MINUTES OF THE MEETING

Members of the Authority present: Al Koepe, Chairman; Lawrence Doyle representing the Chief Executive Officer of the NJ Commerce and Economic Growth Commission; Daniel Levine representing the State Treasurer; Joe Latoff 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, Ciro Scalera, Joan Verplanck, and Joseph McNamara, Public Members; Steven Denholtz, Alternate Public Members; and Rodney Sadler, non-voting member.

Absent from the meeting: Tonio Burgos, Vice Chair; Dennis Shah and Eugene Keyek, Alternate Public Member.

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

Chairman Koepe called the meeting to order at 10:05.

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 May 11, 2004 meeting minutes of the Board. A motion was made to approve the minutes by Mr. Sheridan, seconded by Ms. Verplanck and was approved by the 12 Members present.

The next item was the presentation of the Chief Executive Officer's Monthly Report to the Board. (For Informational Purposes Only)
BOND RESOLUTIONS

The next item was the approval of a Ninth Supplemental School Facilities Construction Bond Resolution authorizing the Authority to enter into one or more forward starting tax-exempt interest rate swap agreements.

MOTION TO APPROVE: Mr. Piaia  SECOND: Mr. McNamara  AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 1

PROJECT:  Arcee Properties, LLC for the benefit of Royal Bed Frame, Inc.  APPL.#15590
LOCATION:  Various/Essex Cty.  BUSINESS: Mfr. of steel accessories
PUBLIC HEARING ONLY - NO RESOLUTION REQUIRED
PUBLIC COMMENT: None

PROJECT:  Boys and Girls Club of Lodi, Inc.  APPL.#15779
LOCATION:  Lodi Boro./Bergen Cty.  BUSINESS: Not-for-profit youth center
PROCEEDS FOR:  equip. purch./bldg. renov.
FINANCING:  $750,000 Tax-exempt
MOTION TO APPROVE: Mr. Piaia  SECOND: Mr. Scalera  AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 2
PUBLIC HEARING: Yes
PUBLIC COMMENT: None
Subject of Attorney General's approval of tenant Heritage Christian School regarding church/state issue.

PROJECT:  International Micro Industries, Inc.  APPL.#15107
LOCATION:  Cherry Hill Twp./Camden Cty.  BUSINESS: Mfr. of wafer semiconductors
PROCEEDS FOR:  equip. purch./bldg. renov.
FINANCING:  $1,000,000 Tax-exempt
MOTION TO APPROVE: Mr. Sheridan  SECOND: Mr. Piaia  AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 3

PROJECT:  The Peck School  APPL.#15180
LOCATION:  Morristown Town/Morris Cty.  BUSINESS: Not-for-profit elementary school
PROCEEDS FOR:  bldg. constr.& renov./equip. purch./road constr.
FINANCING:  $6,500,000 Tax-exempt (Series A) $4,500,000 Tax-exempt (Series B)
This matter was held from consideration.
PROJECT: Tabatchnick Realty Group, L.L.C. & Tabatchnick Fine Foods, Inc.  APPL.#13789
LOCATION: Franklin Twp./Somerset Cty.  BUSINESS: Mfr. of food products
PROCEEDS FOR: equip. & machinery purch./bldg. constr.
FINANCING: $1,500,000 Tax-exempt
MOTION TO APPROVE: Mr. Wilson  SECOND: Ms. Verplanck  AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 4
PUBLIC HEARING: Yes
PUBLIC COMMENT: None

AMENDED BOND RESOLUTION

PROJECT: The Food Bank of South Jersey, Inc.  APPL.#11177
LOCATION: Pennsauken/Camden Cty.  BUSINESS: Not-for-profit food distr.
AMENDED RESOLUTION TO: modify the Bond and Note to reduce the fixed interest rate from 6.78% to 4.25% for the next five years.
MOTION TO APPROVE: Mr. Denholtz  SECOND: Mr. McNamara  AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 5

