

# HARRIS BEACH <sup>PLLC</sup>

## ATTORNEYS AT LAW

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

November 9, 2022  
Invoice #8887998

Firm Attorney: Thomas Garry  
Firm Matter Numbers: 2230870.415694

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

November Invoice for Statement of Services and Disbursements

### ACCOUNT SUMMARY FOR THIS MATTER

TOTAL FEES THIS INVOICE .....\$16,745.20

**TOTAL AMOUNT DUE FOR THIS INVOICE .....\$16,745.20**

PREVIOUS OUTSTANDING BALANCE FOR THIS MATTER .....\$1,478.40

**TOTAL AMOUNT DUE FOR THIS MATTER AS OF CURRENT INVOICE (11/09/22).....\$18,223.60**

### OUTSTANDING INVOICE DETAIL AS OF: 11/09/22

<u>Invoice</u>	<u>Date</u>	<u>Original Amount</u>	<u>Payments/Credits</u>	<u>Amount Due</u>
8881758	10/07/22	1,478.40	0.00	1,478.40
	<b>TOTALS</b>	<b>\$1,478.40</b>	<b>\$0.00</b>	<b>\$1,478.40</b>

**PROFESSIONAL SERVICES RENDERED:**

<b><u>DATE</u></b>	<b><u>TIMEKEEPER</u></b>	<b><u>NARRATIVE</u></b>	<b><u>HOURS</u></b>	<b><u>AMOUNT</u></b>
10/03/22	JAK	Review correspondence and conference with D. Grippo regarding outstanding issues with respect to East and West parcels and Lot 600.	0.60	218.40
10/03/22	DG	Review Purchase and Sale Agreement dated June 17, 2022. Identify open items that need to be addressed to move the transaction forward to closing. Draft status memo.	3.00	1,080.00
10/04/22	JAK	Prepare for and attend teleconference with T. Weidemann, M. Curti and D. Grippo re outstanding items and measures necessary to close on West and Lot 600 before year end; email to D. Pennessi at National Resources requesting teleconference; review draft correspondence to National Resources forwarded by D. Grippo re outstanding items.	1.30	473.20
10/04/22	JAK	Discussion with D. Grippo re D. Pennessi comments and review email responding to same; Review of draft quitclaim deed.	0.40	145.60
10/04/22	DG	Prepare for 8:00 am status call with T. Weidemann. Participate in call. Draft memo to D. Pennessi regarding open items necessary to move forward with the sale of Tech West. Send memo and respond to D. Pennessi's response requesting a timeline. Draft execution versions of note, mortgage and environmental compliance and indemnity agreement. Send to D. Pennessi. Start drafting deed and settlement statement. Coordinate preparation of TP-584, RP5217 and other ancillary transfer documents with C. Nardi. Start drafting Purchase and Sale Agreement for Lot 600.	8.00	2,880.00
10/04/22	CN	Drafting for of quit claim deed for D. Grippo. Call with D. Grippo to discuss open tasks and status of transaction. Research subject parcels on county website. Drafting TP-584 and RP-5217.	2.00	280.00
10/05/22	JAK	Review email from D. Grippo with attached draft quitclaim deed and PSA for Lot 600; review email from M. Curti summarizing conversation with T. Weidemann regarding Lot 600.	0.30	109.20

