tax withheld  
(add lines 12, 13 and 14)..... **16378.97**
16. WT credit from previous  
quarter's return (see instr.) .....
17. Form NYS-1 payments made  
for quarter. .... **16378.97**
18. Total payments  
(add lines 16 and 17)..... **16378.97**
19. Total WT amount due (if line 15  
is greater than line 18, enter difference)...
20. Total WT overpaid (if line 18  
is greater than line 15, enter difference  
here and mark an **X** in 20a or 20b)\* .....
- 20a. Apply to outstanding  
liabilities and/or refund. .... **OR**
- 20b. Credit to next quarter  
withholding tax.....
21. Total payment due (add lines 9 and 19; make one  
remittance payable to NYS Employment Taxes)..... **2251.65**

**\* An overpayment of either tax cannot be used to offset the amount due on the other tax.  
Complete Parts D and E on back of form, if required. This is a scannable form; please file the original.**

**Part C -- Employee wage and withholding information**

Quarterly employee/payee wage reporting information (If more than five employees or if  
reporting other wages, do not make entries in this section; complete Form NYS-45-ATT.  
Do not use negative numbers; see instructions.)

a Social security number

b Last name, first name, middle initial

c UI remuneration  
paid this quarter

**Annual wage and withholding totals**

If this return is for the 4th quarter or the last return you will be  
filing for the calendar year, complete columns d and e.

d Gross federal wages or  
distribution (see instructions)

e Total NYS, NYC, and  
Yonkers tax withheld

Totals (column c must equal remuneration on line 1; see instructions for exceptions) .....

**Sign your return:** I certify that the information on this return and any attachments is to the best of my knowledge and belief true, correct, and complete.

Taxpayer's signature  
**REFERENCE COPY PREPARED BY PAYCHEX**

Signer's name (please print)

Title **DO NOT FILE**

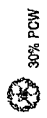
Date

Telephone number

**5853367600**

**0408-K943**

**12187 TAXPAY®**



**ENVIRONMENTAL ASSESSMENT FORM**

PROJECT ID NUMBER

617.20

SEQR

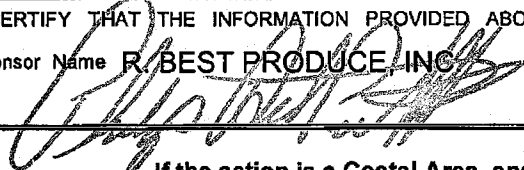
APPENDIX C

STATE ENVIRONMENTAL QUALITY REVIEW

# SHORT ENVIRONMENTAL ASSESSMENT FORM

for UNLISTED ACTIONS Only

## PART 1 - PROJECT INFORMATION (To be completed by Applicant or Project Sponsor)

1. APPLICANT / SPONSOR R-BEST PRODUCE, INC.	2. PROJECT NAME R-BEST WAREHOUSE
3. PROJECT LOCATION: NORTH HEMPSTEAD Municipality	NASSAU County
4. PRECISE LOCATION: Street Address and Road Intersections, Prominent landmarks etc - or provide map 99 SEAVIEW BOULEVARD, PORT WASHINGTON, NEW YORK 11050	
5. IS PROPOSED ACTION: <input type="checkbox"/> New <input type="checkbox"/> Expansion <input checked="" type="checkbox"/> Modification / alteration	
6. DESCRIBE PROJECT BRIEFLY: ACQUISITION AND RENOVATION/MODIFICATION OF EXISTING WAREHOUSE	
7. AMOUNT OF LAND AFFECTED: Initially 8.9 acres Ultimately 8.9 acres	
8. WILL PROPOSED ACTION COMPLY WITH EXISTING ZONING OR OTHER RESTRICTIONS? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No If no, describe briefly:	
9. WHAT IS PRESENT LAND USE IN VICINITY OF PROJECT? (Choose as many as apply.) <input type="checkbox"/> Residential <input checked="" type="checkbox"/> Industrial <input checked="" type="checkbox"/> Commercial <input type="checkbox"/> Agriculture <input checked="" type="checkbox"/> Park / Forest / Open Space <input type="checkbox"/> Other (describe)	
10. DOES ACTION INVOLVE A PERMIT APPROVAL, OR FUNDING, NOW OR ULTIMATELY FROM ANY OTHER GOVERNMENTAL AGENCY (Federal, State or Local) <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No If yes, list agency name and permit / approval: RENOVATION PERMIT, TOWN OF NORTH HEMPSTEAD	
11. DOES ANY ASPECT OF THE ACTION HAVE A CURRENTLY VALID PERMIT OR APPROVAL? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No If yes, list agency name and permit / approval: CERTIFICATE OF OCCUPANCY, TOWN OF NORTH HEMPSTEAD	
12. AS A RESULT OF PROPOSED ACTION WILL EXISTING PERMIT / APPROVAL REQUIRE MODIFICATION? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
I CERTIFY THAT THE INFORMATION PROVIDED ABOVE IS TRUE TO THE BEST OF MY KNOWLEDGE Applicant / Sponsor Name R. BEST PRODUCE, INC. Date: Signature BY: 	

If the action is a Coastal Area, and you are a state agency,  
complete the Coastal Assessment Form before proceeding with this assessment

**OTHER ATTACHMENTS**

## History of R Best Produce, Inc.

R-Best Produce Inc. operates as a wholesale produce distribution company. It offers high quality fruits and vegetables primarily to inner city supermarkets and various chain store buyers, as well as some restaurants. The company was founded by Philip DelPrete in 1979 and it was initially known as Fresh Guys. Fresh Guys was incorporated in 1984 and was based in Bronx, New York. R Best Produce, Inc., incorporated in New York in 1990 and became the sales arm of Fresh Guys, which continues to operate the warehouse. Both companies are jointly run by Philip DelPrete and his brother Carl DelPrete from their current facility at 220 Food Center Drive, near the Hunts Point Market.

