

| Invoice No | Date | Status | Balance Due | Billed | East | West | Other | | Paid | Amount | East | West | Other |
|---------------------|------------|--------|--------------|---------------|---------------|--------------|-------------|--|-------------------|---------------|---------------|--------------|-------------|
| | | | | Amount | | | | | Date | | | | |
| 8829418 | 11/5/2021 | Paid | \$ - | \$ 8,287.20 | \$ 8,287.20 | | | | | | | | |
| 8830553 | 10/18/2021 | Paid | \$ - | \$ 9,446.00 | \$ 9,446.00 | | | | 12/22/2021 | \$ 9,446.00 | \$ 9,446.00 | | |
| 8830550 | 10/18/2021 | Paid | \$ - | \$ 670.40 | | | \$ 670.40 | | 12/22/2021 | \$ 670.40 | | | \$ 670.40 |
| 8824122 | 10/18/2021 | Paid | \$ - | \$ 6,307.60 | | \$ 6,307.60 | | | 12/22/2021 | \$ 6,307.60 | | \$ 6,307.60 | |
| 8828997 | 11/5/2021 | Paid | \$ 699.20 | \$ 699.20 | | \$ 699.20 | | | 12/23/2021 | \$ 72,766.40 | \$ 72,766.40 | | |
| 8829417 | 11/5/2021 | Paid | \$ 6,712.00 | \$ 6,712.00 | | | \$ 6,712.00 | | 3/15/2022 | \$ 772.00 | | \$ 772.00 | |
| 8839865 | 1/12/2022 | Paid | \$ 57,589.16 | \$ 81,424.36 | \$ 81,424.36 | | | | 3/15/2022 | \$ 6,712.00 | | | \$ 6,712.00 |
| 8834863 | 12/20/2021 | Paid | \$ - | \$ 40,644.00 | \$ 40,644.00 | | | | 4/22/2022 | \$ 57,589.16 | \$ 57,589.16 | | |
| 8836694 | 12/20/2021 | Paid | \$ 72.80 | \$ 72.80 | | \$ 72.80 | | | 4/22/2022 | \$ 3,086.70 | \$ 3,086.70 | | |
| 8843967 | 2/15/2022 | Paid | \$ 3,086.70 | \$ 3,086.70 | \$ 3,086.70 | | | | 5/12/2022 | \$ 22,036.25 | \$ 7,051.85 | \$ 14,799.60 | \$ 184.80 |
| 8853699 | 3/31/2022 | Paid | \$ 7,051.85 | \$ 7,051.85 | \$ 7,051.85 | | | | 7/26/2022 | \$ 5,325.78 | \$ 5,352.78 | | |
| 8853700 | 3/31/2022 | Paid | \$ 14,799.60 | \$ 14,799.60 | | \$ 14,799.60 | | | 7/26/2022 | \$ 43,193.60 | | \$ 43,193.60 | |
| 8853701 | 3/31/2022 | Paid | \$ 184.80 | \$ 184.80 | | | \$ 184.80 | | | | | | |
| 8865396 | 6/23/2022 | Paid | \$ 5,325.78 | \$ 5,325.78 | \$ 5,325.78 | | | | | | | | |
| 8865397 | 6/23/2022 | Paid | \$ 43,193.60 | \$ 43,193.60 | | \$ 43,193.60 | | | | | | | |
| 8868630 | 7/13/2022 | Unpaid | \$ 15,921.50 | \$ 15,921.50 | \$ 15,921.50 | | | | | | | | |
| 8868629 | 7/13/2022 | Unpaid | \$ 29,209.00 | \$ 29,209.00 | | \$ 29,209.00 | | | | | | | |
| | | | | | | | | | | | | | |
| TOTAL | | | | \$ 273,036.39 | \$ 171,187.39 | \$ 94,281.80 | \$ 7,567.20 | | | \$ 227,905.89 | \$ 155,292.89 | \$ 65,072.80 | \$ 7,567.20 |
| | | | | | | | | | Less NR pmt to HB | \$ 155,139.49 | | | |
| OUTSTANDING BALANCE | | | | \$ 45,130.50 | \$ 15,894.50 | \$ 29,209.00 | \$ - | | | \$ 22,094.11 | | | |

