NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY
April 13, 2004

MINUTES OF THE MEETING

Members of the Authority present: Al Koepppe, Chairman; Joseph Grossi representing the Chief Executive Officer of the NJ Commerce and Economic Growth Commission; Daniel Levine representing the State Treasurer; Joe Latoof representing the Commissioner of the Department of Labor; Michael Sheridan representing the Commissioner of the Department of Banking and Insurance; Bernie Piaia representing the Commissioner of Education; Jack Kocsis, Jr., Thomas Wilson and Joseph McNamara Public Members; Dennis Shah and Steven Denholtz, Alternate Public Members; and Rodney Sadler, non-voting member.

Absent from the meeting: Tonio Burgos, Vice Chair, Joan Verplanck and Ciro Scalera, Public Members; and Eugene Keyek, Alternate Public Member.

Also present: Caren S. Franzini, Chief Executive Officer of the Authority; bond counsel for the Authority; Bette Renaud, Deputy Attorney General, visitors, and guests.

Chairman Koepppe called the meeting to order at 10:10.

Pursuant to the Internal Revenue Code of 1986, Ms. Franzini announced that this was a public hearing and comments are invited on any Private Activity bond projects presented today.

In accordance with the Open Public Meetings Act, Ms. Franzini announced that notice of this meeting has been sent to the Star Ledger and the Trenton Times at least 48 hours prior to the meeting, and that a meeting notice has been duly posted on the Secretary of State’s bulletin board at the State House.

MINUTES OF AUTHORITY MEETING

The first item of business was the approval of the March 9, 2004 meeting minutes of the Board. A motion was made to approve the minutes by Mr. Denholtz, seconded by Mr. Latoof and was approved by the 11 Members present.

The next item was the presentation of the Chief Executive Officer’s Monthly Report to the Board.
(For Informational Purposes Only)
The next item is the approval of the Structured Finance Program amendments to the regulations to effect the changes and authorize their submission for publication in the New Jersey Register. The proposed regulatory changes will be effective upon their submission to the Office of Administrative Law. Applicants will be advised, however, that they are at risk in the event that the proposed changes are not finally adopted.

MOTION TO APPROVE: Mr. Wilson           SECOND: Mr. Piaia       AYES: 11
RESOLUTION ATTACHED AND MARKED EXHIBIT 1

BOND RESOLUTIONS

PROJECT:       Far Hills Country Day School  APPL.#15558
LOCATION:     Various/Somerset County  BUSINESS: Not-for-profit elementary school

PROCEEDS FOR:  bldg. constr. & renov./road constr./equip. purch.
FINANCING:  $5,000,000 (Series A)(Tax-exempt) $2,000,000 (Series B)(Tax-exempt)
MOTION TO APPROVE: Mr. Kocsis                     SECOND: Mr. Sheridan       AYES: 11
RESOLUTION ATTACHED AND MARKED EXHIBIT 2
PUBLIC HEARING: Yes
PUBLIC COMMENT: None

PROJECT:       Hoboken Organization against Poverty & Economic Stress  APPL.#15403
LOCATION:     Hoboken City/Hudson Cty.  BUSINESS: Not-for-profit administration of preschool programs

PROCEEDS FOR:  bldg. renov.
FINANCING:  $2,000,000 (Tax-exempt)
MOTION TO APPROVE: Mr. Sheridan                     SECOND: Mr. Wilson       AYES: 11
RESOLUTION ATTACHED AND MARKED EXHIBIT 3
PUBLIC HEARING: Yes
PUBLIC COMMENT: None

PROJECT:       Maurice, LLC for the benefit of Cococare Products, Inc.  APPL.#15536
LOCATION:     Victory Gardens Boro/Morris Cty.  BUSINESS: Mfr. of toiletry products

PROCEEDS FOR:  bldg. acqui. & renov./equip. purch.
FINANCING:  $690,000 (Tax-exempt)
MOTION TO APPROVE: Mr. Piaia                     SECOND: Mr. Sheridan       AYES: 11
RESOLUTION ATTACHED AND MARKED EXHIBIT 4
PUBLIC HEARING: Yes
PUBLIC COMMENT: None
PROJECT: New Jersey Center for Visual Arts
LOCATION: Summit City/Union Cty.
APPL.#15417
BUSINESS: Not-for-profit who provides art programs