Phillip DelPrete started the company after spending several years in the retail meat and produce business. He began wholesale distribution of fresh produce as a one-man operation from his truck in 1979. Within a few years, the business had grown enough that Phillip's brother, Carl, a CPA, joined the operation. By 1985, Fresh Guys was able to buy units within the Hunts Point Market. Business continued to improve steadily, and in 2006, "R" Best Produce leased 37,000 square feet of space from the City of New York just outside the Market. Now, "R" Best Produce Inc. is seeking to further expand its business and its premises by acquiring even bigger warehouse. Currently R Best Produce, Inc. and its affiliates have revenues in excess of \$71 million for the year ending 2011 and are projected to increase significantly in the next several years by acquiring new contracts. R Best Produce, Inc. supplies independent markets in the Northeast region with high quality line of fresh produce. It is unique in that it is the only distribution company in the Hunts Point Market area using Union personnel and paying prevailing wages. The company serves predominantly inner city supermarkets, along with our affiliated specialty supermarkets, Uncle Giuseppe's, on Long Island and in New Rochelle. Most of our client base has been doing business with our company for more than 20 years. White Rose Food Corporation, a multi-billion dollar distributor of grocery, frozen and dairy products is our biggest customer accounting

for over 23% in sales. R Best continues to serve our strong customer base while working hard to broaden our revenue base and generate increasing profits every year.

R Best Produce, Inc. has a Miami affiliate, El Sol Brands, Inc. who's a grower importer of tropical vegetables. El Sol Brands, Inc. has revenues of \$20 million and about 35 employees who would need office/warehouse space here in NY. This company occupies a 35,000 sq. ft. warehouse outside of New York, plus a new 7,000 sq. ft. warehouse in the Bronx. We intend to increase those operations here in New York.

The owners of R Best Produce, Inc. Philip and Carl DelPrete are the majority shareholders of Uncle Giuseppe's Marketplace which is a specialty supermarket chain located on Long Island, with five locations and revenues in excess of \$80 million. There are plans to use the Port Washington facility as a distribution center so that the product base can be expanded to import products from around the world, primarily Italy. This distribution center would need an additional 30 employees for operations.

R Best Produce, Inc. currently houses 52 employees plus another 30 independent drivers at the Bronx location. Due to the acquisition/lease of the new much bigger warehouse at 99 Seaview Blvd, R Best Produce, Inc. will be able to expand its operations and workforce necessary to satisfy future growth plans.





## State of New Jersey

DEPARTMENT OF STATE

TRENTON, NJ 08625

(609) 984-1900

CHRIS CHRISTIE  
*Governor*

LT. GOVERNOR KIM GUADAGNO  
*Secretary of State*

October 26, 2011

### Personal and Confidential

Ms. Victoria Ryan  
President  
VR/PR  
136 East Main Street  
East Islip, NY 11730

Re: Project Lettuce

Dear Ms. Ryan:

Thank you for contacting the Business Action Center to discuss your client's proposed business expansion and relocation project. I was pleased to learn that you recently met with Anthony Szymelewicz of my staff, and Matthew Abraham of the New Jersey Economic Development Authority, and welcome the opportunity to assist you and your client. Our experienced economic development team is eager to work with you and we are confident that our business assistance programs will support your company's growth plans.

New Jersey truly is an excellent business location. Situated at the center of the Northeast Corridor, the Garden State gives businesses access to consumers worldwide and 100 million people within a 24-hour drive. In addition to our strategic location, the State provides access to a well-trained and highly-skilled workforce. New Jersey is the state of choice for more than 20 percent of the world's Fortune 500 companies and hundreds of multinational firms.

Adding to our strength as a great business location, Governor Christie has made clear his strong commitment to creating and retaining good, lasting jobs. Demonstrating a focused approach to business development, he and Lieutenant Governor Guadagno are leading a coordinated effort to aggressively advance the state's economic development activities and develop the innovative solutions to enable our businesses to flourish.

The Business Action Center (BAC) serves as a one-stop shop for business, guiding companies through state permitting processes, ensuring timely responses, and helping identify and access the full array of business assistance and incentive programs. The BAC works hand-in-hand with the New Jersey Economic Development Authority (EDA), which administers the State's business financing programs as well as job creation and retention incentives.

In addition to our new, more business-friendly approach and world-class location, New Jersey offers a number of significant programs to support your company. Based on our understanding of your client's project, which involves the creation of 350 jobs and a capital investment of up to \$18.5 million in 100,000 square feet of distribution space, we have identified the following potential assistance and incentive programs:

- **Business Employment Incentive Program (BEIP)** – Administered by the New Jersey Economic Development Authority (EDA), the BEIP program offers grants to businesses that create jobs in New Jersey. BEIP grants may be awarded for up to 10 years and can range between 10 percent and 80 percent of the total amount of state income taxes withheld by a company during the calendar year from the new employees hired. Once the BEIP application is approved, the company has two full calendar years to create the specified number of new jobs. A business receiving the grant must:
  - create and maintain at least 25 jobs to qualify (10 jobs for high-tech companies);
  - offer its employees health care benefits;
  - demonstrate that the grant is a “material factor” in moving the project forward in New Jersey;
  - demonstrate that it is financially viable;
  - secure approval for the BEIP from EDA's Board of Directors prior to signing a lease, entering into a purchase contract, or otherwise committing to the site in New Jersey that will host the expansion and/or relocation project;
  - maintain the created jobs for a 15-year period; and
  - enter into any construction contracts associated with the project using “prevailing wage” labor rates.
- **Urban Transit Hub (HUB) Tax Credit Program** – The HUB program was created to encourage investment and job growth around urban transit hubs in Camden, E. Orange, Elizabeth, Hoboken, Jersey City, Newark, New Brunswick, Paterson, and Trenton. The HUB program provides a 100 percent tax credit, at 10 percent a year for 10 years, on qualified capital investments for businesses creating 200 or more new jobs. To be eligible for the HUB program:
  - A total of 250 jobs must be located at the approved project site. (Applicants creating 200 or more new jobs are eligible for a 100 percent tax credit. HUB applicants creating less than 200 new jobs are eligible for an 80 percent tax credit.)
  - An owner must make capital investments of at least \$50 million at a site within ½-mile of a rail hub or property adjacent or connected to a freight rail line if the business uses the line. This radius is extended to 1-mile if the project is located within the City of Camden.
  - A tenant must occupy space that represents at least \$17.5 million of the overall capital investment of \$50 million or more;
  - Business may sell their credits at not less than 75 percent of their fair value.

