RESOLUTION NO. 2020-15

A RESOLUTION OF THE TOWN OF WHITESTOWN, INDIANA DECLARING A SECOND ELARGMENT OF THE WHITESTOWN FISHBACK CREEK ERA#1 AND APPROVING APPLICATIONS FOR REAL AND PERSONAL PROPERTY TAX ABATEMENT

GDI HOLDINGS, LLC (REAL)
CCBCC OPERATIONS, LLC (PERSONAL)

WHEREAS, pursuant to its Resolution No. 2017-25 adopted on June 29, 2017 (the "Confirmatory Resolution"), the Town Council of the Town of Whitestown, Indiana (the "Town Council" and the "Town", respectively) declared an area of the Town, as described in the Confirmatory Resolution, as an "economic revitalization area" in accordance with Indiana Code 6-1.1-12.1, as amended (the "Act"), and designated such area as the "Whitestown Fishback Creek ERA #1" (the "Original ERA"); and

WHEREAS, pursuant to its Resolution No. 2018-34 adopted on July 11, 2018 (the "Second Confirmatory Resolution"), the Town Council designated such additional area and enlarged the Original ERA as described in the Second Confirmatory Resolution (the "Current ERA"); and

WHEREAS, a list of parcels included in the Current ERA and a map thereof are attached as Exhibit A and incorporated herein by reference; and

WHEREAS, the Town Council has been advised by staff of the Town that the Current ERA should be enlarged to include the additional parcel listed and depicted on Exhibit B attached hereto and incorporated herein by reference (such additional parcel, the "Additional Area") in order to further promote revitalization and redevelopment in the Town in accordance with the Act; and

WHEREAS, the Town Council has caused to be prepared maps, plats and descriptions showing the boundaries of the Additional Area, together with the Current Area, as described in the map attached hereto as Exhibit C and incorporated herein by reference; and

WHEREAS, the Town Council has received an application for deductions under the Act, including the Statement of Benefits on Form SB-1 / Real Property, attached hereto as Exhibit D and incorporated herein by reference (collectively, the "GDI Application") from GDI Holdings, LLC ("GDI"), for a project as described in the GDI Application consisting primarily of the construction of an institutional-grade warehouse and distribution building of approximately 15,000 square feet in size (that will accompany a future 400,000 SF building, which is already eligible for deductions under the Act), at the Fishback Creek Business Park (the "RP Project") and would be located on the Additional Area and/or Current Area; and

WHEREAS, the Town Council has further received an application for deductions under Indiana Code 6-1.1-12.1, including a Statement of Benefits on Form SB-1 / PP, attached hereto as

Exhibit E and incorporated herein by reference (collectively, the "CCBCC Application"), from CCBCC Operations, LLC and/or its affiliates ("CCBCC"), for a project as described in the CCBCC Application consisting primarily of the installation of an automated warehouse order assembly system at the Fishback Creek Business Park (collectively, the "PP Project") within the Current Area and/or Additional Area; and

WHEREAS, the Town of Whitestown Redevelopment Commission ("RDC"), on May 4, 2020, adopted a resolution recommending approval of the GDI Application and the enlargement of the Current ERA to include the Additional Area; and

WHEREAS, the RDC, on July 6, 2020, further adopted a resolution recommending approval of the CCBCC Application; and

WHEREAS, the Town Council, in accordance with the Act, has thoroughly studied and been advised of the proposed revitalization program for the Additional Area and Current Area, including the RP Project and PP Project; and

WHEREAS, the Town Council finds that the Additional Area is an area that has become undesirable for, or impossible of, normal development and occupancy because of a lack of development, cessation of growth, deterioration of improvements or character of occupancy, age, obsolescence, substandard buildings, or other factors which have impaired values and prevented normal development and use of the property and that the designation of the Additional Area as an economic revitalization area would enhance the opportunity for the creation of new jobs and the protection of the current employment; and

WHEREAS, the Act has been enacted to permit the creation and enlargement of "economic revitalization areas" and to provide all of the rights, powers, privileges and immunities that may be exercised by the Town Council in an economic revitalization area, subject to the conditions set forth in the Act; and

WHEREAS, the Town Council has reviewed the information brought to its attention and hereby determines that it is in the best interest of the Town to enlarge the Current Area by adding thereto the Additional Area, hereby designated as part of such economic revitalization area pursuant to the Act, and that the designation of the Additional Area as part of such economic revitalization area enhances the opportunity for the creation of new jobs in the Town; and

WHEREAS, the Town Council finds that the purposes of the Act are served by allowing the real property tax deduction for the RP Project and the personal property tax deduction for the PP Project pursuant to the Act as set forth below.