PROCEEDS FOR: bldg. constr. & renov./equip. purch.
FINANCING: $3,000,000 (Tax-exempt)
MOTION TO APPROVE: Mr. Kocsis
SECOND: Mr. Wilson
AYES: 11
RESOLUTION ATTACHED AND MARKED EXHIBIT 5
PUBLIC HEARING: Yes
PUBLIC COMMENT: None

PROJECT: Waste Management of New Jersey, Inc.
LOCATION: Various/Various
APPL.#15537
BUSINESS: Exempt public facility - solid waste disposal

PROCEEDS FOR: equip. purch./bldg. constr.
FINANCING: $25,000,000 (Tax-exempt)
MOTION TO APPROVE: Mr. Kocsis
SECOND: Mr. Grossi
AYES: 11
RESOLUTION ATTACHED AND MARKED EXHIBIT 6
PUBLIC HEARING: Yes
PUBLIC COMMENT: None

PROJECT: Young Men’s Christian Association of Westfield, New Jersey
LOCATION: Westfield Town/Union Cty.
APPL.#15588
BUSINESS: Not-for-profit human service organization

PROCEEDS FOR: bldg. acqui. & renov./land acqui./equip. purch./road constr.
FINANCING: $1,800,000 (Series A)(Tax-exempt) $2,200,000 (Series B)(Tax-exempt)
MOTION TO APPROVE: Mr. Piaia
SECOND: Mr. Sheridan
AYES: 11
RESOLUTION ATTACHED AND MARKED EXHIBIT 7
PUBLIC HEARING: Yes
PUBLIC COMMENT: None

AMENDED BOND RESOLUTION

PROJECT: Bergen Community Regional Blood Center
LOCATION: Paramus Boro/Bergen Cty.
APPL.#12797
BUSINESS: Not-for-profit blood center

AMENDED RESOLUTION TO: modify the Bond and Note to reduce the fixed interest rate from 9% to 6.75% until 12/1/05 when the interest rate will be reset to the greater of 6.75% or 300 basis points over the 5 year Federal Home Loan Bank of NY Advanced Rate.
MOTION TO APPROVE: Mr. Latooof
SECOND: Mr. McNamara
AYES: 11
RESOLUTION ATTACHED AND MARKED EXHIBIT 8
PROJECT: EnCap Golf Holdings, LLC (EnCap)  
LOCATION: Various/Bergen Cty.  
BUSINESS: Exempt public facility - solid waste disposal

AMENDED RESOLUTION TO: refund the $145,000,000 outstanding balance on the December 2001 bonds and also seek additional bonds in the amount of $5,000,000 to fund closing costs as well as certain increased land and remediation costs at the project site.

MOTION TO APPROVE: Mr. Wilson  
SECOND: Mr. Piaia  
AYES: 11

PUBLIC HEARING: Yes

PUBLIC COMMENT: None

PROJECT: Friends Retirement Concepts, Inc.  
LOCATION: Bridgewater Twp./Somerset Cty.  
BUSINESS: Not-for-profit retirement community

AMENDED RESOLUTION TO: consolidate its tax-exempt debt via a current and advance refunding not to exceed $40,000,000.

MOTION TO APPROVE: Mr. Sheridan  
SECOND: Mr. Piaia  
AYES: 11

PUBLIC HEARING: Yes

PUBLIC COMMENT: None

**PRELIMINARY RESOLUTIONS**

PROJECT: Arce Properties, LLC. for the benefit of Royal Bed Frame, Inc.  
LOCATION: Various/Essex Cty.  
BUSINESS: Mfr. of steel accessories for bedding

PROCEEDS FOR: bldg. acqui. & renov.

MOTION TO APPROVE: Mr. Piaia  
SECOND: Mr. Wilson  
AYES: 11

RESOLUTION ATTACHED AND MARKED EXHIBIT 11

PROJECT: The Hun School of Princeton  
LOCATION: Princeton Twp./Mercer Cty.  
BUSINESS: Not-for-profit private school

PROCEEDS FOR: bldg. constr. & renov.

