

ST. LAWRENCE COUNTY INDUSTRIAL DEVELOPMENT AGENCY
 LOCAL DEVELOPMENT CORPORATION
 Resolution No. LDC-18-08-19
 August 23, 2018

AUTHORIZING A LOAN OF UP TO \$400,000 TO North American Forest Group, Inc.

WHEREAS, the St. Lawrence County Industrial Development Agency Local Development Corporation (the “SLCIDA-LDC”) was formed by the St. Lawrence County Industrial Development Agency to relieve and reduce unemployment, to promote and to provide for additional and maximum employment, to better and maintain job opportunities, to instruct or train individuals to improve or to develop their capabilities for jobs, to carry on scientific research for the purpose of aiding the community of St. Lawrence County, New York by attracting industry to the community and by encouraging the development of, or retention of, an industry in the community, and to lessen the burdens of government and to act in the public interest, thus performing an essential governmental function, and

WHEREAS, North American Forest Group, Inc. (the “Company” or “Borrower”) has applied for loan financing in an amount of \$400,000 to acquire the former ACCO manufacturing facility at 263 ACCO Drive, Ogdensburg, New York, and convert it into a wood products warehouse and sawmill facility, and

WHEREAS, the Company requests this financing be structured as a Bridge Loan for a period of up to Six Months before converting to a co-proportional first position Mortgage for a 180-month term, and

NOW, THEREFORE, BE IT RESOLVED that the SLCIDA-LDC agrees to lend up to \$400,000 to North American Forest Group, Inc., and

BE IT FURTHER RESOLVED that said loan of up to \$400,000 shall be subject to the following terms and conditions:

1. Principal	Up to \$400,000
2. Interest Rate	One-half of US prime rate plus 1, the actual rate to be determined at closing and adjusted at the end of the fifth year
3. Term	Six (6) month term consisting of a three (3) month period of interest-only followed by a three (3) month period of principal and interest *
4. Security	<ul style="list-style-type: none"> • Cross corporate guarantees from Curran Renewable Energy, LLC, Curran Logging Inc., and Seaway Timber Harvesting, Inc. • Payment pledge from Seaway Timber Harvesting • co-proportional lien position with any lending partners on all machinery and equipment, furniture and fixtures, inventory accounts receivable and general intangibles
5. Other	<ul style="list-style-type: none"> • Unlimited Personal Guarantees from Lee Curran, Patrick Curran & Timothy Curran • The Company agrees to create <u>20</u> FTE jobs over a three-year period • Evidence of Company Equity in the Project of at least <u>\$300,000</u> • Evidence of corporate borrowing authorization <p>* Conversion no later than the seventh month to either balloon repayment of the outstanding balance or to a mortgage with 180-month amortization of equal payments of principal and interest</p>

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Move:	Hall			
Second:	Morrill			
VOTE	AYE	NAY	ABSTAIN	ABSENT
Blevins				X
Hall	X			
Hooper	X			
LaBaff	X			
McMahon	X			
Staples	X			
Morrill	X			

I HEREBY CERTIFY that I have compared this copy of this Resolution with the original record in this office, and that the same is a correct transcript thereof and of the whole of said original record.

/s/

Lori Sibley

August 23, 2018