*Note: The HUB Program is mutually exclusive with the BEIP and BRRAG programs.*

- **Urban Enterprise Zone (UEZ) Program** – Qualified UEZ companies pay no state sales tax on tangible personal property, materials, furniture, fixtures and equipment. The UEZ program provides a one-time \$1,500 tax credit for hiring residents living within the zone and a \$500 credit for hiring residents living outside the zone. UEZ cities include: Asbury Park, Bayonne, Bridgeton, Camden, Carteret, East Orange, Elizabeth, Gloucester City, Guttenberg, Hillside, Irvington, Jersey City, Kearny, Lakewood, Long Branch, Millville/Vineland, Mount Holly, Newark, New Brunswick, North Bergen, Orange, Passaic, Paterson, Pemberton, Perth Amboy, Phillipsburg, Plainfield, Pleasantville, Roselle, Trenton, Union City, West New York, and The Wildwoods.

*Jersey City Only - through its Business Relocation Grant Program, the Jersey City UEZ offers a \$50,000 grant to cover upfront relocation expenses for businesses into Jersey City. For more information regarding the relocation grant, contact Ms. Roberta Farber at (201) 333-7797.*

- **Customized Training Grant Program** – Administered by the New Jersey Department of Labor & Workforce Development (DOL), these competitive grants are available to upgrade the skills of workers to ensure that New Jersey employers are more competitive in the global economy. Grant allocations may be applied to the direct cost of training (training vendor fees, training supplies, etc.) as well as the partial reimbursement of wages of workers participating in the training. Awards are capped at \$75,000 for companies with 250 employees or more and can range up to \$1,000 per employee trained depending on the complexity and term of the training.
- **Positive Recruitment** – Offered through the DOL, state representatives at regional Business Resource Centers can help relocating employers find workers. Employers can schedule a date, time, and place for DOL representatives to help pre-screen job applicants from the company's pool of submitted resumes. The Business Resource Center can also market the positive recruitment online by creating flyers that are distributed through partners as well as community and faith-based organizations.
- **Literacy Training Grants** – The Department of Labor (DOL) provides financial assistance for basic skills training. Award consideration is given to qualified displaced, disadvantaged, and employed workers. Basic skills training is limited to reading comprehension, math skills, basic computer literacy, English language proficiency, and work readiness skills.
- **On-The-Job (OJT)** – The OJT program reimburses employers up to \$4,000 for the costs of training new workers who are unemployed or underemployed. The OJT contract must be signed prior to the new employee's start date. There is no fee to the employer. The employer must agree that, pending satisfactory performance, the trainee will be retained at the end of the contractual training period. Regional Workforce Investment Boards throughout New Jersey can provide more information. A list of New Jersey's Workforce Investment Boards can be found on-line at: [http://www.njsetc.net/boards/names\\_in.htm](http://www.njsetc.net/boards/names_in.htm). Other key program features are as follows:
  - The only records required to be kept are performance evaluations, attendance, and payroll.

- Funds cover extraordinary costs and lower productivity related to the new employee for up to six months.
  - The employer makes the hiring decision on the new worker.
  - Reimbursement rate is usually calculated at half the pay rate for the agreed upon training period.
  - Employer is reimbursed at the end of the contract.
  - Employer is monitored by a local New Jersey Department of Labor One-Stop Career Center.
  - The OJT employee must receive the same wages and benefits as those in comparable positions.
  - Training must be related to a specific career/occupational goal.
- **Work Opportunity Tax Credit** – The Work Opportunity Tax Credit (WOTC) is a federal credit available to private-for-profit employers who hire from specific targeted groups of people that have in the past experienced difficulty in securing employment. For the first year of employment, WOTC allows maximum credits of \$4,800. Targeted groups include, among others, disabled veterans and unemployed veterans.
- **Financial Assistance** – The EDA is an independent State agency created to provide financing to New Jersey's business community. EDA can help close finance gaps by providing loans, loan guarantees, tax-exempt and taxable bonds. Some of the EDA's programs require the participation of a private/traditional lender. For these programs, EDA can assist borrowers needing to identify lenders willing to participate in a public/private financing arrangement.
- **Energy Investment Tax Credit** – A 30 percent federal tax credit is available for investments in qualified renewable energy technologies. This credit can be used to offset both regular and alternative minimum tax (AMT). A five-year accelerated depreciation allowance is also available under this tax credit program.
- **Solar Renewable Energy Certificates (SREC)** – SREC is a tradable certificate that represents all the clean energy benefits of electricity generated from a solar electric system. Each time a solar electric system generates 1000kWh (1MWh) of electricity, an SREC is issued which can then be sold or traded separately from the power. The BPU has designated an SREC Administrator, who will track production from individual generators, issue SRECs, and record the sale of SRECs from generators to other account holders. New Jersey's electricity suppliers are required to purchase SRECs annually and will be the primary driver of the SREC market. All solar system owners in New Jersey with grid-connected generators can participate in the SREC program.
- **New Jersey SmartStart Buildings Program** – Available through the New Jersey Board of Public Utilities (BPU), SmartStart Buildings offers commercial and industrial customers financial incentives, design support, and technical assistance to integrate energy efficient and renewable energy technologies.
  - Most benefits require pre-approval prior to equipment installation. Some exemptions exist for prescriptive HVAC and premium motors applications with incentives below \$5,000.