NOW, THEREFORE, BE IT RESOLVED BY THE TOWN COUNCIL OF THE TOWN OF WHITESTOWN, INDIANA as follows:

1. The Current Area is hereby enlarged to include the Additional Area under Section 2.5 of the Act. The Current Area, as so enlarged, shall continue to be designated as the "Whitestown Fishback Creek ERA #1", subject to further hearing and other requirements of the Act.

2. The Town Council hereby makes the following affirmative findings pursuant to Section 3 of the Act in regards to the GDI Application:

a. the estimate of the value of the redevelopment or rehabilitation is reasonable for projects of that nature;
b. the estimate of the number of individuals who will be employed or whose employment will be retained can be reasonably expected to result from the proposed described redevelopment or rehabilitation;
c. the estimate of the annual salaries of those individuals who will be employed or whose employment will be retained can be reasonably expected to result from the proposed described redevelopment or rehabilitation;
d. the other benefits about which information was requested are benefits that can be reasonably expected to result from the proposed redevelopment or rehabilitation; and
e. the totality of benefits is sufficient to justify the deductions.

3. In accordance with Section 2.5(b) of the Act, the Town Council hereby determines that GDI shall be entitled to a traditional real property tax deduction for the RP Project, to be provided pursuant to Section 3 of the Act, for a period of ten (10) years with respect to real property which is redeveloped or rehabilitated as contemplated by and reflected in the GDI Application in the Additional Area as filed with the Town Council, with such abatement to be in accordance with the following schedule:

Personal Property Tax Abatement Schedule for Additional Area

Year	% of Assessed Value Exempt From Real Property Taxes
1	100%
2	95%
3	80%
4	65%
5	50%
6	40%
7	30%
8	20%
9	10%
10	5%

4. As an inducement for GDI to invest in the Area, the GDI Application is hereby

approved effective upon confirmation of this Declaratory Resolution as required by the Act, and subject to GDI meeting the following conditions:

a. GDI shall annually file with the Town Council the required Form CF-1/Real Property, demonstrating its substantial compliance with the investment, wage, and employment estimates set forth in the Statement of Benefits as presented to and approved by the Town Council; and
b. GDI shall provide the Town Council, upon written request, with an update regarding the timing of the proposed RP Project as described in the GDI Application.

5. The Town Council hereby makes the following affirmative findings pursuant to Section 4.5 of the Act in regards to the CCBCC Application:

a. the estimate of the cost of the new manufacturing equipment, new logistical distribution equipment, and/or new information technology equipment is reasonable for equipment of that type;
b. the estimate of the number of individuals who will be employed or whose employment will be retained can be reasonably expected to result from the proposed installation of new manufacturing equipment, new logistical distribution equipment, and/or new information technology equipment;
c. the estimate of the annual salaries of those individuals who will be employed or whose employment will be retained can be reasonably expected to result from the proposed installation of new manufacturing equipment, new logistical distribution equipment, and/or new information technology equipment;
d. the other benefits about which information was requested are benefits that can be reasonably expected to result from the proposed installation of new manufacturing equipment, new logistical distribution equipment, and/or new information technology equipment; and
e. the totality of benefits is sufficient to justify the deductions.

6. In accordance with Section 2.5(b) of the Act, the Town Council hereby determines that CCBCC shall be entitled to a personal property tax deduction for the PP Project, which is installed as contemplated by and reflected in the CCBCC Application as filed with the Town Council, with such abatements to be to be provided pursuant to Section 4.5 of the Act for a period of seven (7) years in accordance with the following schedule:

Personal Property Tax Abatement Schedule for PP Project

Year	% of Assessed Value Exempt From Personal Property Taxes
1	100%

2	85%
3	70%
4	55%
5	40%
6	25%
7	10%

7. As an inducement for CCBCC to invest in the Area, the CCBCC Application is hereby approved effective upon confirmation of this Declaratory Resolution as required by the Act, and subject to CCBCC meeting the following conditions:

a. CCBCC shall annually file with the Town Council the required Form CF-1/PP, demonstrating its substantial compliance with the investment, wage, and employment estimates set forth in the Statement of Benefits (Form SB-1/PP) as presented to and approved by the Town Council; and

b. CCBCC shall provide the Town Council, upon written request, with an update regarding the timing of the proposed PP Project as described in the CCBCC Application.