HARRIS BEACH ^{PLLC}

ATTORNEYS AT LAW

Ulster County Economic Development Alliance, Inc.
Attn: Timothy Weidemann
P.O. Box 1800
244 Fair Street
Kingston, NY 12402

July 13, 2022
Invoice #8868630

Firm Attorney: Thomas Garry
Firm Matter Numbers: 2230870.412819

Client Name: Ulster County Economic Development Alliance,
Inc.
Matter Name: Tech City

July Invoice for Statement of Services and Disbursements

ACCOUNT SUMMARY FOR THIS MATTER

TOTAL FEES THIS INVOICE\$15,921.50

TOTAL AMOUNT DUE FOR THIS INVOICE\$15,921.50

PREVIOUS OUTSTANDING BALANCE FOR THIS MATTER\$5,325.78

TOTAL AMOUNT DUE FOR THIS MATTER AS OF CURRENT INVOICE (07/13/22).....\$21,247.28

OUTSTANDING INVOICE DETAIL AS OF: 07/13/22

| <u>Invoice</u> | <u>Date</u> | <u>Original Amount</u> | <u>Payments/Credits</u> | <u>Amount Due</u> |
|----------------|---------------|------------------------|-------------------------|-------------------|
| 8865396 | 06/23/22 | 5,325.78 | 0.00 | 5,325.78 |
| | TOTALS | \$5,325.78 | \$0.00 | \$5,325.78 |

PROFESSIONAL SERVICES RENDERED:

| <u>DATE</u> | <u>TIMEKEEPER</u> | <u>NARRATIVE</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------|--------------------------|--|---------------------|----------------------|
| 06/01/22 | JAK | Webex with D. Grippo and M. Curti to discuss impending closing; review and respond to email correspondence from client; | 0.90 | 327.60 |
| 06/01/22 | JAK | Review draft checklist for closing forwarded by D. Grippo and communications regarding same; communication with M. Curti regarding closing preparation. | 1.40 | 509.60 |
| 06/01/22 | DG | Review PSA to check documents necessary to close. | 1.00 | 360.00 |
| 06/01/22 | CN | Creating checklist of closing documents for West campus transaction. Updating mortgage and note from East campus and putting into final form for signature. Creating signature pages for various documents from West and East transaction. Uploading documents requiring signature to Sharefile. Sending documents to company and UCEDA for signature. | 2.30 | 310.50 |
| 06/02/22 | JAK | Communication with C. Nardi and HBPLLC team regarding closing checklist; communications with D. DeLeo and Ulster CA regarding taxes owed. | 0.40 | 145.60 |
| 06/02/22 | DG | Review PSA closing, default and notice provisions and draft proposed notice of Purchaser's failure to proceed to closing in a timely manner. Review PSA to confirm completeness of closing checklist. | 2.50 | 900.00 |
| 06/03/22 | MVC | Attend to closing matters regarding the East Parcel, including identifying open closing matters and adjustments. | 1.50 | 570.00 |
| 06/06/22 | JAK | Correspondence with Ulster County Attorney's office regarding closing documents and tax bill status. | 0.30 | 109.20 |
| 06/06/22 | DG | Participate in conference on closing documentation. Review tax bill information. | 1.00 | 360.00 |
| 06/06/22 | CN | Preparing memorandum of license. Updating closing checklist. Correspondence with County re tax bills from town and school. Call to discuss current status and open items. | 1.40 | 189.00 |
| 06/07/22 | MVC | Attend to closing matters related to adjustments and settlement statement re: East Parcel project. Multiple telephone calls with Jared Kasschau and developer's counsel (Daniel Pennessi). Review multiple emails regarding closing. | 6.50 | 2,470.00 |
| 06/07/22 | JAK | Attend to closing items; communications with HBPLLC team; communications with client; communications with Purchaser's counsel. | 4.80 | 1,747.20 |

