



NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY CHANGE OF OWNERSHIP INFORMATION FORM

This information is necessary to process a change in the ownership, transfer of ownership interest or business organization of the Present Project Owner or the property which was financed with NJEDA assistance. Fill in all the blanks, using "NONE" or "NOT APPLICABLE" where necessary. If more space is needed to answer any specific question, attach a separate sheet. Return **one typed original** of this application and **one copy of the financial materials** (if applicable) to the New Jersey Economic Development Authority, 36 W. State St., PO Box 990, Trenton, NJ 08625-0990.

Please note the most recent version of this application can be downloaded on line at www.njeda.com/applications

1. PRESENT PROJECT OWNER

Original Application No. _____

Name	Mailing Address
City, State, Zip Code	Telephone No.

11. PROPOSED NEW OWNER completes remainder of this form.

A. General Information

Name of Applicant (official, legal name without abbreviations)			Name of Contact Person (officer/owner of the applicant)	
Street Address			Mailing Address	
City	State	Zip Code	Employer's I.D. No.	SIC/NAICS No.*
Trade Name		Type of Business	Website Address (if applicable)	
Telephone Number	Telefax Number	Email Address	Application Date	

*Standard Industrial Classification or North American Industrial Classification System Number must be provided (see your IRS Return or consult your accountant).

INTERNAL USE ONLY
Application No.: _____
Finance Officer: _____

B. Project Occupant's Business Organization: Corporation Partnership Sole Proprietorship

LLC Not-for-Profit Other (describe): _____

Year company formed: _____ If incorporated, what year? _____ In what state chartered? _____

Is the Project Occupant a subsidiary or direct or indirect affiliate of any other organization? Yes No

If yes, indicate name and address, and employer identification number of related organization and relationship.

(Use separate page if needed and include as Exhibit IIB.)

C. List 100% ownership including all officers, directors and partners of the applicant. Also list all owners and stockholders of applicant, and any individuals/entities guaranteeing the loan (complete all columns for each person). If the applicant is a publicly-held corporation, please provide the latest 10-K and proxy statement indicating stock ownership. If applicant is a 501 (c)(3) Not-for-Profit organization, please list all officers and trustees of the applicant.

(Use separate page if needed and include as Exhibit IC.)

Name (list first, middle & last) Home Address (incl. zip code)	Birth Date	Social Security Number	Office Held	Percent Ownership

D. For each person or entity listed in items B and C above, please provide the names and business addresses of all other companies, partnerships, proprietorships, or business associations in which such person or entity holds 10% or more interest, stock, or ownership, and the percentage of such ownership. (Use separate page if needed and include as Exhibit ID.)

E. Have any of the persons or entities listed in items A, B, C, or D above:

- 1. been, within the last five years, a party in litigation involving laws governing hours of labor, minimum wage standards, discrimination in wages or child labor?
 yes no
- 2. been, or is now, charged with, convicted of, under indictment, on parole, on probation or a plaintiff in, any criminal or civil offense other than a minor motor vehicle violation?
 yes no
- 3. been, or is now, subject to, or has pending, any disciplinary action by any administrative, governmental or regulatory body?
 yes no
- 4. been, or is now, subject to any order resulting from any criminal, civil or administrative proceedings brought against such persons or parties by any administrative, governmental, or regulatory agency?
 yes no
- 5. been, or is now, denied any license by any administrative, governmental or regulatory agency on the grounds of moral turpitude?
 yes no
- 6. been, or is now, informed of any current or on-going investigation with respect to possible violations by such persons or parties of state or federal securities, anti-trust or criminal laws?
 yes no
- 7. been, or is now, denied a business-related license or had it suspended or revoked by any administrative, governmental or regulatory agency?
 yes no
- 8. been, or is now, disbarred, suspended or disqualified from contracting with any federal, state or municipal agency?
 yes no
- 9. been, or is now, in receivership or adjudicated bankrupt?
 yes no
- 10. been, or is now, in default on a personal or business loan?
 yes no

If the answer is yes to any question in E above, furnish details on a separate page as Exhibit I E. Be sure to answer the questions correctly, they are important. The fact that you have an arrest or conviction record will not necessarily disqualify your application, but a deliberate incorrect answer will probably cause your application to be turned down. Any information you wish to submit that may expedite this investigation should be set forth in Exhibit IE

III. PROJECT INFORMATION

A. Location of Project

Street Address _____
 Municipality _____ County _____
 Block(s) _____ Lots _____ Section _____

B. Is the project facility occupied or used by any party other than the proposed applicant? yes no

If yes, list each entity and have each complete the NJ EDA's Project Occupant Application, if not previously submitted and approved by the NJEDA.

C. Project Site

- 1. Indicate approximate size (in acres or square feet of land). _____
- 2. Are there buildings now on the project site? yes no

If yes, indicate number and approximate size in square feet of each building.

C. Project Site (cont'd)

3. Indicate in detail the present use of the project site.

4. Indicate in detail the difference between the present use of the building or buildings and/or equipment to be acquired, constructed or expanded (i.e. manufacturing widgets, research relating to widget design, executive offices for management of widget company, warehousing for storage of widgets, etc.) and your intended use of the Project. Please respond to this item as fully and precisely as possible; attach separate sheet if needed.