8. The provisions of Indiana Code 6-1.1-12.1-12 are expressly incorporated into this resolution.

9. The Town's Clerk-Treasurer and Town Manager are each hereby authorized and directed to make all filings necessary or desirable with the Boone County Assessor, to publish all notices required by the Act, and to take all other actions necessary to carry out the purposes and intent of this resolution and the enlargement of the Current Area to include the Additional Area, such area an economic revitalization area within the meaning of the Act.

10. The Town's Clerk-Treasurer and Town Manager are each further authorized and directed to file this Declaratory Resolution, together with any supporting data, to each of the officers of each taxing unit that has authority to levy property taxes in the geographic area where the Current Area, as enlarged to include the Additional Area, is located, as provided in the Act.

11. This Declaratory Resolution shall be submitted to a public hearing to be convened by the Town Council, where the Town Council will receive and hear all remonstrances and objections as provided by the Act.

12. The Current Area, as enlarged to include the Additional Area, shall cease to be designated an economic revitalization area on January 1, 2037.

13. The provisions of this Declaratory Resolution shall be subject in all respects to the Act and any amendments thereto.

14. This Declaratory Resolution shall take effect upon its adoption.

Passed and adopted by the Town Council of the Town of Whitestown, Indiana on this 14th day of October, 2020, by a vote of ____ in favor and ____ against.

TOWN OF WHITESTOWN, INDIANA
TOWN COUNCIL

_____
Clinton Bohm, President

ATTEST:

_____
Matt Sumner, Clerk-Treasurer

3927640

EXHIBIT A

List of Parcels and Map of Current Area

Parcel List

County Parcel No.	**State Parcel No.**
0180373000	06-07-25-000-001.006-019
0180370000	06-07-24-000-001.001-019
0180287000	06-08-19-000-001.222-019
0180050000	06-08-19-000-001.170-019
0180370001	06-07-24-000-001.002-019
0180370000	06-07-24-000-001.001-019
0180370007	06-07-24-000-001.008-019
0180322003	06-07-24-000-003.000-019
0120319000	06-07-24-000-032.000-018
0181320000	06-07-24-000-004.000-019
0120322000	06-07-24-000-031.000-018
0120293000	06-07-24-000-044.000-018
0120293001	06-07-24-000-044.001-018
0120322001	06-07-24-000-031.001-018
0120139001	06-07-24-000-011.001-018
0120213003	06-07-23-000-012.003-018
0180313100	06-08-30-000-001.007-019
0180213001	06-07-23-000-001.001-019

Map of Current ERA (original ERA highlighted in yellow, with first expansion area of ERA highlighted in green)