PROJECT: LADACIN Network, Inc.  APPL.#15882
LOCATION: Ocean Twp./Monmouth Cty.  BUSINESS: Not-for-profit - social serv.
AMENDED RESOLUTION TO: approve the refunding of the $4,200,000 balance on the 1993 Bonds.
MOTION TO APPROVE: Ms. Verplanck  SECOND: Mr. Sheridan  AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 6

PROJECT: Lazman, Inc.  APPL.#15349
LOCATION: Lakehurst Boro./Ocean Cty.  BUSINESS: Nursing facility
AMENDED RESOLUTION TO: approve the reduction in the overall amount of the taxable bonds to $3,000,000, and to amend the Series A Bonds to consist of term bonds, exclusively.
MOTION TO APPROVE: Mr. Piaia  SECOND: Mr. Sheridan  AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 7

PRELIMINARY RESOLUTIONS

PROJECT: Dwight-Englewood School  APPL.#15858
LOCATION: Englewood City/Bergen Cty.  BUSINESS: Not-for-profit school
PROCEEDS FOR: bldg. constr. & renov.
MOTION TO APPROVE: Mr. Piaia  SECOND: Ms. Verplanck  AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 8
PROJECT: Holy Trinity Greek Orthodox Church, Inc. LOCATION: Egg Harbor Twp./Atlantic Cty. BUSINESS: Not-for-profit community center

PROCEEDS FOR: bldg. constr./equip. purch.
MOTION TO APPROVE: Mr. Sheridan SECOND: Mr. Piaia AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 9
Subject to review of Attorney General’s Office regarding church/state issue.

PROJECT: Precision Custom Coatings LLC LOCATION: Totowa Boro./Passaic Cty. BUSINESS: Mfr. of textile products

PROCEEDS FOR: equip. purch.
MOTION TO APPROVE: Mr. Piaia SECOND: Mr. Denholtz AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 10

PROJECT: YMCA of Burlington County, NJ, Foundation, Inc. LOCATION: Various/Burlington Cty. BUSINESS: Not-for-profit community center

PROCEEDS FOR: equip. purch.
MOTION TO APPROVE: Mr. Piaia SECOND: Mr. Sheridan AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 11

STATEWIDE LOAN POOL PROGRAM

PROJECT: Jolin Food Services, LLC or Nominee LOCATION: Kenilworth Boro./Union Cty. BUSINESS: Selling food products

PROCEEDS FOR: bldg. acqui.
FINANCING: $720,000 with a 25% ($180,000) EDA pari passu participation
MOTION TO APPROVE: Mr. Sheridan SECOND: Mr. Denholtz AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 12

PROJECT: Little Tots Day Care Center LOCATION: Franklin Twp./Gloucester Cty. BUSINESS: Childcare center

PROCEEDS FOR: bldg. constr.
FINANCING: $246,000 bank loan with a $61,500 (25%) participation and a 30% guarantee of principal balance outstanding not to exceed $55,350 for 5 years
MOTION TO APPROVE: Mr. Piaia SECOND: Mr. Sheridan AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 12
LOCAL DEVELOPMENT FINANCING FUND

PROJECT: American Wear, Inc.  APPL.#15848
LOCATION: E. Orange City/Essex Cty.  BUSINESS: Commercial uniform sales
PROCEEDS FOR: equip. purch.
FINANCING: $250,000 Local Development Financing Fund loan
MOTION TO APPROVE: Mr. Denholtz  SECOND: Ms. Verplanck  AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 13

FUND FOR COMMUNITY ECONOMIC DEVELOPMENT

PROJECT: Pleasanttech Academy Charter School  APPL.#15866
LOCATION: Pleasantville City/Atlantic Cty.  BUSINESS: Charter school
PROCEEDS FOR: bldg. acqui.
FINANCING: $1,260,000 bank loan with a $382,000 (30%) Fund participation
MOTION TO APPROVE: Mr. Scalera  SECOND: Mr. Denholtz  AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 14
Subject to review of Attorney General’s office regarding the Charter School borrowing.

