

MINUTES OF PUBLIC HEARING  
ON JUNE 2, 2000

VILLAGE OF PORT CHESTER INDUSTRIAL DEVELOPMENT AGENCY  
2000 Industrial Development Revenue Bonds  
(Neri's Bakery Products, Inc. Facility)

1. Mark S. Tulis, Counsel to the Village of Port Chester Industrial Development Agency (the "Issuer"), called the hearing to order.
2. Mr. Tulis then appointed Joan Marino, Assistant Secretary of the Issuer, to record the minutes of the hearing.
3. Mr. Tulis then described the proposed issuance of the Bonds and the location and nature of the Facility to be financed as follows:

The Issuer proposes to issue its Industrial Development Revenue Bonds in an estimated principal amount of \$6,500,000 but not to exceed \$8,700,000 (the "Bonds") to finance the acquisition of an approximately 0.63 acre parcel of land located at 53-57 Pearl Street, Village of Port Chester, Town of Rye, Westchester County, New York, and the construction and equipping thereon of a two-story, approximately 51,800 square foot building to be used by the Company for the manufacture and production of bread, rolls, bagels and bread products (the "Facility"), and to lease the Facility to Neri's Bakery Products, Inc. ("Neri's Bakery Products, Inc.") or 40 Pearl Street Inc. ("40 Pearl Street Inc."), each a New York corporation, on behalf of themselves and/or the principals of Neri's Bakery Products, Inc. or 40 Pearl Street Inc. and/or respective entities formed or to be formed on behalf of any of the foregoing (individually or collectively, the "Company"). The Facility will be initially operated and/or managed by the Company. One of the entities identified as the Company may be the lessee from the Issuer and the other such entity identified as the Company may be the sublessee of the Facility. The Issuer will acquire title to the Facility and lease the Facility to the Company. At the end of the lease term, the Company (or its related designee with the consent of the Issuer) will purchase the Facility from the Issuer.

The Issuer also proposes to provide financial assistance to the Company in connection with the Facility, in the form of exemptions from mortgage recording taxes, exemptions from sales and use taxes. There will be no abatement of real property taxes on the property or improvements although a Pilot Agreement will be executed.

4. Mr. Tulis then opened up the hearing for comments from the floor for or against the proposed issuance of the Bonds and the location and nature of the Facility. The following is a listing of the persons heard and a summary of their views:

Mr. Joseph Carlucci, counsel to Neri's Bakery Products, Inc., answered questions of Mr. Tulis concerning the application and otherwise spoke in favor of the application.

5. Mr. Tulis then asked if there were any further comments, and, there being none, the hearing was closed at 10:22 am.

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Assistant Secretary