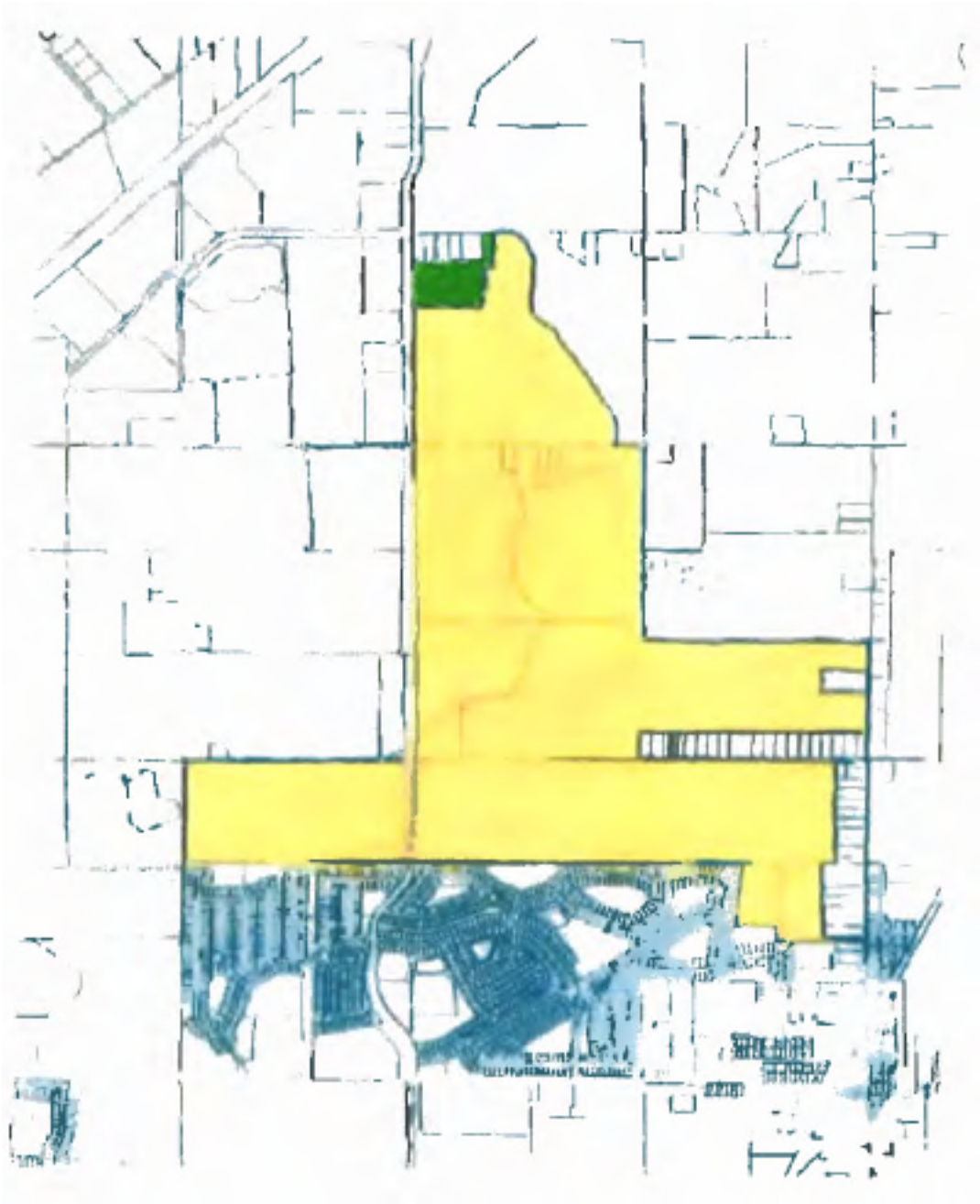


Exhibit B

List of Parcels and Map of Additional Area

Parcel List

County Parcel No.	**State Parcel No.**
0120023000	06-07-23-000-018.000-018
0120512000	06-07-23-000-017.000-018
0120264000	06-07-23-000-016.000-018
0120264001	06-07-23-000-016.001-018