MOTION TO APPROVE: Mr. Denholtz  
SECOND: Mr. Sheridan  
AYES: 11

RESOLUTION ATTACHED AND MARKED EXHIBIT 12
PROJECT: Rose of Sharon Community Church
for the benefit of Rose of Sharon Community Church
APPL.#15761
LOCATION: Princeton Twp./Mercer Cty.
BUSINESS: Not-for-profit church
PROCEEDS FOR: bldg. acqui. & renov.
MOTION TO APPROVE: Mr. Kocsis
SECOND: Mr. Wilson
AYES: 11
RESOLUTION ATTACHED AND MARKED EXHIBIT 13
Subject to review of Attorney General’s office of Church/State issue.

PUBLIC HEARING

PROJECT: The Diocese of Paterson, f/b/o Morris Catholic High School
APPL.#15193
LOCATION: Denville Twp./Morris Cty.
BUSINESS: Not-for-profit co-educational school
PROCEEDS FOR: refinancing
PUBLIC HEARING ONLY - NO RESOLUTION REQUIRED
PUBLIC COMMENT: None

STRUCTURED FINANCE

The next item was the approval of a structured financing transaction between the Authority and BASF. Authority approval will be subject to final review of the lease documentation by Hawkins, Delafield & Wood, Structured Finance counsel, and the Attorney General’s Office. The proposed regulatory changes will be effective upon their submission to the Office of Administrative Law. Applicants will be advised, however, that they are at risk in the event that the proposed changes are not finally adopted.
MOTION TO APPROVE: Mr. Wilson
SECOND: Mr. Piaia
AYES: 11
RESOLUTION ATTACHED AND MARKED EXHIBIT 14

BOND RESOLUTIONS WITH AUTHORITY EXPOSURE

PROJECT: Jersey City Community Charter School
APPL.#15249
LOCATION: Jersey City/Hudson Cty.
BUSINESS: Not-for-profit elementary school
PROCEEDS FOR: bldg. acqui. & renov.
FINANCING: $1,125,000 Tax-exempt bond with a 25% Authority guarantee of the principal outstanding not to exceed $281,250 for a term of 5 years.
MOTION TO APPROVE: Mr. Piaia
SECOND: Mr. Grossi
AYES: 11
RESOLUTION ATTACHED AND MARKED EXHIBIT 15
LOAN GUARANTEES

PROJECT: Capital Soap Products, LLC APPL.#15674
LOCATION: Paterson City/Passaic Cty. BUSINESS: Mfr. of soap and cleaning compounds

PROCEEDS FOR: working capital
FINANCING: $225,000 loan with 50% Authority guarantee for 4 years of principal outstanding not to exceed $112,500.
MOTION TO APPROVE: Mr. Wilson SECOND: Mr. Sheridan AYES: 11
RESOLUTION ATTACHED AND MARKED EXHIBIT 16

STATEWIDE LOAN POOL PROGRAM

PROJECT: Binder Realty of South Plainfield LLC for the benefit of Binder Machinery Company APPL.#15716
LOCATION: S. Plainfield Boro./Middlesex Cty. BUSINESS: Distributor of construction equipment

PROCEEDS FOR: refinancing
FINANCING: $6,000,000 bank loan with a $500,000 (8%) participation and a (13%) five year guarantee of principal outstanding not to exceed $800,000
MOTION TO APPROVE: Mr. Denholtz SECOND: Mr. Sheridan AYES: 11
RESOLUTION ATTACHED AND MARKED EXHIBIT 17

PROJECT: Black Tiger Company, Inc. APPL.#15748
LOCATION: Egg Harbor City/Atlantic Cty. BUSINESS: Wholesaler of fresh & frozen seafood

PROCEEDS FOR: refinancing
FINANCING: $1,200,000 commercial mortgage with a $300,000 (25%) Authority participation and a 30% 5 year guarantee of principal outstanding not to exceed $270,000.
MOTION TO APPROVE: Mr. Grossi SECOND: Mr. Sheridan AYES: 11
RESOLUTION ATTACHED AND MARKED EXHIBIT 17

