A meeting of the Board of Directors of the Greater Syracuse Property Development Corporation (the "GSPDC") was convened in public session at the offices of the GSPDC located at 431 East Fayette Street, Suite 375, Syracuse, New York 13202 on July 21, 2015 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 Jim Corbett, seconded by Dan Barnaba, to wit:

Resolution No.: 23 of 2015

RESOLUTION AUTHORIZING THE GSPDC TO ENTER INTO AN AMENDMENT TO THE CONTRACT TO PURCHASE 664 WEST ONONDAGA STREET, SYRACUSE

WHEREAS, the sale to Housing Visions Consultants, Inc. ("Buyer") of a certain parcel of real property situate in the City of Syracuse, County of Onondaga, and State of New York, commonly known as 664 West Onondaga Street (the "Property") for the price of Six Thousand Five Hundred Forty One and 32/100 dollars (\$6,541.32) was authorized at a meeting of the board of directors of the GSPDC held on October 21, 2014;

WHEREAS, a Contract to Purchase dated October 21, 2014 was entered into between the GSPDC and Buyer (the "Contract"); and

WHEREAS, the closing pursuant to the Contract has not taken place and, as a result, the GSPDC has continued to incur certain carrying costs in connection with the Property; and

WHEREAS, the parties therefore desire to amend Paragraph 2 of the Contract to provide that the purchase price shall be Seventeen Thousand Seven Hundred Fifty Four and 87/100 dollars (\$17,754.87); and

WHEREAS, the parties desire to amend Paragraph 12 of the Contract to provide that the closing date shall be on or about 90 days following the date on which the Buyer has obtained all necessary funding to complete the proposed project for the Property, as set forth in the Application, and that if the Buyer has not obtained such funding on or before July 21, 2016 then the GSPDC may terminate the Contract;

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 Members of the Board hereby authorize the GSPDC to enter into an Amendment of the Contract in accordance with the terms of this Resolution. The Amendment will be agreeable in form and content to the Executive Director and GSPDC counsel.
- Section 3. 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	<u>Abstained</u>
Daniel Barnaba	VOTING	<u>Yes</u>
Dwight L. Hicks	VOTING	<u>Yes</u>
James Corbett	VOTING	<u>Yes</u>
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 July 21, 2015 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 18th day of August, 2015.

Dwight L. Hicks, Secretary