Map of Additional Area

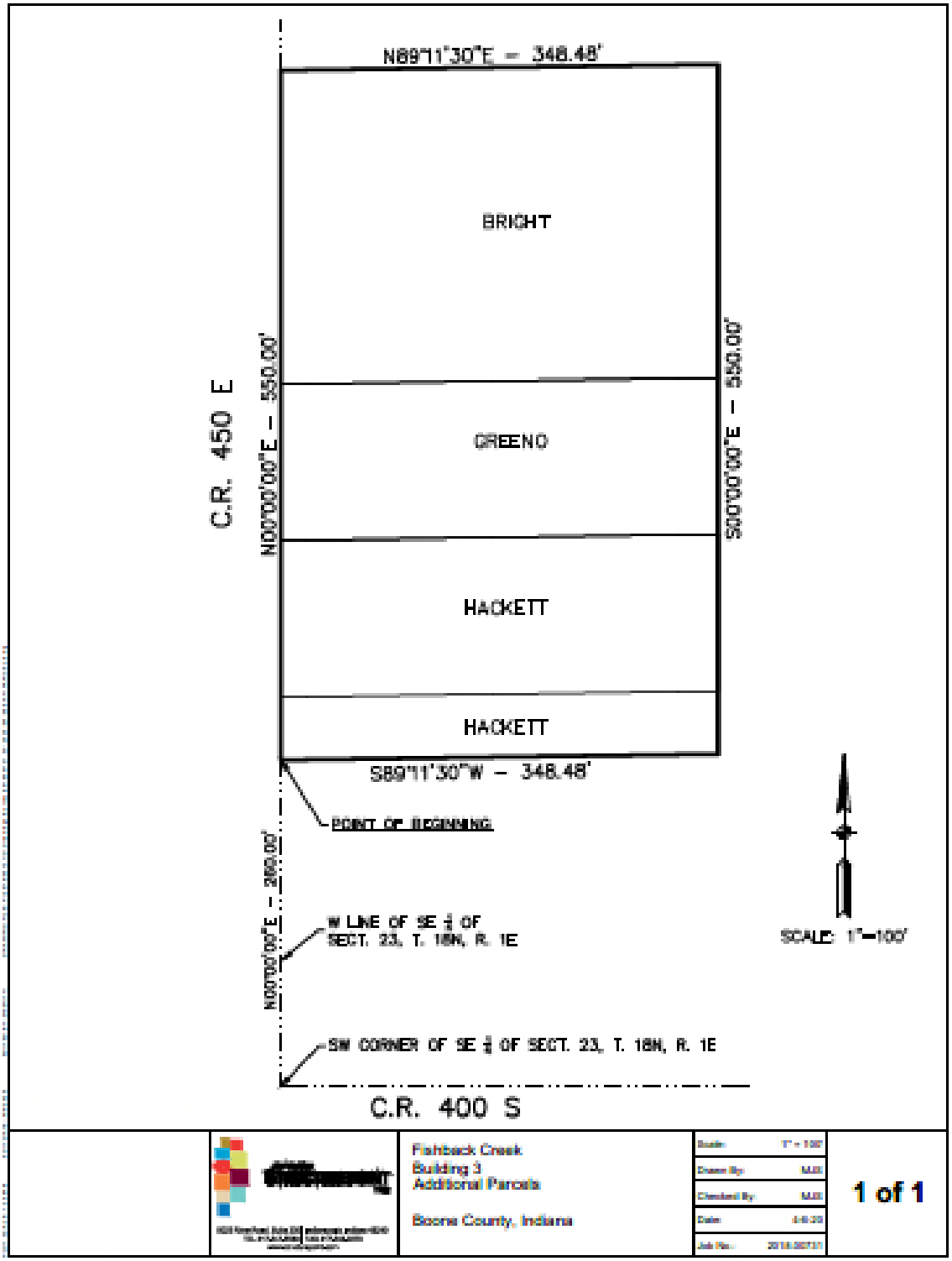
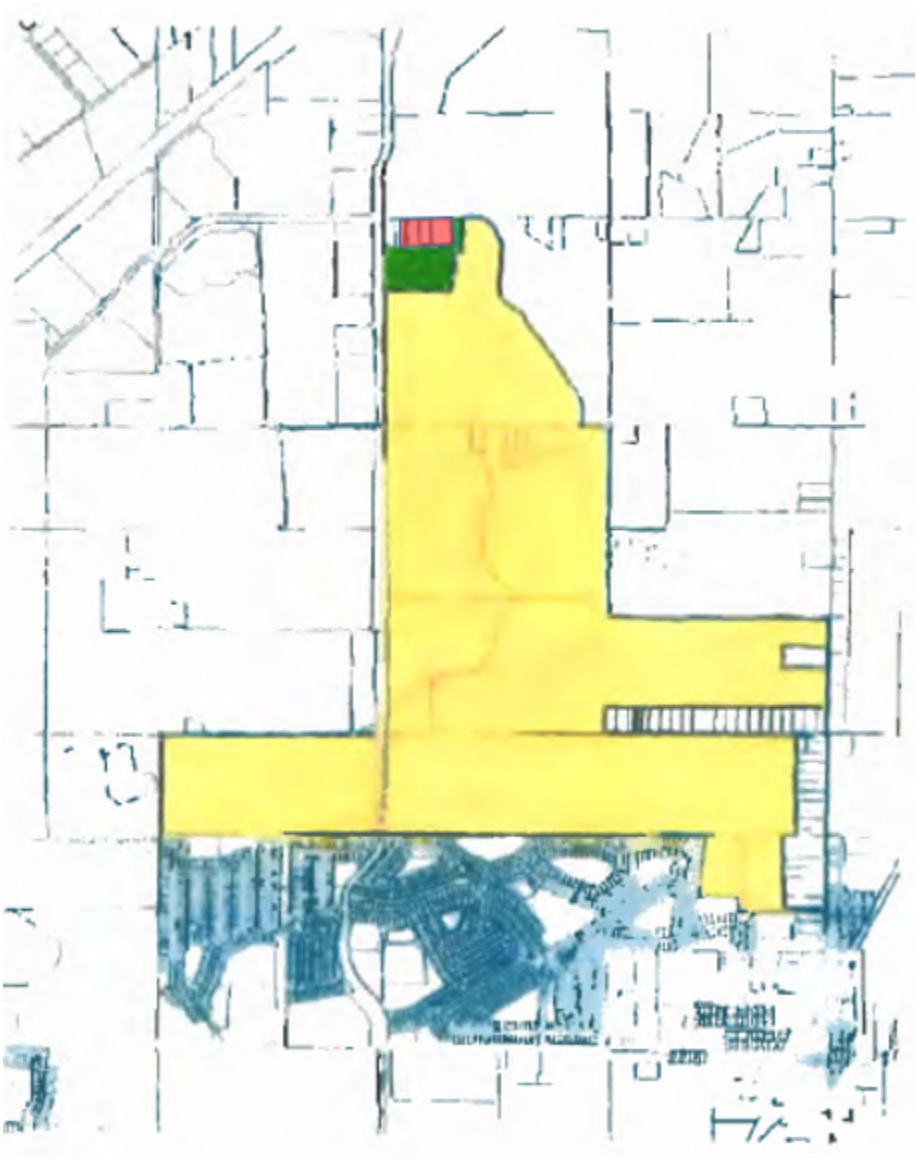