ECONOMIC RECOVERY BOARD FOR CAMDEN

The next item was the approval of the funding authorization for a $3.5 million grant request to
Camden County College to fund a portion of the permanent financing on the construction of a
278,000 s.f. facility located on the corner of Broadway and Cooper Street in Camden’s Central
Business District.
MOTION TO APPROVE: Mr. Piaia  SECOND: Mr. Scalera  AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 15

The next item was the approval of a modification of the applicant from Cooper’s Ferry
Development Association to the Camden Redevelopment Agency for the Yorkshire Square
project.
MOTION TO APPROVE: Mr. Sheridan  SECOND: Mr. Piaia  AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 15

BOARD MEMORANDUMS

PROJECT: Automated Distribution Systems, L.P.  APPL.#08310
LOCATION: Edison/Middlesex Cty.
MODIFICATION: to approve a transfer of its $2.5 million first loss guarantee from Finova
Capital Corporation to North Forks Bank, NA.
MOTION TO APPROVE: Ms. Verplanck  SECOND: Mr. Scalera  AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 16
MODIFICATION: to approve the merger between Cendant Corporation and Budget Group, Inc., the inclusion of former Budget Group, Inc. Employees on the grant and the subsequent name change from Avis Group Holdings, Inc. to Cendant Car Rental Group.
MOTION TO APPROVE: Mr. Sheridan SECOND: Mr. McNamara AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 17
Subject to review by the Attorney General’s Office.

PROJECT: El Centro Comunal Borincano Day Care, Inc. LOCATION: Camden/Camden Cty.
MODIFICATION: of the repayment schedule for the $560,000 term loan. The loan will have a 20 year amortization schedule vs. 15 years as originally approved and interest only payments for 6 months followed by 54 monthly payments of principal and interest. Also to approve the extension of the commitment date to February 28, 2006.
MOTION TO APPROVE: Mr. Piaia SECOND: Mr. Sheridan AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 18

PROJECT: Tosco Refining Company LOCATION: Linden City/Union Cty.
MODIFICATION: to approve the merger and subsequent name change to ConocoPhillips Company and also to approve the addition of ConocoPhillips Services, Inc. as an additional tax-paying entity.
MOTION TO APPROVE: Mr. Denholtz SECOND: Mr. Latoo AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 19
Subject to review by the Attorney General’s Office.

NEW JERSEY SEED CAPITAL PROGRAM

PROJECT: Herbst Technologies, Inc. LOCATION: Edgewater Boro./Bergen Cty.
BUSINESS: Mfr. of electronic components
PROCEEDS FOR: equip. purch.
FINANCING: $350,000 Seed Capital Fund loan
MOTION TO APPROVE: Mr. Denholtz SECOND: Mr. Scalera AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 20
BUSINESS EMPLOYMENT INCENTIVE PROGRAM

PROJECT: American Home Assurance Company and affiliates
LOCATION: Jersey City/Hudson Cty.
BUSINESS: Insurance provider
GRANT AWARD: 80% Business Employment Incentive grant, 10 years
MOTION TO APPROVE: Mr. Piaia SECOND: Mr. McNamara AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 21

PROJECT: Avantor Capital, LLC
LOCATION: Bridgewater Twp./Somerset Cty.
BUSINESS: Mortgage lender
GRANT AWARD: 60% Business Employment Incentive grant, 10 years
MOTION TO APPROVE: Mr. Scalera SECOND: Mr. Denholtz AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 21

PROJECT: CDW Corporation and Affiliates
LOCATION: Eatontown Boro./Monmouth Cty.
BUSINESS: Marketer of computers
GRANT AWARD: 55% Business Employment Incentive grant, 10 years
MOTION TO APPROVE: Mr. Sheridan SECOND: Mr. Scalera AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 21

PROJECT: Custom Mortgage Solutions, Inc.
LOCATION: To be determined
BUSINESS: Mortgage banking company
GRANT AWARD: 25% Business Employment Incentive grant, 10 years
MOTION TO APPROVE: Mr. Piaia SECOND: Mr. Scalera AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 21

PROJECT: ExcelleRx, Inc.
LOCATION: To be determined
BUSINESS: Medication management company
GRANT AWARD: 40% Business Employment Incentive grant, 10 years
MOTION TO APPROVE: Mr. Piaia SECOND: Mr. Sheridan AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 21