PROJECT: Federation Distribution Services, Inc. APPL.#15731
LOCATION: S. Brunswick Twp./Middlesex Cty. BUSINESS: Warehousing & trucking company

or Nominee

PROCEEDS FOR: bldg. acqui. & renov.
FINANCING: $4,740,000 with a $500,000 (10.5%) Authority participation
MOTION TO APPROVE: Mr. Denholtz SECOND: Mr. Piaia AYES: 11
RESOLUTION ATTACHED AND MARKED EXHIBIT 17

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PROJECT: KRF, LLC for the benefit of Kids R First  APPL.#15742
LOCATION: Trenton City/Mercer Cty.  BUSINESS: Preschool
PROCEEDS FOR: bldg. acqui.
FINANCING: $610,400 bank loan with a 30% guarantee of the principal balance outstanding not to exceed $152,600 for 5 years.
MOTION TO APPROVE: Mr. Kocsis  SECOND: Mr. Piaia  AYES: 11
RESOLUTION ATTACHED AND MARKED EXHIBIT 17

PROJECT: KRF, LLC for the benefit of Kids R First  APPL.#15743
LOCATION: Trenton City, Mercer Cty.  BUSINESS: Preschool
PROCEEDS FOR: bldg. acqui.
FINANCING: $261,600 Local Development Financing Fund loan
MOTION TO APPROVE: Mr. Piaia  SECOND: Mr. Wilson  AYES: 11
RESOLUTION ATTACHED AND MARKED EXHIBIT 18

PROJECT: Leiv Properties, L.L.C.  APPL.#15694
LOCATION: S. Plainfield Boro./Middlesex Cty.  BUSINESS: Holding company
PROCEEDS FOR: bldg. acqui.
FINANCING: $964,000 bank loan with a $241,000 (25%) Authority participation.
MOTION TO APPROVE: Mr. Piaia  SECOND: Mr. Sheridan  AYES: 11
RESOLUTION ATTACHED AND MARKED EXHIBIT 17

PROJECT: Warwick Holdings, LLC or nominee  APPL.#15615
LOCATION: Lawnside Boro./Camden Cty.  BUSINESS: Nursery school
PROCEEDS FOR: bldg. acqui./business purch.
FINANCING: $382,500 bank loan with a $95,625 (25%) Authority participation.
MOTION TO APPROVE: Mr. Wilson  SECOND: Mr. McNamara  AYES: 11
RESOLUTION ATTACHED AND MARKED EXHIBIT 17

ECONOMIC RECOVERY BOARD FOR CAMDEN

PROJECT: Camden Redevelopment Agency  APPL.#15686
LOCATION: Camden City/Camden Cty.
PROCEEDS FOR: Planning funds for various redevelopment studies
FINANCING: $641,250 Economic Recovery Board for Camden non-recoverable grant
MOTION TO APPROVE: Mr. Piaia  SECOND: Mr. Sheridan  AYES: 11
RESOLUTION ATTACHED AND MARKED EXHIBIT 19
The next item was the approval to modify the Camden Redevelopment Agency’s (“CRA”) - The Terraces project originally presented to the Authority Board on January 13, 2004 as follows: 1) the CRA will be the sole agent to oversee the project; 2) the total number of properties has increased due to the inclusion of Camden City - owned properties; 3) the number of residential structures increased from 55 to 56 units, and the number of vacant and abandoned lots increased from 53 to 110 units; 4) reclassification of a commercial structure that is situated on multiple lots; 5) the total project cost has increased by $686,500 to $4,734,500; and 6) the Hi-Tech Training School will not contribute toward demolition.

The next item was the Delegated Authority Approvals - First Quarter 2004. (For Information Purposes Only).