- Pre and post inspection requirements are determined by a number of factors including incentive value, technology and program. Estimated incentives \$25,000 and greater will likely be pre and post inspected.
- Incentives ≥\$300,000 require Board of Public Utilities (BPU) approval. BPU Board meetings are held roughly once per month. BPU's Board meeting schedule can be found on the BPU's web site <http://www.state.nj.us/bpu/index.shtml>
- Program administration outsourced to TRC Energy Services.
- Application documents must be prepared by TRC 3-4 weeks in advance of the BPU Board meeting.
  
- **Pay for Performance** – As part of the SmartStart Buildings Program, Pay for Performance is directed at large existing facilities in a manner that directly links incentives to energy savings in a whole-building approach. Pay for Performance relies on a network of Program Partners who provide technical services under direct contract to building owners. These Partners will develop an Energy Reduction Plan for each project that includes technical components typically found in a traditional energy audit, a financial plan for funding the energy efficient measures and a construction schedule for installation. Incentives will be awarded as program milestones are completed with the final incentive paid following a comprehensive measurement and verification report that proves the savings targets have been met or exceeded. Pay for Performance projects that incorporate CHP are eligible for additional incentives.
  
- **Energy Efficiency Revolving Loan Fund (EERLF)** – New Jersey-based commercial, institutional or industrial entities (including 501(c)(3) organizations) that have received an approved Energy Reduction Plan under the New Jersey Board of Public Utilities' Pay for Performance program may be eligible for supplemental financing to support whole-building energy improvements. Administered by the EDA, the EERLF program offers low-interest financing (ranging from 2 percent to 4 percent), to support up to 80 percent of total eligible project costs, not to exceed \$2.5 million or 100 percent of total eligible project costs from all public State funding sources.
  
- **Payment In Lieu of Taxes/Long Term Property Tax Abatement** – This abatement is negotiated in advance and requires the municipality to pass an ordinance authorizing the abatement. The property tax abatement is provided in the form of annual payments in Lieu of Taxes (PILOT) and the term is negotiated with the municipality. At your request, the BAC can assist in your negotiations with the host municipality.
  
- **Corporate and Business Tax Reform** – In order to make New Jersey more competitive, Governor Christie has begun to implement changes to the tax code to alleviate the taxation burden on companies that do business in New Jersey. Such changes include the phase in of single sales factor over the next three years, reduction of the S-Corporation tax by a minimum of 25% and a three year phase out of the Transitional Energy Facility Assessment. Governor Christie's reform will also allow the sales tax exemption of software delivered electronically, increase the R&D credit to 100% and will exempt "Non-Exempt" cooperatives.

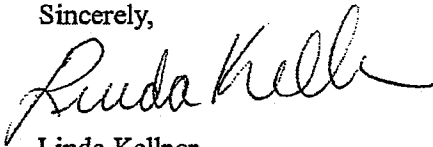
- **Red Tape Commission** – On January 20, 2010, Governor Christie signed Executive Order No. 1, which froze proposed regulations and ordered a 90-day moratorium on new proposals. To create a business climate in New Jersey that facilitates job creation, Governor Christie and Lieutenant Governor Guadagno are targeting burdensome regulations so that the business-to-government interaction is seamless and productive, while protecting public health, safety and the environment.
- **Regulatory/Permitting Assistance** – The BAC can act on your behalf to coordinate and assist with any regulatory and permitting issues associated with this project.
- **Site Selection** – The BAC can help you find the most sensible location for your business. We offer access to a real estate data base and will work with our local contacts to find the right facility. Please don't hesitate to contact Anthony Szymelewicz to request a real estate report identifying potential sites.

Some of the programs described above will require your company to file an application with the EDA and/or other administrative entity. The BAC staff will coordinate with your company and EDA staff in completing the applications. Companies applying for EDA programs are strongly encouraged to submit completed applications no later than the 1<sup>st</sup> day of the month preceding EDA Board meetings. A schedule of Board meeting dates and EDA program applications can be found at [www.njeda.com](http://www.njeda.com).

Please note that the information in this letter is intended for illustrative purposes only. Grants and other forms of assistance are conditioned on approval by the appropriate administrative entity and are subject to change based on specific project information. Companies will be required to follow state affirmative action and prevailing wage guidelines and other program conditions as specified.

If you have questions about these programs or any information in this letter, please contact Anthony Szymelewicz at [Anthony.Szymelewicz@sos.state.nj.us](mailto:Anthony.Szymelewicz@sos.state.nj.us) or (609) 943-4445. We look forward to working with you and facilitating the location of your distribution and warehouse operations to New Jersey.

Sincerely,



Linda Kellner  
Acting Executive Director  
Business Action Center

**Attachments**

cc: Caren S. Franzini, CEO, EDA  
Lauren Moore, BAC  
Anthony Szymelewicz, BAC  
Matt Abraham, EDA  
Philip DelPrete, CEO, R. Best Produce