PROJECT: First Credit Services, Inc.
LOCATION: To be determined
BUSINESS: Collection agency
GRANT AWARD: 35% Business Employment Incentive grant, 10 years
MOTION TO APPROVE: Mr. Piaia SECOND: Mr. Sheridan AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 21
PROJECT: Medical Diagnostics Laboratories, LLC
LOCATION: Hamilton Twp./Mercer Cty.
BUSINESS: Research laboratory
GRANT AWARD: 65% Business Employment Incentive grant, 10 years
MOTION TO APPROVE: Mr. Wilson SECOND: Ms. Verplanck AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 21

PROJECT: Party City Corporation
LOCATION: Jersey City/Hudson Cty.
BUSINESS: Retail party supply
GRANT AWARD: 70% Business Employment Incentive grant, 10 years
MOTION TO APPROVE: Mr. Piaia SECOND: Mr. Sheridan AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 21

PROJECT: Pinnacle Systems, Inc.
LOCATION: Jersey City/Hudson Cty.
BUSINESS: Technology consulting company
GRANT AWARD: 70% Business Employment Incentive grant, 4 years
MOTION TO APPROVE: Mr. Piaia SECOND: Mr. Scalera AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 21

PROJECT: Sun Chemical Corporation, Inc.
LOCATION: Parsippany-Troy Hills Twp./Morris Cty.
BUSINESS: Graphic arts material company
GRANT AWARD: 35% Business Employment Incentive grant, 10 years
MOTION TO APPROVE: Mr. Piaia SECOND: Ms. Verplanck AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 21

PROJECT: Vetrose, Inc. (Agena Laboratories)
LOCATION: Vineland City/Cumberland Cty.
BUSINESS: Pharmaceutical mfr.
GRANT AWARD: 80% Business Employment Incentive grant, 10 years
MOTION TO APPROVE: Mr. Piaia SECOND: Mr. Sheridan AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 21
REAL ESTATE DIVISION

PETROLEUM UNDERGROUND STORAGE TANK LOAN PROGRAM

The following projects presented were conditional hardship grants under the NJDEP Petroleum Underground Storage Tank Remediation, Upgrade and Closure Fund Program.

MOTION TO APPROVE: Mr. Piaia    SECOND: Mr. Denholtz    AYES: 12

RESOLUTION ATTACHED AND MARKED EXHIBIT 22

PROJECT: Marcelle Bolman
LOCATION: Long Branch City/Monmouth Cty.
PROCEEDS FOR: site remediation
FINANCING: $13,743 Petroleum Underground Storage Tank Remediation, Upgrade and Closure Fund grant

PROJECT: Angelina Ciallella
LOCATION: Freehold Boro./Monmouth Cty.
PROCEEDS FOR: site remediation
FINANCING: $66,750 Petroleum Underground Storage Tank Remediation, Upgrade and Closure Fund grant

PROJECT: Kapushy Brothers, Inc.
LOCATION: Keyport Boro./Monmouth Cty.
PROCEEDS FOR: site remediation
FINANCING: $15,055 Petroleum Underground Storage Tank Remediation, Upgrade and Closure Fund grant

PROJECT: Patricia G. Maguire
LOCATION: N. Hanover Twp./Burlington Cty.
PROCEEDS FOR: site remediation
FINANCING: $33,269 Petroleum Underground Storage Tank Remediation, Upgrade and Closure Fund grant

PROJECT: Alice Schmucki
LOCATION: Mantua Twp./Gloucester Cty.
PROCEEDS FOR: site remediation
FINANCING: $40,367 Petroleum Underground Storage Tank Remediation, Upgrade and Closure Fund grant
PROJECT: Steven Smilek and Tina Smilek      APPL.#15387
LOCATION: Vernon Twp./Sussex Cty.
PROCEEDS FOR: site remediation
FINANCING: $6,145 Petroleum Underground Storage Tank Remediation, Upgrade and Closure Fund grant

PROJECT: Kathy Winton      APPL.#15644
LOCATION: Ogdensburg Boro./Sussex Cty.
PROCEEDS FOR: site remediation
FINANCING: $13,500 Petroleum Underground Storage Tank Remediation, Upgrade and Closure Fund grant