Exhibit C

Map of Current ERA (yellow and green) as enlarged with Additional Area (red)



List of Parcels in Current Area as Enlarged with Additional Area

Parcel List

County Parcel No.	**State Parcel No.**
0180373000	06-07-25-000-001.006-019
0180370000	06-07-24-000-001.001-019
0180287000	06-08-19-000-001.222-019

0180050000	06-08-19-000-001.170-019
0180370001	06-07-24-000-001.002-019
0180370000	06-07-24-000-001.001-019
0180370007	06-07-24-000-001.008-019
0180322003	06-07-24-000-003.000-019
0120319000	06-07-24-000-032.000-018
0181320000	06-07-24-000-004.000-019
0120322000	06-07-24-000-031.000-018
0120293000	06-07-24-000-044.000-018
0120293001	06-07-24-000-044.001-018
0120322001	06-07-24-000-031.001-018
0120139001	06-07-24-000-011.001-018
0120213003	06-07-23-000-012.003-018
0180313100	06-08-30-000-001.007-019
0180213001	06-07-23-000-001.001-019
0120023000	06-07-23-000-018.000-018
0120512000	06-07-23-000-017.000-018
0120264000	06-07-23-000-016.000-018
0120264001	06-07-23-000-016.001-018

Exhibit D

GDI Application

TOWN OF WHITESTOWN, INDIANA

APPLICATION FOR REAL PROPERTY TAX ABATEMENT

Instructions and Procedures

Indiana state law requires that this application for real property tax abatement and statement of benefits form (SB-1/RP) be submitted to the Town of Whitestown, Indiana (the "Town") prior to the initiation of the project. Additionally, final approval of the application must be obtained from the Town before starting the construction of real property improvements for which tax abatement is being requested.