## 901 Castle Rd



**Location:** Meadowlands Ind Cluster  
Secaucus/North Bergen Ind Submarket  
Hudson County  
Secaucus, NJ 07094

**Building Type:** Class B Warehouse  
**Status:** Built 1968  
**Tenancy:** Single Tenant

**Land Area:** 4.40 AC  
**Stories:** 1  
**RBA:** 105,000 SF

**Management:** -  
**Recorded Owner:** Korea Express U S A Inc

**Total Avail:** 105,000 SF  
**% Leased:** 0%

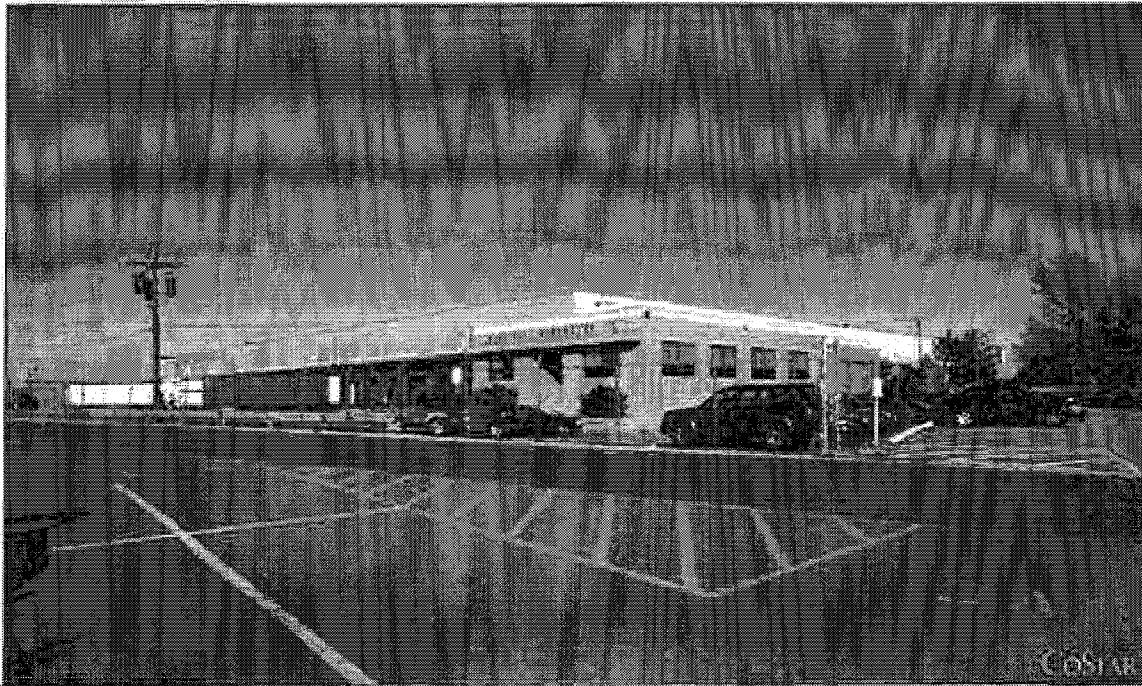
**Ceiling Height:** 22'0"  
**Column Spacing:** 40'w x 40'd  
**Drive Ins:** 2  
**Loading Docks:** 22 ext  
**Power:** 200a 3p

**Crane:** \*  
**Rail Line:** \*  
**Cross Docks:** \*  
**Const Mat:** \*  
**Utilities:** Gas - Natural, Heating - Gas, Sewer - City,  
Water - City

**Expenses:** 2001 Est Tax @ \$0.84/sf  
**Parcel Number:** 09-00010-0000-00004-0001-C-000A  
**Parking:** 40 free Surface Spaces are available; 30 Industrial Trailer Spaces are available; Ratio of 0.19/1,000 SF

Floor	SF Avail	Bldg Config	Rent \$/Sq Ft + Sys	Occupancy	Term	Use Type
E 1st	105,000/7,000 ofc	105,000	\$7.00/sf	Vacant	Negotiable	Direct

# 125-200 Central Ave



**Location:** Marshall Warehouse  
Teterboro Boro  
Meadowlands Ind Cluster  
Teterboro Airport Ind Submarket  
Bergen County  
Teterboro, NJ 07608

**Management:** Marshall Warehouse Company  
**Recorded Owner:** Gioiosa Frank & Holly

**Ceiling Height:** 22'0"-42'0"  
**Column Spacing:** 22-45'w x 40-56'd  
**Drive Ins:**  
**Loading Docks:** 44 ext  
**Power:** 440a 3p

**Building Type:** Class C Warehouse  
**Status:** Built 1965  
**Tenancy:** Multiple Tenant

**Land Area:** 7.85 AC  
**Stories:** 1  
**RBA:** 210,009 SF

**Total Avail:** 210,009 SF  
**% Leased:** 0%

**Crane:** -  
**Rail Line:** None  
**Cross Docks:** -  
**Const Mat:** -  
**Utilities:** Gas - Natural, Heating - Gas, Sewer - City,  
Water - City

**Expenses:** 2008 Tax @ \$0.05/sf, 2011 Est Tax @ \$0.83/sf; 2011 Est Ops @ \$0.06/sf  
**Parcel Number:** 04-00050-0000-00016-0005  
**Parking:** 90 free Surface Spaces are available

Floor	SF Avail	Bldg Conts	Rent/SF/Yr + Sys	Occupancy	Term	Use Type
P 1st / Suite 125	104,213/9,640 ofc	210,009	\$6.75/n	Vacant	Negotiable	Direct
P 1st / Suite 200	105,796/4,418 ofc	210,009	\$6.50/n	Vacant	Negotiable	Direct



## 400 Commerce Blvd - Russo Business Campus



**Location:** Carlstadt Boro  
Meadowlands Ind Cluster  
Carlstadt/Rutherford Ind Submarket  
Bergen County  
Carlstadt, NJ 07072

**Building Type:** Class B Warehouse  
**Status:** Built 1985  
**Tenancy:** Multiple Tenant

**Land Area:** 11.30 AC  
**Stories:** 1  
**RBA:** 267,252 SF

**Management:** -  
**Recorded Owner:** Russo Development, LLC

**Total Avail:** 267,051 SF  
**% Leased:** 0.1%

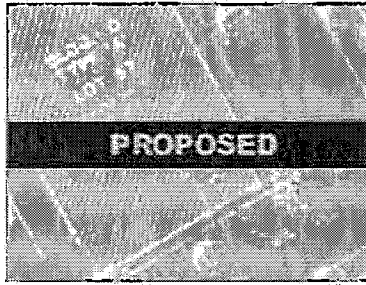
**Ceiling Height:** 22'0"  
**Column Spacing:** 48'w x 48'd  
**Drive Ins:** -  
**Loading Docks:** 31 ext  
**Power:** 3000a