| <u>DATE</u> | <u>TIMEKEEPER</u> | <u>NARRATIVE</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|-----------------------------|-------------------|--|--------------|--------------------|
| 06/07/22 | DG | Prepare for closing on June 8th. Review closing document list. Review and revise note and mortgage. Review and revise settlement statement. Review open real estate taxes and confirm amounts due. Review escrow letter to title company. Participate in several conference calls to review steps needed to close on June 8th. | 5.00 | 1,800.00 |
| 06/07/22 | CN | Conference calls and t/c with working group regarding open items and status to closing. Revising mortgage, note, and settlement statement costs. | 2.00 | 270.00 |
| 06/08/22 | JAK | Work with HBPLLC team regarding closing items for East Campus; communications with team, client, and National Resources team regarding same. | 5.20 | 1,892.80 |
| 06/08/22 | DG | Participate in telephone conference with Dan Pennessi, Tim Weidemann, Jared Kasschau and Michael Curti o review requirements to close the property transfer today. Draft numerous revisions to the settlement statement, including changes to reflect updated title costs such as mortgage recording tax, mortgage insurance premiums, and recording fees. Draft post-closing agreement regarding purchaser's obligation to deliver mortgagee title insurance policy. Review escrow release process. | 6.00 | 2,160.00 |
| 06/15/22 | DG | Review the administrative fee provisions of the SPA. | 0.50 | 180.00 |
| 06/17/22 | DG | Work with Chris Nardi to assemble complete file of closing documents. Review PSA to confirm list of closing documents. | 2.00 | 720.00 |
| 06/22/22 | DG | Review SPA Closing Deliverables and Track down copies of deeds from June 8th closing. Communicate with Lauren Calamari. | 1.00 | 360.00 |
| 06/23/22 | DG | Review copies of deeds from UCEDA to Purchaser. Discuss with Chris Nardi. Correspond with Lauren Calabria, inquiring about blanks in the deed that need to be completed. | 0.50 | 180.00 |
| 06/30/22 | DG | Follow up with Lauren Calamari on the issue regarding finalization and recording of the deeds. | 1.00 | 360.00 |
| TOTAL HOURS AND FEES | | | 47.20 | \$15,921.50 |

| TIMEKEEPER SUMMARY | | | |
|--------------------|-------------|--------------|--------------------|
| <u>Timekeeper</u> | <u>Rate</u> | <u>Hours</u> | <u>Value</u> |
| Curti, M. | 380.00 | 8.00 | 3,040.00 |
| Kasschau, J. | 364.00 | 13.00 | 4,732.00 |
| Grippio, D. | 360.00 | 20.50 | 7,380.00 |
| Nardi, C. | 135.00 | 5.70 | 769.50 |
| TOTALS | | 47.20 | \$15,921.50 |

TOTAL AMOUNT DUE FOR THIS INVOICE.....\$15,921.50

HARRIS BEACH ^{PLLC}

ATTORNEYS AT LAW

REMITTANCE

Ulster County Economic Development Alliance, Inc.
Attn: Timothy Weidemann
P.O. Box 1800
244 Fair Street
Kingston, NY 12402

July 13, 2022

Firm Matter Number: 2230870.412819
Invoice #8868630
Firm Attorney: Thomas Garry

July Invoice for Statement of Services and Disbursements

TOTAL AMOUNT DUE FOR THIS INVOICE\$15,921.50

PREVIOUS OUTSTANDING BALANCE FOR THIS MATTER\$5,325.78

TOTAL AMOUNT DUE FOR THIS MATTER AS OF CURRENT INVOICE (07/13/22)\$21,247.28

PAYMENT INSTRUCTIONS

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Choose "Make a Payment" at the very lower right hand corner of our Homepage.
Include the Firm Matter Number and Invoice Number which are referenced on this invoice above.



