A meeting of the Board of Directors of the Greater Syracuse Property Development Corporation ("GSPDC") was convened in public session at the offices of the GSPDC located at 333 West Washington Street, Suite 130, Syracuse, New York 13202 on November 18, 2014 at 8:00 a.m.

The meeting was called to order by the Chairman and, upon roll being called, the following directors of the GSPDC were:

PRESENT:

Vito Sciscioli, Chair Daniel Barnaba, Treasurer Dwight L. Hicks, Secretary James Corbett Julie Cerio

ABSENT:

FOLLOWING PERSONS WERE ALSO PRESENT:

Katelyn Wright

Executive Director

John P. Sidd, Esq.

GSPDC Counsel

The following resolution was offered by Julie Cerio, seconded by Dan Barnaba, to wit:

Resolution No.: 41 of 2014

RESOLUTION AUTHORIZING THE ACQUISITION OF PHASE VII PROPERTIES FROM THE CITY OF SYRACUSE

WHEREAS, New York Not-For-Profit Corporation Law §1608(b) authorizes the GSPDC to acquire real property by gift, devise, transfer, exchange, foreclosure, purchase, or otherwise; and

WHEREAS, pursuant to New York Not-For-Profit Corporation Law §1608(c), the GSPDC may accept transfers of real property from municipalities upon such terms and conditions as agreed to by the GSPDC and the municipality; and

WHEREAS, the GSPDC desires to acquire from the City of Syracuse title to certain parcels of real property identified on the "Phase VII" Properties List attached hereto as Schedule A.

NOW, THEREFORE, BE IT RESOLVED BY THE GREATER SYRACUSE PROPERTY DEVELOPMENT CORPORATION AS FOLLOWS:

<u>Section 1</u>. The recitals above are hereby incorporated into this Resolution as if fully set forth herein.

<u>Section 2</u>. The GSPDC is hereby authorized to acquire from the City of Syracuse title to the parcels of real property identified on the "Phase VII" Properties List attached hereto as Schedule A.

<u>Section 3</u>. The Chairman and the Executive Director of the GSPDC are each hereby authorized and directed to execute all documents on behalf of the GSPDC which may be necessary or desirable to further the intent of this Resolution and do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

Section 4. The other officers, employees and agents of the GSPDC are hereby authorized and directed for and in the name and on behalf of the GSPDC to execute and deliver all such certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing Resolution.

<u>Section 5</u>. This Resolution shall take effect immediately.

The question of the adoption of the foregoing Resolution was duly put to a vote on roll call, which resulted as follows:

Vito Sciscioli	VOTING		
Daniel Barnaba	VOTING	Yes	
Dwight L. Hicks	VOTING	<u>Yes</u>	
James Corbett	VOTING	Yes	
Julie Cerio	VOTING	Yes	

The foregoing Resolution was thereupon declared and duly adopted.

STATE OF NEW YORK)
COUNTY OF ONONADAGA) ss.:

I, the undersigned Secretary of the Greater Syracuse Property Development Corporation (the "GSPDC"), DO HEREBY CERTIFY, that I have compared the foregoing extract of the minutes of the meeting of the directors of GSPDC, including the Resolution contained therein, held on November 18, 2014 with the original thereof on file in my office, and that the same is a true and correct copy of such proceedings of GSPDC and of such Resolution set forth therein and of the whole of said original so far as the same related to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all directors of GSPDC had due notice of said meeting; (B) said meeting was in all respect duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public and due notice of the time and place of said meeting was given in accordance with such Open Meetings Law; and (D) there was a quorum of the directors of GSPDC present through said meeting.

I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of GSPDC this 16th day of December, 2014.

wight L. Hicks, Secretary

SCHEDULE A

StNum	StName	History	Current Use	Neighborhood	PNUMBER
		Formerly residential,			
207	CHERRY ST	demolished around 1976	Parking Lot	Near Eastside	1716100400
	COLVIN ST E &	Formerly residential,			
117	BEARD PL	demolished around 1963	Parking Lot	Southside	1918000100
		This has been vacant			
318-20	ELLIS ST	since at least 1949	Parking Lot	Salt Springs	1726000701
		Formerly residential,			
2132	ERIE BLVD E	demolished around 1960	Parking Lot	Salt Springs	1726204700
	FAYETTE ST W TO				
1227	NELSON ST	Vacant since 1930s	Parking Lot	Tipp Hill	0827104600
		This had a store with			
	WALL ST &	apartments above,			
201	RICHMOND AVE	demolished in 1986	Parking Lot	Park Ave.	0294103000