**BUSINESS EMPLOYMENT INCENTIVE PROGRAM**

**PROJECT:** Amersham Health Inc., Medi Physics Inc., Amersham Bioscience  
**LOCATION:** Princeton Boro./Mercer Cty.  
**BUSINESS:** Distributor of pharmaceuticals  
**GRANT AWARD:** 70% Business Employment Incentive grant, 10 years  
**MOTION TO APPROVE:** Mr. Piaia  
**SECOND:** Mr. Sheridan  
**AYES:** 11  
**RESOLUTION ATTACHED AND MARKED EXHIBIT 23**
PROJECT:  Cantor Fitzgerald & Co.  APPL.#15752
LOCATION:  Shrewsbury Boro./Monmouth Cty.  BUSINESS:  Broker dealer
GRANT AWARD:  55%  Business Employment Incentive grant, 10 years
MOTION TO APPROVE:  Mr. Piaia  SECOND:  Mr. Wilson  AYES:  11
RESOLUTION ATTACHED AND MARKED EXHIBIT 23

PROJECT:  CareGain, Inc.  APPL.#15738
LOCATION:  E. Windsor Twp./Mercer Cty.  BUSINESS:  Mfr. of technology based products
GRANT AWARD:  55%  Business Employment Incentive grant, 10 years
MOTION TO APPROVE:  Mr. Piaia  SECOND:  Mr. Grossi  AYES:  11
RESOLUTION ATTACHED AND MARKED EXHIBIT 23

PROJECT:  Custom Mortgage Solutions, Inc.  APPL.#15724
LOCATION:  Various/Burlington Cty.  BUSINESS:  Mortgage banking company
GRANT AWARD:  60%  Business Employment Incentive grant, 10 years
This matter was held from consideration.

PROJECT:  Diagnostica Stago, Inc.  APPL.#15720
LOCATION:  Mt. Olive Twp./Morris Cty.  BUSINESS:  Distributor of Hemostasis product lines
GRANT AWARD:  45%  Business Employment Incentive grant, 10 years
MOTION TO APPROVE:  Mr. Piaia  SECOND:  Mr. Lattoof  AYES:  11
RESOLUTION ATTACHED AND MARKED EXHIBIT 23

PROJECT:  MD-X Solutions, Inc.  APPL.#15638
LOCATION:  To be determined  BUSINESS:  Provides software solutions for managed care facilities
GRANT AWARD:  40%  Business Employment Incentive grant, 10 years
MOTION TO APPROVE:  Mr. Piaia  SECOND:  Mr. Lattoof  AYES:  11
RESOLUTION ATTACHED AND MARKED EXHIBIT 23

PROJECT:  NRG Energy, Inc.  APPL.#15721
LOCATION:  Various/Mercer Cty.  BUSINESS:  Wholesale power generation company
GRANT AWARD:  80%  Business Employment Incentive grant, 10 years
MOTION TO APPROVE:  Mr. Piaia  SECOND:  Mr. Lattoof  AYES:  11
RESOLUTION ATTACHED AND MARKED EXHIBIT 23
REAL ESTATE DIVISION

The next item was the approval of the 1) amendments to the Petroleum Underground Storage Tank Remediation, Upgrade & Closure Program Regulation; 2) authorize their submission for publication in the New Jersey Register; and 3) authorize any adjustments as may be required by the office of Administrative Law and/or the office of the Attorney General. The proposed regulatory changes will be effective upon their submission to the Office of Administrative Law. Borrowers will be advised, however, that they are at risk in the event that the proposed changes are not finally adopted.

MOTION TO APPROVE: Mr. Piaia  SECOND: Mr. Grossi  AYES: 11
RESOLUTION ATTACHED AND MARKED EXHIBIT 24

PETROLEUM UNDERGROUND STORAGE TANK LOAN PROGRAM

The following project presented was a conditional hardship grant under the NJDEP Petroleum Underground Storage Tank Remediation, Upgrade and Closure Fund Program.

MOTION TO APPROVE: Mr. Latoof  SECOND: Mr. McNamara  AYES: 11
RESOLUTION ATTACHED AND MARKED EXHIBIT 25

PROJECT:  Thomas D. Liguori  APPL.#15643
LOCATION: Hopatcong Boro./Sussex Cty.
PROCEEDS FOR: site remediation
FINANCING: $16,950 Petroleum Underground Storage Tank Remediation, Upgrade and Closure Fund grant

NJDEP HAZARDOUS DISCHARGE SITE REMEDIATION FUND PROGRAM

The next item was a loan and grants under the NJDEP Hazardous Discharge Site Remediation Fund Program.