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Bank Name: Sterling National Bank
Account Name: Harris Beach, PLLC Operating A/C
Account #: 6700337453
ABA #: 221970443
Swift Code: STETUS33

Payment by Check (U.S. Only)

Please include this remittance or print your matter and invoice number (8868630) in the check memo. Mail to:

HARRIS BEACH PLLC
The Omni
333 Earle Ovington Blvd, Suite 901
Uniondale, NY 11553

Reference Information

Firm Matter Number: 2230870.412819
Attorney: Thomas Garry

For questions please contact: billing@harrisbeach.com
Federal Tax Id: 84-1623836

HARRIS BEACH ^{PLLC}

ATTORNEYS AT LAW

Ulster County Economic Development Alliance, Inc.
Attn: Timothy Weidemann
P.O. Box 1800
244 Fair Street
Kingston, NY 12402

July 13, 2022
Invoice #8868629

Firm Attorney: Thomas Garry
Firm Matter Numbers: 2230870.415694

Client Name: Ulster County Economic Development Alliance,
Inc.
Matter Name: IBM Tech City - WEST

July Invoice for Statement of Services and Disbursements

ACCOUNT SUMMARY FOR THIS MATTER

TOTAL FEES THIS INVOICE\$29,209.00

TOTAL AMOUNT DUE FOR THIS INVOICE\$29,209.00

PREVIOUS OUTSTANDING BALANCE FOR THIS MATTER\$43,193.60

TOTAL AMOUNT DUE FOR THIS MATTER AS OF CURRENT INVOICE (07/13/22).....\$72,402.60

OUTSTANDING INVOICE DETAIL AS OF: 07/13/22

| <u>Invoice</u> | <u>Date</u> | <u>Original Amount</u> | <u>Payments/Credits</u> | <u>Amount Due</u> |
|----------------|---------------|------------------------|-------------------------|--------------------|
| 8865397 | 06/23/22 | 43,193.60 | 0.00 | 43,193.60 |
| | TOTALS | \$43,193.60 | \$0.00 | \$43,193.60 |

PROFESSIONAL SERVICES RENDERED:

| <u>DATE</u> | <u>TIMEKEEPER</u> | <u>NARRATIVE</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------|--------------------------|--|---------------------|----------------------|
| 05/19/22 | DG | Review and discuss with Jared Kasschau request to add labor requirements into the PSA. Modify the PSA to include requirements for prevailing wages or a project labor agreement, local preferences and a dispute resolution mechanism. Modify the Substantial Completion definition and the section of the PSA on purchaser's financial commitment to invest in the requisite Recreational Facilities for the Project. | 2.50 | 900.00 |
| 05/20/22 | JAK | Teleconference with D. Pennessi re PSA; communications with T. Weidemann regarding labor language. | 0.30 | 109.20 |
| 05/23/22 | DG | Review final labor requirement provisions. Revise PSA to Incorporate final agreed-to labor provisions. Distribute revised PSA internally and incorporate comments. Recirculate updated draft. | 3.00 | 1,080.00 |
| 05/24/22 | DG | Review License Agreement and circulate internally. Review PSA and circulate updated version to Dan Pennessi at National Resources. | 1.50 | 540.00 |
| 05/25/22 | DG | Review and comment on draft explanatory statement required under PAL for negotiated disposition. Review changes to the PSA requested by Dan Pennessi. Make recommendations to Jared Kasschau and Mike Curti with respect to the requested changes, including proposed new language for the Substantial Completion definition. | 3.00 | 1,080.00 |
| 05/26/22 | DG | Review feedback from Tim Weidemann to purchaser's requested changes to the Labor Requirements language. Analyze how the defined term, Substantial Completion, is used in the PSA. Discuss with Jared Kasschau. Modify the PSA to address purchaser's comments and client's feedback. | 2.00 | 720.00 |
| 05/31/22 | DG | Review issue regarding Lot 600, including review of PSA for ITech East. Modify PSA to include Lot 600 within the scope of the agreement, including a provision for a closing credit to Purchase in the event that Lot 600 is not transferred at Closing. | 2.00 | 720.00 |
| 06/01/22 | MVC | Attend to various closing matters. Multiple conversations regarding closing with Jared Kasschau and Dan Grippo. | 7.00 | 2,660.00 |
| 06/01/22 | JAK | Communications with T. Weidemann regarding questions posed by D. Pennessi and upcoming board meeting; review correspondence with CA Johnson; review draft edits to PSA addressing status of foreclosure; review correspondence with D. Pennessi regarding revisions to PSA. | 2.30 | 837.20 |

