

**FIRST AMENDMENT TO AGENT AND FINANCIAL  
ASSISTANCE PROJECT AGREEMENT**

THIS FIRST AMENDMENT TO AGENT AND FINANCIAL ASSISTANCE PROJECT AGREEMENT, dated as of the August 22, 2024, is by and between the **ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY**, a public benefit corporation duly existing under the laws of the State of New York with offices at 95 Perry Street, Suite 403, Buffalo, New York 14203 (the "Agency") and **130 EMPIRE LLC**, a corporation duly organized, validly existing and in good standing under the laws of the State of New York, with offices at 170 French Road, Buffalo, New York 14227-2717 (the "Company").

**WITNESSETH:**

WHEREAS, by Resolution dated June 28, 2023 (the "Resolution"), the Agency authorized the Company to undertake the Project, as defined therein, and act as its Agent for the purposes of acquiring, constructing and equipping the Project and subject to the Company entering into an Agent and Financial Assistance Project Agreement; and

WHEREAS, the Agency and the Company entered into that certain Agent and Financial Assistance Project Agreement, dated as of February 8, 2024, as amended from time to time, (collectively, the "Agent Agreement"), whereby the Agency authorized the Company to act as its Agent for the purposes of acquiring, constructing and/or equipping the Facility (as described within the Resolution); and

WHEREAS, the Company has notified the Agency that the Project has not been completed and has requested an extension of the New York State and local sales and use tax exemption benefit time period to enable the Company to continue to construct and equip the Project as so approved by the Agency; and

WHEREAS, to accomplish the foregoing, the Agency requires a First Amendment to Agent Agreement be executed, and the Company and the Agency have agreed to execute the First Amendment to Agent Agreement to extend the New York State and local sales and use tax exemption benefit time period provided by the Agency and any additional amendments thereto.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereby agree as follows:

The Agent Agreement is amended as follows:

1. Any references to the sales tax exemption expiration in the Agent Agreement shall be changed from December 31, 2024 to December 31, 2026.
2. Exhibit A, Exhibit B-1, and Exhibit B-2 attached hereto shall be made part of, and incorporated into, the Original Agent Agreement in place of Exhibit A, Exhibit B-1, and Exhibit B-2, respectively, in the Original Agreement.

Unless otherwise amended pursuant to the terms contained herein, the terms of the Agent Agreement shall remain unchanged.

*[The Balance of this Page Intentionally Left Blank]*

*[Signature Page to First Amendment to Agent and Financial Assistance Project Agreement]*

IN WITNESS WHEREOF, the Agency and the Company have caused this First Amendment to Agent and Financial Assistance Project Agreement to be executed in their respective names, all as of the date first above written.

**ERIE COUNTY INDUSTRIAL  
DEVELOPMENT AGENCY**

By: \_\_\_\_\_

Name: Mollie Profic

Title: Chief Financial Officer

**130 EMPIRE LLC**

By: \_\_\_\_\_

Name: Greg Selter

Title: Chief Operating Officer