NJDEP HAZARDOUS DISCHARGE SITE REMEDIATION FUND PROGRAM

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

MOTION TO APPROVE: Mr. Scalera    SECOND: Mr. Piaia    AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 23

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

PROJECT: City of Bridgeton      APPL.#15815
(Former Four Stars Facility)
LOCATION: Bridgeton City/Cumberland Cty.
PROCEEDS FOR: site remediation
FINANCING: $84,243 NJDEP Hazardous Discharge Site Remediation municipal grant

PROJECT: City of Camden Redevelopment Authority      APPL.#15878
(Frm. RCA Building 8)
LOCATION: Camden City/Camden Cty.
PROCEEDS FOR: site remediation
FINANCING: $334,126 NJDEP Hazardous Discharge Site Remediation municipal grant

PROJECT: Borough of Merchantville      APPL.#15827
(Merchantville Sr. Housing)
LOCATION: Merchantville Boro./Camden Cty.
PROCEEDS FOR: site remediation
FINANCING: $105,609 NJDEP Hazardous Discharge Site Remediation municipal grant
PROJECT: Township of Neptune
(Former Tides Motel) APPL.#15854
LOCATION: Neptune Twp./Monmouth Cty.
PROCEEDS FOR: site remediation
FINANCING: $19,139 NJDEP Hazardous Discharge Site Remediation municipal grant

PROJECT: City of Trenton APPL.#15862
(Former Champale Brewery Site)
LOCATION: Trenton City/Mercer Cty.
PROCEEDS FOR: site remediation
FINANCING: $53,693 NJDEP Hazardous Discharge Site Remediation municipal grant

The next item was the approval to commence a feasibility study relating to the design and construction of a parking structure in the City of Camden, and, if an appropriation is received, to enter into contracts for a feasibility study to be awarded pursuant to the Authority’s selection process.

MOTION TO APPROVE: Mr. Wilson  SECOND: Ms. Verplanck  AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 24

The next item was the approval of a marketing expenditure of $250,000 to the Biotechnology Council of New Jersey to fund New Jersey’s co-sponsorship of the 2005 Biotechnology Industry Organization International Convention.

MOTION TO APPROVE: Mr. Kocsis  SECOND: Mr. Scalera  AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 25

The next item was the approval of a $16,500,000 development financing including final loan documents for private financing with Wachovia Bank, N.A. in the amount of $8,400,000 for the Waterfront Technology Center at Camden.

MOTION TO APPROVE: Mr. Piaia  SECOND: Mr. Sheridan  AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 26

The next item was the approval to execute a Ground Lease Agreement between the Authority and BIL Management Corporation in order to cause the development, construction and operation of a large format IMAX theater at the Camden waterfront.

MOTION TO APPROVE: Ms. Verplanck  SECOND: Mr. Sheridan  AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 27
The next item was the approval to accept an assignment of a lease agreement between South Jersey Port Corporation ("SJPC") and American Community Partnerships ("ACP") upon completion of environmental remediation on the former Liedtka Trucking site and to modify the previously approved contract for our acquisition of the former Liedtka site from South Jersey Port Corporation accordingly. The EDA will receive $25,000 at closing for administrative costs and will receive reimbursement for any additional out of pocket expenses thru debt service payment, made by ACP to SJPC and remitted to the EDA.

MOTION TO APPROVE: Mr. Piata
SECOND: Mr. Denholtz
AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 28

The next item was the approval to enter into the standard form of the Whitehouse Building Lease Agreement with the American Mosquito Control Association for 400 +/- square feet of office space at the Technology Centre of New Jersey.

MOTION TO APPROVE: Mr. Scalera
SECOND: Mr. Lattoof
AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT 29

PUBLIC COMMENT

A member of the public requested to know the amount of the Trenton Hazardous Discharge Site Remediation grant.

There being no further business on a motion by Mr. Lattoof, and seconded by Ms. Verplanck, the meeting was adjourned at 11:22.

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.

[Signature]
Caren S. Franzini, Secretary