The completed application, including all attachments and forms, and fees should be submitted to:

Town of Whitestown
Attn: Mr. Jason Lawson, Town Manager
6210 Veterans Drive
Whitestown, Indiana 46075
Office: (317) 732-4530
Mobile: (317) 450-5113
Fax: (317) 769-6871
E-Mail: jlawson@whitestown.in.gov

Prior to submitting the attached application to the Town, all questions must be answered as completely as possible and must be signed on the Statement of Benefits Form (SB-1/RP) and the last page of the application. Incomplete or unsigned applications will not be accepted as official filings. All applicants are encouraged to discuss the proposed project and tax abatement request with the Town Manager and the Presidents of the Whitestown Redevelopment Commission and Whitestown Town Council prior to filing their application.

Fees

A $2,000 non-refundable application fee is required when making an application for real property tax abatement and is payable to the "Town of Whitestown" within 7 days of the approval of the application (the "Application Fee"). In addition, if the

applicant is submitting an application for a real property tax abatement that does not conform with the traditional tax abatement schedule (a "Modified Abatement Schedule"), the applicant may be required to pay an additional fee (the "Modified Abatement Application Fee"). The amount of the Modified Abatement Application Fee will be determined by the Town in its sole discretion based upon all of the facts and circumstances (including the proposed Modified Abatement Schedule). Payment of the Modified Abatement Application Fee shall be made within 14 days of notification in writing by Whitestown to the Applicant of the amount of such Modified Abatement Application Fee.

All companies requesting real property tax abatement will be required to execute a Memorandum of Understanding with the Town prior to consideration of the tax abatement request, the form of which memorandum is included with this application.

Any requests for additional information or questions should be directed to the following:

Town of Whitestown
Attn: Mr. Jason Lawson, Town Manager
6210 Veterans Drive
Whitestown, Indiana 46075
Office: (317)732-4530
Mobile: (317) 450-5113
Fax: (317) 769-6871
E-Mail: jlawson@whitestown.in.gov

Town of Whitestown, Indiana
Real Property Tax Abatement Application
Project Questionnaire

1. Name of the company for which personal property tax abatement is being requested: GDI Holdings LLC

2. State the name, title, address, telephone number and e-mail address of a company representative who may be contacted concerning this application:

Name and Title: Terry McCardwell CEO

Address: 9775 Crosspoint Blvd, #105, Indpls, IN 46256

Telephone: 317-567-6104

E-Mail Address: tmccardwell@gdicompanies.com

3. State the name, title, address, telephone number and e-mail address of a company representative responsible for filing the required annual compliance forms (Form CF-1) which will be used by the Town to determine if your company is compliant with the terms of the abatement application, including Form SB-1, and whether the abatement will continue or be terminated (the contact should be made aware of the compliance form's importance).

Name and Title: same as above

Address: _____

Telephone: _____

E-Mail Address: _____

4. Location of property for which personal property tax abatement is being sought:

a) Street Address: 3879, 3925 & 3947 S 450E

b) Tax Parcel Number(s): 06-07-23-000-018.000-018, 06-07-23-000-017.000-018, 06-07-23-000-016.000-018

Attach a legal description and area map of the proposed project location.

5. What is the amount of the most recent assessment attributable to (this information is available on the most recent property tax form) the real property at the project location:

$268,900, $212,700, $191,100

6. Has this project or tax abatement request been discussed with either the President of the Whitestown Redevelopment Commission, the Whitestown Town Manager or the President of the Whitestown Town Council? X Yes _____ No

7. Does your company currently conduct manufacturing operations, research and development, distribution and/or information technology research at this location? If so, how long has your company been at this location?
We are a real estate developer. This location will be used for industrial business.

8. Does your business have other operations in Indiana? If so, please list the location of the other operations. We have developed Fishback Creek Business Park in Whitestown as well as industrial parks in Hendricks Co, Hancock Co and Johnson Co

9. What is the size of the facility to be improved or constructed?
15,000 SF, which will be associated with a 400,000 SF bldg already abated

10. On a separate page, briefly describe the nature of the business of your company.

11. On a separate page, briefly describe the proposed real estate improvements to be constructed by your company at the project location.

12. Have the proposed real estate improvements been constructed (Please note that State statute requires applicants to delay construction until after abatement has been granted)?

_____ Yes X No

13. What is the anticipated date for construction to begin? July 1, 2020

14. What is the anticipated date for project completion? June 1, 2021

15. If a facility is being improved, does the proposed improvement to the facility change the function of the current facility?