**Crane:** None  
**Rail Line:** None  
**Cross Docks:** -  
**Const Mat:** -  
**Utilities:** Gas - Propane, Heating - Gas, Sewer - City,  
Water - City

**Expenses:** 2011 Tax @ \$1.76/sf, 1997 Est Tax @ \$0.78/sf; 2011 Ops @ \$0.43/sf  
**Parcel Number:** 05-00131-0001-00016-0000-H-000M  
**Parking:** Free Surface Spaces; Ratio of 0.37/1,000 SF  
**Amenities:** A/C, Partial Stories Exist

Floor	SF Avail	Bldg Contig	Rent/SF/Yr + Svs	Occupancy	Term	Use/Type
P 1st / Suite Unit A	163,136 div	267,051	Failed to disclose	Vacant	Negotiable	Direct
P 1st / Suite Unit B	103,915 div	267,051	Failed to disclose	Vacant	Negotiable	Direct

# Dowd Ave



Location: **Union Ind Cluster**  
**Elizabeth Ind Submarket**  
**Union County**  
**Elizabeth, NJ 07201**

Building Type: **Class B Warehouse**  
 Status: **Proposed**  
 Tenancy: **Multiple Tenant**

Land Area: **26 AC**  
 Stories: **1**  
 RBA: **281,246 SF**

Management: -  
 Recorded Owner: **Clarion Partners**

Total Avail: **281,246 SF**  
 % Leased: **0%**

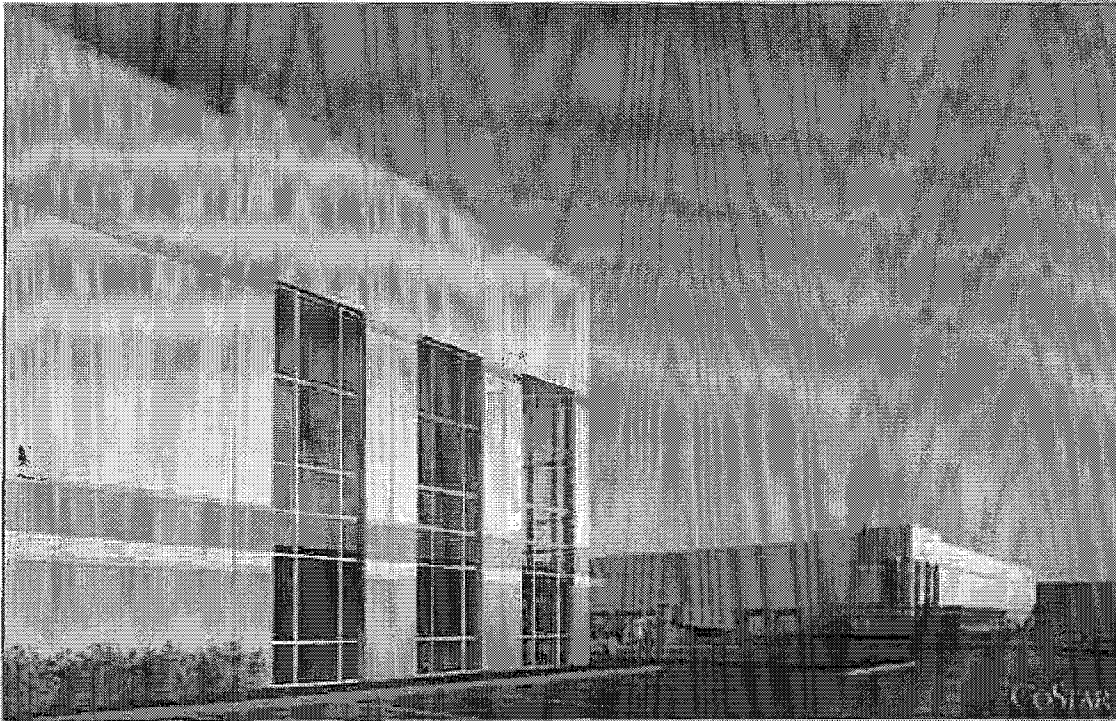
Ceiling Height: **32'0"**  
 Column Spacing: -  
 Drive Ins: -  
 Loading Docks: **57 ext**  
 Power: -

Crane: **None**  
 Rail Line: **None**  
 Cross Docks: **Yes**  
 Const Mat: \*  
 Utilities: \*

Parking: **148 Surface Spaces are available**

Parcel	SF Avail	Bldg Config	Rent/SF/Yr + Svs	Occupancy	Term	Use/Type
E 161	281,246 div	281,246	Failed to disclose	Negotiable	Negotiable	New

## 670-708 Dowd Ave - Portview Commerce Center



**Location:** Building 200  
Union Ind Cluster  
Elizabeth Ind Submarket  
Union County  
Elizabeth, NJ 07201

**Building Type:** Class B Distribution  
**Status:** Proposed  
**Tenancy:** Multiple Tenant

**Land Area:** 19.20 AC  
**Stories:** 1  
**RBA:** 152,488 SF

**Management:** -  
**Recorded Owner:** Prologis

**Total Avail:** 152,488 SF  
**% Leased:** 0%

**Ceiling Height:** 24'0"-30'0"  
**Column Spacing:** 40-50'w x 52'd  
**Drive Ins:** Yes  
**Loading Docks:** 25 ext  
**Power:** -

**Crane:** None  
**Rail Line:** None  
**Cross Docks:** None  
**Const Mat:** Reinforced Concrete  
**Utilities:** Gas, Heating, Lighting, Sewer, Water

**Parking:** 100 free Surface Spaces are available

Floor	SF Avail	Bldg Config	Rent/SF/Yr + Svs	Occupancy	Tenn.	Use/Type
E 1st	152,488	152,488	Failed to disclose	TBD	To Be Determined	New

