

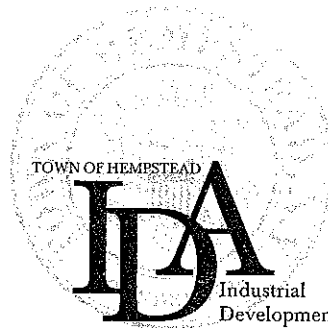
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MINUTES OF PUBLIC HEARING HELD ON

August 21, 2007, 9:15 a.m., IDA Conference Room

TOWN OF HEMPSTEAD INDUSTRIAL DEVELOPMENT AGENCY
(R-Roof IV, LLC 2007 Facility)

Frederick E. Parola, Executive Director and Chief Executive Officer of the Town of Hempstead Industrial Development Agency (the "Agency") called the hearing to order.

Frederick E. Parola then appointed Edie M. Longo, Deputy Executive Director/CFO the hearing officer of the Agency, to record the minutes of the hearing.

Mr. Parola then described the proposed transfer of the real estate, the other financial assistance proposed by the Agency and the location and nature of the Facility as follows:

The Agency has previously assisted in the acquisition of an approximately 4.21 acre parcel of land located on Dibblee Drive adjacent to the Meadowbrook Parkway, on a portion of the site of the former Roosevelt Raceway, in the Town of Hempstead, Nassau County, New York, and the construction and equipping thereon of a five-story hotel known as a Red Roof Inn, consisting of approximately 73,113 square feet of space, containing approximately 163 rooms and including approximately 188 parking spaces for the hotel, all to provide a full range of services to the business and leisure traveler (the "Facility"), which Facility is currently leased by the Agency to Red Roof Inns, Inc., a corporation duly organized and validly existing under the laws of the State of Delaware and authorized to transact business in the State of New York (the "Original Company") pursuant to a Lease Agreement, dated as of June 1, 2001 (the "Lease Agreement"), between the Agency, as lessor, and the Original Company, as lessee.

There was submitted to the Agency a proposal to consent to the assignment and assumption of the Original Company's interests in the Facility from the Original Company to a newly created, wholly-owned subsidiary of the Original Company or

another entity formed or to be formed by the Original Company in connection with a sale or disposition of the Original Company or certain assets of the Original Company (collectively, the "Assignee"), and to release the Original Company from any further liability with respect to the Facility subject to certain limitations.

The Agency will consent to the assignment and assumption of the Facility by the Assignee and will continue to lease the Facility to the Assignee. At the end of the lease term, the Assignee will purchase the Facility from the Agency. The Agency contemplates that it will provide financial assistance to the Assignee, consistent with the policies of the Agency, in the form of continued abatement of real property taxes, sales tax exemptions on the acquisition from the Original Company of a leasehold interest in certain fixtures, furniture and equipment located in the Facility and any new fixtures, furniture and equipment to be installed in the Facility and exemptions from the mortgage recording tax if a mortgage is required now or in the future in connection with the financing or refinancing of the Facility.

Mr. Parola then opened the hearing for comments from the floor for or against the proposed financial assistance proposed by the Agency. The following is a listing of the persons heard and a summary of their views:

Michael D. Raniere, Esq., of Jaspian Schlesinger Hoffman, was present representing the Uniondale School District. He submitted a letter from Maureen T. Liccione Esq. with regard to the Uniondale School Districts concerns relating to the real estate tax abatements for the Red Roof Inn.

Fred Parola then asked if there were any further comments, and, there being none, the hearing was closed at 9:45 a.m..



Deputy Executive Director/CFO