| <u>DATE</u> | <u>TIMEKEEPER</u> | <u>NARRATIVE</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|-------------|-------------------|---|--------------|---------------|
| 06/01/22 | DG | Meet with Jared Kasschau and Mike Curti to review closing statement and checklist in preparation for upcoming closing on IBM Tech East and signing of PSA on West. Review latest labor requirements and policy received earlier today. Discuss internally. Revise PSA to incorporate new labor provisions. Revise PSA to reference the Environmental Indemnity. Review PSA and ancillary documents to assess information needed to finalize execution copies. | 4.50 | 1,620.00 |
| 06/02/22 | MVC | Participate in public meeting regarding adoption of PSA and related documents. | 1.50 | 570.00 |
| 06/02/22 | JAK | Communications with M. Curti and D. Grippo regarding resolutions and impending board meeting; Receipt and review of draft revised PSA language involving lot 600 and prevailing wage from D. Pennessi; teleconference with D. Pennessi and D. Grippo; Communications with T. Weidemann regarding same. | 2.50 | 910.00 |
| 06/02/22 | DG | Review Purchaser's comments on and proposed changes to PSA labor requirements and Lot 600 provisions. Telephone call with Dan Pennessi and Jared Kasschau to discuss the proposed changes, including discussion about the scope and duration of the labor requirements. Draft memo summarizing and analyzing Purchaser's requested changes. Review SEQRA provisions regarding environmental review for Unlisted Actions, including whether EAF required. Review, revise and circulate UCEDA resolution for disposition in preparation for the UCEDA Board meeting. Listen to the Board meeting. | 6.50 | 2,340.00 |
| 06/03/22 | MVC | Attend to matters relating to the adoption of the purchase and sale agreement and ancillary documents. Review SEQRA, tax foreclosure, and Public Authorities Law related issues. Draft and respond to emails related to same. | 6.00 | 2,280.00 |
| 06/03/22 | JAK | Review most recent version of PSA forwarded by T. Weidemann; communications with HBPLLC team, including D. Grippo; review and edit execution copy of PSA; review and respond to questions raised by T. Weidemann re EAF and Neg Dec | 2.20 | 800.80 |
| 06/03/22 | DG | Prepare execution version of the SPA. Further review of EDUCE Board resolution. | 2.00 | 720.00 |
| 06/06/22 | MVC | Attend to closing matters relating to the Purchase and Sale Agreement and related matters. | 7.00 | 2,660.00 |
| 06/06/22 | JAK | Communications with HBPLLC team regarding ancillary documents to closing west; review draft closing checklist for west. | 0.90 | 327.60 |
| 06/06/22 | DG | Participate in conference on closing documentation. Review escrow letter for title company. | 1.50 | 540.00 |