## 2 Emerson Ln - Harmon Cove Industrial Pk



**Location:** Meadowlands Ind Cluster  
Secaucus/North Bergen Ind Submarket  
Hudson County  
Secaucus, NJ 07094

**Building Type:** Class B Warehouse  
**Status:** Built 1980, Renov 1989  
**Tenancy:** Single Tenant

**Land Area:** 10.19 AC  
**Stories:** 2  
**RBA:** 283,215 SF

**Management:** Hartz Mountain Industries, Inc.  
**Recorded Owner:** Hartz Mountain Industries, Inc.

**Total Avail:** 283,215 SF  
**% Leased:** 0%

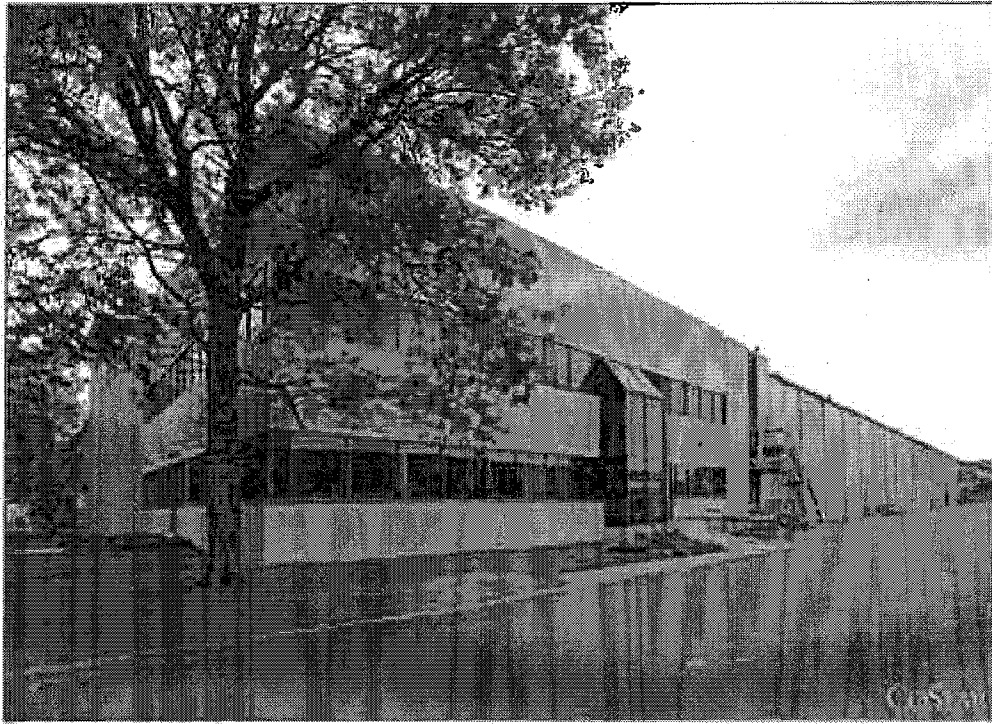
**Ceiling Height:** 22'0"-24'0"  
**Column Spacing:** 48'w x 48'd  
**Drive Ins:** 2 - 10'0"w x 10'0"h  
**Loading Docks:** 27 ext  
**Power:** 3000a/480v

**Crane:** None  
**Rail Line:** None  
**Cross Docks:** +  
**Const Mat:** Steel  
**Utilities:** Heating, Sewer - City, Water - City

**Expenses:** 2010 Est Tax @ \$2.33/sf  
**Parcel Number:** 09-00057-0000-00005-0000-H-000M  
**Parking:** 634 Covered Spaces are available; 292 Surface Spaces are available; Ratio of 3.09/1,000 SF  
**Amenities:** Bus Line, Commuter Rail

Floor	SF Avail	Bldg Contig	Rent/SF/Yr + Svs	Occupancy	Term	Use/Type
P 1st / Suite A	114,110	245,200	Failed to disclose	Vacant	5 yrs	Direct
E 2nd / Suite A	131,090	245,200	Failed to disclose	Vacant	5 yrs	Direct

## 77-79 Metro Way - Harmon Cove Industrial Pk



**Location:** Meadowlands Ind Cluster  
Secaucus/North Bergen Ind Submarket  
Hudson County  
Secaucus, NJ 07094

**Building Type:** Class B Warehouse  
**Status:** Built 1978  
**Tenancy:** Multiple Tenant

**Land Area:** 18.15 AC  
**Stories:** 1  
**RBA:** 401,678 SF

**Management:** Hartz Mountain Industries, Inc.  
**Recorded Owner:** Hartz Mountain Industries, Inc.

**Total Avail:** 149,000 SF  
**% Leased:** 62.9%

**Ceiling Height:** 27'0"  
**Column Spacing:** 36-38'w x 42-47'd  
**Drive Ins:** 1 - 10'0"w x 9'0"h  
**Loading Docks:** 35 ext  
**Power:** 4000a

**Crane:** None  
**Rail Line:** None  
**Cross Docks:** \*  
**Const Mat:** Masonry  
**Utilities:** Gas - Natural, Heating - Gas, Sewer - City,  
Water - City

**Expenses:** 2010 Est Tax @ \$1.59/sf  
**Parcel Number:** 09-00024-0000-00004-0000-H-000M  
**Parking:** 125 free Surface Spaces are available  
**Amenities:** Partial Stories Exist

Floor	SF Avail	Bldg Contig	Rent/SF/Yr + Sys	Occupancy	Term	Use/Type
P 1st / Suite A	140,737/20,000 ofc	140,737	Failed to disclose	Vacant	5-10 yrs	Direct

## 891 Newark Ave



Location: **Building 2**  
**Union Ind Cluster**  
**Elizabeth Ind Submarket**  
**Union County**  
**Elizabeth, NJ 07208**

Building Type: **Class B Warehouse**  
 Status: **Built 1924**  
 Tenancy: **Multiple Tenant**