MOTION TO APPROVE: Mr. Wilson  SECOND: Mr. Sheridan  AYES: 11
RESOLUTION ATTACHED AND MARKED EXHIBIT 26

The next items presented was a loan under the NJDEP Hazardous Discharge Site Remediation Fund Program.

PROJECT:  Wyckoff Cleaners, Inc.  APPL.#15600
LOCATION: Wyckof Twp./Bergen Cty.
PROCEEDS FOR: site remediation
FINANCING: $175,078 NJDEP Hazardous Discharge Site Remediation Fund loan
The next item presented was a grant under the NJDEP Hazardous Discharge Site Remediation Fund Program.

**PROJECT:** ACP Partnership  
**LOCATION:** Garwood Boro./Union Cty.  
**PROCEEDS FOR:** site remediation  
**FINANCING:** $33,256 NJDEP Hazardous Discharge Site Remediation grant

The next items presented were municipal grants under the NJDEP Hazardous Discharge Site Remediation Fund Program.

**PROJECT:** City of Asbury Park  
(Frm. Ocean Grove YMCA Property)  
**LOCATION:** Asbury Park City/Monmouth Cty.  
**PROCEEDS FOR:** site remediation  
**FINANCING:** $24,449 NJDEP Hazardous Discharge Site Remediation municipal grant

**PROJECT:** Millville City (Stewart Amoco)  
**LOCATION:** Millville City/Cumberland Cty.  
**PROCEEDS FOR:** site remediation  
**FINANCING:** $57,042 NJDEP Hazardous Discharge Site Remediation municipal grant

**PROJECT:** Paterson City (Leader Dye & Finishing Co.)  
**LOCATION:** Paterson City/Passaic Cty.  
**PROCEEDS FOR:** site remediation  
**FINANCING:** $3,630 NJDEP Hazardous Discharge Site Remediation municipal grant

**PROJECT:** Perth Amboy City (Sobel Brothers, Inc.)  
**LOCATION:** Perth Amboy City/Middlesex Cty.  
**PROCEEDS FOR:** site remediation  
**FINANCING:** $48,107 NJDEP Hazardous Discharge Site Remediation municipal grant

**PROJECT:** Randolph Township (E.A. Porter)  
**LOCATION:** Randolph Twp./Morris Cty.  
**PROCEEDS FOR:** site remediation  
**FINANCING:** $15,229 NJDEP Hazardous Discharge Site Remediation municipal grant

**PROJECT:** Trenton City (Greenway Sites)  
**LOCATION:** Trenton City/Mercer Cty.  
**PROCEEDS FOR:** site remediation  
**FINANCING:** $89,117 NJDEP Hazardous Discharge Site Remediation municipal grant
The next item was the approval to 1) enter into a lease between Rutgers, The State University ("Rutgers") and The Technology Centre of New Jersey, LLC ("LLC"), for up to 26,000 +/- square feet of research and development space at the Technology Centre of New Jersey in the Tech Three building; 2) to expend $4.56MM for base building restorations and tenant fit-out; and 3) to request any other documents required to effectuate this transaction and acceptable to the Attorney General’s office and the Authority’s Chief Operating Officer.

MOTION TO APPROVE: Mr. Kocsis   SECOND: Mr. Wilson   AYES: 11
RESOLUTION ATTACHED AND MARKED EXHIBIT 27

The next item was the approval of the selection of Wachovia Bank, NA and execution of the commitment letter to provide the Authority with $8.4MM in private financing for the development of Camden Technology Center. Staff will present final loan documents and final funding sources for the members approval at a subsequent meeting.

MOTION TO APPROVE: Mr. Kocsis   SECOND: Mr. Wilson   AYES: 11
RESOLUTION ATTACHED AND MARKED EXHIBIT 28

PUBLIC COMMENT

There was no Public comment.

There being no further business on a motion by Mr. Denholtz, and seconded by Mr. Latoo, the meeting was adjourned at 11:21.

Certification: The foregoing and attachments represent a true and complete summary of the actions taken by the New Jersey Economic Development Authority at its meeting.

Caren S. Franzini, Secretary