| <u>DATE</u> | <u>TIMEKEEPER</u> | <u>NARRATIVE</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|-------------|-------------------|--|--------------|---------------|
| 06/07/22 | DG | Review and then draft escrow closing letter to title company. | 1.00 | 360.00 |
| 06/08/22 | MVC | Participate in multiple conference calls and discussions with client regarding finalization of purchase and sale negotiation. Attend to various matters related to sale of property. | 4.00 | 1,520.00 |
| 06/08/22 | DG | Review Section 16.31 language with Tim Weidemann and Jared Kasschau. | 0.50 | 180.00 |
| 06/09/22 | CN | T/c with Dan regarding settlement statement and various costs. Saving items and collating documents on Netdocs. | 1.00 | 135.00 |
| 06/13/22 | JAK | Communications with M. Curti and T. Weidemann regarding ABO notice. | 0.30 | 109.20 |
| 06/14/22 | DG | Review form of PSA signed by purchaser for closing on June 8th to confirm that purchaser signed the correct/final version negotiated between the parties. | 0.50 | 180.00 |
| 06/17/22 | CN | Creating closing index and transcript for distribution to UCEDA. Follow up on outstanding items. T/c with Dan Grippo regarding the same. | 2.00 | 270.00 |
| 06/22/22 | DG | Review PSA and documents from ITech East to identify documents necessary to sign PSA and place into escrow with title company for future closing. | 1.00 | 360.00 |
| 06/23/22 | DG | Review of pre-contract signing ancillary documents. Review PSA signed by UCEDA. Discuss with Jared Kasschau the date for the PSA. Correspond with Tim Weidemann for additional information and request page swaps with PSA dated the date of the Board resolution. Discuss pre-contract-signing and closing documents with Jared Kasschau and Chris Nardi. Create Execution Versions of License Agreement and Environmental Indemnity. Draft correspondence to purchaser's counsel., including request to supply organizational documents for Purchaser and Consent of Members to purchase the property. Revise title escrow letter. | 5.00 | 1,800.00 |
| 06/24/22 | DG | Compare Tech City East and West title escrow letters. Review Consent of Members evidence of authorization. Look into whether opinion of counsel necessary as a pre-contract-signing document. | 2.00 | 720.00 |
| 06/27/22 | DG | Review form of Quit Claim Deed used for the Tech East closing on June 8th. Review deed restriction language to be included in the Tech West deed restricting use of a portion of the property in perpetuity to recreational and park use. Review status of Tech West contract signing and signing of ancillary documents such as the License and Environmental Compliance and Indemnity Agreement. | 3.00 | 1,080.00 |

| <u>DATE</u> | <u>TIMEKEEPER</u> | <u>NARRATIVE</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|-----------------------------|-------------------|---|--------------|--------------------|
| 06/28/22 | DG | Review status. Follow up on request for revised Board resolution needed to date the Purchase and Sale Agreement. Map out structure for signing ancillary documents and placing them into escrow with the title company pending closing of the transaction. Communicate with Jared Kasschau. | 2.00 | 720.00 |
| 06/30/22 | DG | Review status with Jared Kasschau, including finalization of signed PSA, and correspondence with purchaser's counsel for organizational and authority documents and execution of the License and Environmental Indemnity. | 1.00 | 360.00 |
| TOTAL HOURS AND FEES | | | 81.50 | \$29,209.00 |

| TIMEKEEPER SUMMARY | | | |
|---------------------------|-------------|--------------|--------------------|
| <u>Timekeeper</u> | <u>Rate</u> | <u>Hours</u> | <u>Value</u> |
| Curti, M. | 380.00 | 25.50 | 9,690.00 |
| Kasschau, J. | 364.00 | 8.50 | 3,094.00 |
| Grippio, D. | 360.00 | 44.50 | 16,020.00 |
| Nardi, C. | 135.00 | 3.00 | 405.00 |
| TOTALS | | 81.50 | \$29,209.00 |

TOTAL AMOUNT DUE FOR THIS INVOICE.....\$29,209.00

HARRIS BEACH ^{PLLC}

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Swift Code: STETUS33

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HARRIS BEACH PLLC
The Omni
333 Earle Ovington Blvd, Suite 901
Uniondale, NY 11553

Reference Information

Firm Matter Number: 2230870.415694
Attorney: Thomas Garry

For questions please contact: billing@harrisbeach.com
Federal Tax Id: 84-1623836