Land Area: **0.46 AC**  
 Stories: **4**  
 RBA: **1,000,000 SF**

Management: -  
 Recorded Owner: **Baker Center Development, LLC**

Total Avail: **438,475 SF**  
 % Leased: **56.2%**

Ceiling Height: **26'0"-36'0"**  
 Column Spacing: -  
 Drive Ins: **Yes**  
 Loading Docks: **Yes**  
 Power: -

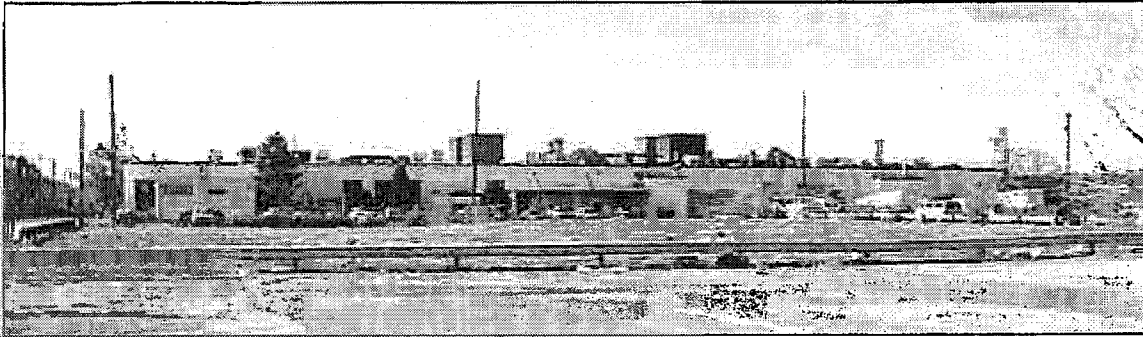
Crane: **None**  
 Rail Line: **CSX**  
 Cross Docks: -  
 Const Mat: -  
 Utilities: **Heating - Oil (Fired), Sewer - City, Water - City**

Expenses: **2009 Tax @ \$0.01/sf**  
 Parcel Number: **04-00011-00899**  
 Parking: **Free Surface Spaces**  
 Amenities: **Property Manager on Site**

Floor	SF Avail	Bldg Contig	Rent/SF/Mo + Sys	Occupancy	Term	Use/Type
P 1st	100,000 div	100,000	Failed to disclose	Vacant	Negotiable	Direct
P 2nd	112,825 div	112,825	Failed to disclose	Vacant	Negotiable	Direct
P 3rd	112,825 div	112,825	Failed to disclose	Vacant	Negotiable	Direct
P 4th	112,825 div	112,825	Failed to disclose	Vacant	Negotiable	Direct



# 1 Passaic St - Wood-Ridge Industrial Complex



**Location:** One Passaic Street  
AKA 70 Passaic St  
Wood Ridge  
Meadowlands Ind Cluster  
Teterboro Airport Ind Submarket  
Bergen County  
Wood Ridge, NJ 07075

**Management:** Wood-Ridge Industrial Property Owner LLC  
**Recorded Owner:** Wood-Ridge Industrial Property Owner LLC

**Celling Height:** 19'0"-21'0"  
**Column Spacing:** 20'w x 38'd  
**Drive Ins:** 3  
**Loading Docks:** 32 ext  
**Power:** 800a 3p

**Building Type:** Class B Manufacturing  
**Status:** Built 1942, Renov 1980  
**Tenancy:** Multiple Tenant

**Land Area:** 52 AC  
**Stories:** 1  
**RBA:** 2,110,719 SF

**Total Avail:** 745,772 SF  
**% Leased:** 64.7%

**Crane:** None  
**Rail Line:** None  
**Cross Docks:** None  
**Const Mat:** Masonry  
**Utilities:** Gas - Natural, Heating - Gas, Sewer - City,  
Water - City

**Expenses:** 2011 Est Tax @ \$0.74/sf; 2011 Ops @ \$0.75/sf, 2010 Est Ops @ \$0.75/sf  
**Parcel Number:** 69-00320-0000-00001-0001  
**Amenities:** Property Manager on Site, Security System

Floor	SF Avail	Bldg Config	Price	Rent/SF/Yr + Sys	Occupancy	Term	Use/Type
E BSMT / Suite 150	100,000/1,000 ofc	100,000	No	\$3.00/nnn	Vacant	Negotiable	Direct
P 1st / Suite 74 South	134,520/800 ofc	645,772	No	\$3.50/nnn	Vacant	3-5 yrs	Direct

# 180 Pulaski St



**Location:** Hudson Waterfront Ind Cluster  
Hudson Waterfront Ind Submarket  
Hudson County  
Bayonne, NJ 07002

**Building Type:** Class C Warehouse  
**Status:** Built 1982  
**Tenancy:** Multiple Tenant

**Land Area:** 15 AC  
**Stories:** 1  
**RBA:** 212,121 SF

**Management:** -  
**Recorded Owner:** The Port Authority of New York & New Jersey

**Total Avail:** 212,000 SF  
**% Leased:** 0.1%

**Ceiling Height:** 25'0"  
**Column Spacing:** 44'w x 40'd  
**Drive Ins:** 1  
**Loading Docks:** 22 ext  
**Power:** 1200a

**Crane:** None  
**Rail Line:** None  
**Cross Docks:** None  
**Const Mat:** -  
**Utilities:** Gas - Natural, Heating - Oil (Fired), Sewer - City, Water - City

**Expenses:** 2010 Tax @ \$1.89/sf, 2004 Est Tax @ \$1.70/sf  
**Parcel Number:** 01-00400-0000-00002, 01-00400-0000-00003  
**Parking:** 27 free Surface Spaces are available; Ratio of 0.13/1,000 SF  
**Amenities:** Fenced Lot, Property Manager on Site

Floor	SF Avail	Bldg Contig	Rent/SF/Yr + Sys	Occupancy	Term	Use/Type
E 1st	212,000/21,200 ofc	212,000	Failed to disclose	Vacant	Negotiable	Direct