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>NARRATIVE</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/05/22	DG	Continue drafting deed, including addition of covenant and restriction with respect to Recreational Area. Continue drafting Lot 600 Purchase and Sale Agreement. Review reverter provisions from Tech East PSA and deed and consider applicability to Lot 600 PSA and deed. Research Ulster County resolutions with respect to the transfer of the properties comprising Tech East, Tech West and Lot 600. Review the Ulster County tax map and records to draft Schedule A to Tech West deed and the property description for the Lot 600 PSA. Review preparation of ancillary deed transfer documents, closing checklist, and tax status with C. Nardi. Circulate the draft Tech West deed internally.	8.00	2,880.00
10/05/22	CN	Continued work on West campus documents: drafting UCC-1s, FIRPTA, title affidavit, closing checklist and reviewing land records for parcel and deed information. Calls with D. Grippo regarding the same and taxes payable at closing.	2.30	322.00
10/06/22	JAK	Review email from T. Weidemann regarding Lot 600 and communication with D. Grippo regarding same; review redline proposed changes forwarded by D. Pennessi; Review email with revised draft Quit Claim deed.	0.50	182.00
10/06/22	DG	Review correspondence from T. Weidemann and M. Curti regarding the terms of Lot 600 contract, including economic terms. Review reverter provisions from the Tech East and Tech West PSAs and consider whether to incorporate similar provisions into the Lot 600 contract. Create and send redlines of note, mortgage, and environmental indemnity agreement to D. Pennessi. Make additional revisions to draft Tech City West deed. Prepare email to D. Pennessi attaching draft deed and requesting additional title information necessary to complete the deed. Send email, including an inquiry as to the status of Purchaser's payment of the \$250,000 deposit required under Section 16.27 of the PSA.	4.50	1,620.00
10/07/22	JAK	Talked with D Grippo about Lot 600 and closing for IBM Tech City West.	0.40	145.60
10/07/22	DG	Review status with J. Kasschau, including draft Tech West deed and covenants and restrictions.	1.00	360.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>NARRATIVE</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/10/22	DG	Review deed restriction limiting portion of property to recreational use only, including right of reverter language. Review post-closing obligations under the Tech City East PSA with respect to environmental remediation, including review of the scope of the EPA Settlement Agreement. Review construction milestones in the Tech City East PSA. Consider applicability of environmental remediation and construction performance provisions in Tech City East to the Lot 600 PSA, including right of reverter provisions.	3.50	1,260.00
10/11/22	DG	Continue drafting Purchase and Sale Agreement for Lot 600, including addition of references to prior PSAs with respect to Tech City East and West.	2.00	720.00
10/12/22	JAK	Conversation with D. Grippo re preparations for LDA for Lot 600.	0.30	109.20
10/12/22	DG	Follow up with UCEDA to ascertain economic terms of the Lot 600 transaction. Consider whether, and if so, how to tie the Lot 600 sale into the Tech East and Tech West projects as described in the Tech East and Tech West PSAs. Revise draft Lot 600 PSA.	3.00	1,080.00
10/24/22	DG	Follow up with D. Pennessi for status of deposit and review of draft closing documents. Review request from D. Pennessi for status of outstanding Seller deliverables. Follow up with T. Weidemann for UCEDA Board resolutions and the economic terms for the sale of Lot 600. Receive the board resolutions and send to D. Pennessi. Review correspondence from T. Weidemann regarding the economic terms for the sale of Lot 600.	2.00	720.00
10/25/22	DG	Draft and send email to D. Pennessi requesting Best and Final Offer for Lot 600.	0.50	180.00
10/26/22	DG	Draft and send status update to T. Weidemann.	0.50	180.00
10/27/22	DG	Brief J. Kasschau on status of closing documents and terms for sale of Lot 600.	0.50	180.00
10/28/22	DG	Negotiate purchase price for sale of Lot 600. Correspond with T. Weidemann and D. Pennessi. Review draft PSA for necessary modifications, including payment terms and deed provisions.	2.00	720.00
10/31/22	DG	Negotiate purchase price for Lot 600. Communicate with T. Weidemann and D. Pennessi. Draft purchase price language for the PSA. Review the draft PSA to delete references to purchase money note and mortgage, to modify reverter provisions, and to review Permitted Exceptions.	2.50	900.00
<b>TOTAL HOURS AND FEES</b>			<b>49.10</b>	<b>\$16,745.20</b>

TIMEKEEPER SUMMARY			
<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Value</u>
Kasschau, J.	364.00	3.80	1,383.20
Grippio, D.	360.00	41.00	14,760.00
Nardi, C.	140.00	4.30	602.00
<b>TOTALS</b>		<b>49.10</b>	<b>\$16,745.20</b>

**TOTAL AMOUNT DUE FOR THIS INVOICE.....\$16,745.20**

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## ATTORNEYS AT LAW

### REMITTANCE

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### PAYMENT INSTRUCTIONS

#### Payment by Credit Card

<https://www.harrisbeach.com/payment>

*Click on link and you will be directed to the Harris Beach Invoice Payment Page.  
Please include the Firm Matter Number and Invoice Number which are referenced on this invoice above.*



#### Payment by Wire or ACH

Bank Name: Webster 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 (8887998) 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:  
Attorney:

2230870.415694  
Thomas Garry

For questions please contact: [billing@harrisbeach.com](mailto:billing@harrisbeach.com)  
Federal Tax Id: 84-1623836

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