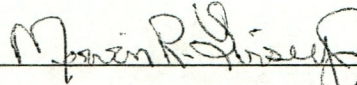
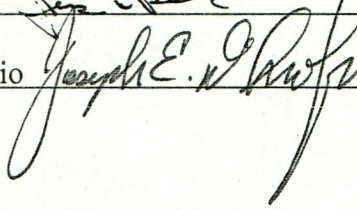


**RESOLUTION OF THE  
BOARD OF DIRECTORS OF THE HIGHLAND FALLS  
ECONOMIC DEVELOPMENT CORPORATION  
ELECTING JOSEPH D'ONOFRIO  
CHAIRMAN OF THE BOARD OF DIRECTORS**

At a duly convened meeting of the Board of Directors of the Highland Falls Economic Development Corporation (the "HFEDC"), Director Livsey, nominated Joseph D'Onofrio Chairman of the Board of Directors. The nomination was seconded by Director Ramus. On a roll-call vote the Board of Directors hereby elects Joseph D'Onofrio Chairman of the Board of Directors.

Approved by: Director Livsey  December 18, 2017

Approved by: Director Ramus  December 18, 2017

Approved by: Chairman D'Onofrio  December 18, 2017

Dated: December 18, 2017

Regina Taylor, Village Clerk of the Village of Highland Falls, does hereby certify that the foregoing Resolution of the Board of Trustees was filed in my office on the following date:

Regina M Taylor 12/19/17

Signature and Date