IV. Capital Expenditures in Project Municipality

If the Bond financing received by the Present Project Owner was issued within the last three years, the amount of the Bond financing together with any outstanding bonds exceeds \$1,000,000 and this is not an exempt facility or qualified 501(C)(3) not-for-profit organization, the NJEDA must review the capital expenditures made by Present Project Owner, Proposed New Owner, all project users and any persons or entities related to the Proposed New Owner or any project user (such entities collectively, the "Principal Users") for the three years prior to the Bond financing and for three years after the Bond financing (the "six year period"). Please indicate below the total capital expenditures made by the Principal Users relating to any assets (land, building, equipment, etc.) located in the project municipality (or anticipated to be located in, or transferred into, the project municipality) for the six year period, whether or not such capital expenditures were related to this particular project. In this regard, capital expenditures, include, but are not limited to, amounts used to acquire or renovate land, building, equipment or other assets including amounts incurred in connection with capital leases.

(Check One)

- The Bond financing closed more than 3 years ago. (Skip to Item V)
- The Principal Users received the benefit of \$1,000,000 or less in financial assistance, is an exempt facility or a qualified 501 (C)(3) not-for-profit organization. (Skip to Item V)
- The Present Project Owner received benefit of more than \$1,000,000 in financial assistance and the Bond financing closed within the past three years. The total capital expenditures made by the Principal Users relating to any assets (land, building, equipment, etc.) located in the project municipality (or anticipated to be located in, or transferred into, the project municipality) during the six-year period whether or not such capital expenditures were related to this particular project are:

- 1. Land _____
- 2. Building _____
- 3. Equipment _____
- 4. Machinery _____
- 5. Other assets _____

V. EMPLOYMENT IMPACT (permanent jobs)

A. Indicate below the number of people presently employed **at the project**, the number of people to be maintained by the Proposed New Owner and the number of people that will be employed at the Project at the end of the second year after acquisition by the Proposed New Owner.

	Full Time Employees	Part Time Employees
Number of people presently employed at the project site		
Number of people to be maintained by the Proposed New Owner		
Number of people to be employed by the end of the second year		

B. Indicate the number of workers presently employed by the Proposed New Owner at other sites in New Jersey.

<u>Employment Locations (city, county)</u>	<u>Number of Full-time Employees</u>
_____	_____
_____	_____
_____	_____
_____	_____

C. Indicate whether or not the transaction will result in the loss of employment by the Proposed New Owner. If so, please provide detailed information that would indicate whether the proposed transaction will serve a public purpose despite the loss of employment.

D. Indicate whether or not the transaction will result in the relocation of any full-time employees from any of the locations referred to in item B above? If yes, please complete NJEDA Supplemental Relocation Form.

yes no

VI. ATTACHMENTS: The following items, where applicable, must be submitted with this form:

1. Cover letter with a brief history of the Proposed New Owner's business.
2. Completed NJEDA Project Occupant Information Form for each tenant, if not previously submitted to and approved by the Authority.
3. An opinion from a nationally recognized bond counsel indicating the effect, if any, the transaction would have on the tax-exempt status of the bond(s). (Can be submitted when delivered by bond counsel.)
4. If there is an outstanding NJEDA guarantee on the bond(s) for the subject project, provide the following financial information:
 - (a) balance sheet for the proposed new owner and proposed new Project Occupant(s) for the most recent fiscal year;
 - (b) profit and loss statement for the past three fiscal years and for as much of the current year as is available; and
 - (c) earnings projection (estimated profit and loss statement) for at least one full year after the transaction is approved.
5. If the NJEDA's written consent to the Change of Ownership is requested, in addition to the above, submission of a letter(s) indicating the position of the bondholder, trustee, letter of credit bank and/or any other entity having a financial interest in the project, with respect to the transaction, and specifying whether or not the Present Project Owner would be released from its obligations under the Loan Documents is required.

VII. CERTIFICATION OF APPLICATION

I, THE UNDERSIGNED, BEING DULY SWORN UPON MY OATH SAY:

1. I affirm, represent, and warrant that the applicant has no outstanding obligations to any bank, loan company, corporation, or individual not mentioned in the above application and attachments; that the information contained in this application and in all attachments submitted herewith is to the best of my knowledge true and complete and that the bond/loan applied for herein is not for personal, family, or household purposes.
2. I understand that if such information is willfully false, I am subject to criminal prosecution under N.J.S.A. 2C-28-2 and civil action by the NJEDA which may at its option terminate its financial assistance.
3. I authorize the New Jersey Department of Law and Public Safety to verify any answer(s) contained herein through a search of its records, or records to which it has access, and to release the results of said research to the NJEDA.
4. I authorize the NJEDA to obtain such information including, but not limited to, a credit bureau check as it may require, covering the applicant and/or its principals, stockholders and/or investors.
5. I authorize the NJEDA to provide information submitted to it by or on behalf of the applicant to any bank which might participate in the requested financing with the NJEDA.

SIGNATURE: _____
 Officer/Owner _____ Date _____

NAME (PRINT): _____

TITLE: _____

Sworn and Subscribed before me
 this _____ day of _____, 20_____

 NOTARY PUBLIC
 My commission expires _____

<p>THE GOVERNING BOARD OF DIRECTORS OF THE INDIVIDUAL PROGRAMS RESERVES THE RIGHT TO DETERMINE WHICH PROJECTS TO FINANCE AND TO AMEND THESE GUIDELINES AT ANY TIME. APPLICATIONS FOR FINANCIAL ASSISTANCE ARE CONSIDERED PUBLIC RECORDS AND WILL BE AVAILABLE TO THE PUBLIC FOR INSPECTION.</p>
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