_____ Yes _____ No N/A - This is a new building

a) If yes, please describe the any new functions to be performed at the improved facility:
N/A

b) What is the estimated value of the real property improvement for which real property tax abatement is being requested? $3,050,000 (part of overall $29M improvement)

16. Complete the following profile of the Company that will occupy the property for which tax abatement is being requested:

a) Number of current full time permanent hourly employees by skill level (include average hourly wage rate excluding benefits and overtime)

Skilled_____ Average hourly wage rate for skilled positions _____

Semi-skilled_____Average hourly wage rate for semi-skilled positions _____

Clerical_____ Average hourly wage rate for clerical positions _____

Salaried_____ Average salary (per hour) for salaried positions _____

TOTAL NUMBER OF EXISTING EMPLOYEES (permanent and full-time)
Not known at this time

b) Number of current part-time hourly employees by skill level (include average hourly wage rate excluding benefits and overtime)

Skilled_____ Average hourly wage rate for skilled positions _____

Semi-skilled_____Average hourly wage rate for semi-skilled positions _____

Clerical_____ Average hourly wage rate for clerical positions _____

TOTAL NUMBER OF EXISTING EMPLOYEES (part-time)
Not known at this time

c) Approximate value of benefits for existing and new employees on a per hour basis (e.g. benefits are valued at an additional $3.00 per hour, etc.) N/A

d) Summary of benefits for existing and new employees.
Not known at this time

e) Number of created full-time permanent hourly employees by skill level (include average hourly wage rate excluding benefits and overtime)

Skilled_____ Average hourly wage rate for skilled positions _____

Semi-skilled_____Average hourly wage rate for semi-skilled positions _____

Clerical_____ Average hourly wage rate for clerical positions _____

Salaried_____ Average salary (per hour) for salaried positions _____

TOTAL NUMBER OF NEW EMPLOYEES (permanent and full-time)
Not known at this time

f) Number of created part-time hourly employees by skill level (include average hourly wage rate excluding benefits and overtime)

Skilled_____ Average hourly wage rate for skilled positions _____

Semi-skilled_____Average hourly wage rate for semi-skilled positions _____

Clerical_____ Average hourly wage rate for clerical positions _____

Salaried_____ Average salary (per hour) for salaried positions _____

TOTAL NUMBER OF NEW EMPLOYEES (part-time)
Not known at this time

g) What is the total dollar amount to be spent on new salaries? N/A

h) Provide schedule for when new employee positions are expected to be filled.
N/A

17. On a separate page, please give a detailed description of what the impact on your business will be if the proposed real property improvement is not constructed (e.g. loss of jobs, contract cancellations, loss of production, change in location, etc.).

18. What is the term of the tax abatement requested (maximum 10 years). 10 yrs

19. Attach a schedule of the proposed tax abatement percentages in each year (note, if the proposed tax abatement schedule is other than a traditional tax abatement schedule the Town may impose additional fees for consideration).

Example (note this is a traditional 10 year abatement schedule)

Year	% of Assessed Value Exempt From Real Property Taxes
1	100%
2	95%
3	80%
4	65%
5	50%
6	40%
7	30%

8	20%
9	10%
10	5%

20. Complete the following schedule concerning the proposed real property taxes to be abated and include on a separate page the worksheets for calculating the figures provided below:

I. Projected Current Conditions Without Abatement

A. Current Annual Real Property Taxes: $6,015
B. Projected 10-Year Total: $60,150

II. Projected Conditions With Abatement

A. Projected 10-Year Real Property Taxes: $760,730
B. Projected 10-Year Abatement: $376,561

III. Projected Total (Assumes Abatement Granted)

A. Total Amount Abated: $376,561
B. Total Taxes to be Paid: $384,169

Note: Attach Worksheets

21. Which approvals or permits will be required for the project?

(a) zoning change X
(b) annexation X
(c) plat approval
(d) development plan X
(e) variance
(f) special exception
(g) building permit X
(h) other _____

22. Will additional public infrastructure/facilities be required? If so, please explain in detail costs/funding source and schedule for construction.
No

23. For the proposed project, is the applicant requesting other incentives from the Town (e.g., tax increment financing, economic development revenue bond financing)? If so, please explain. No

24. Please describe any community involvement/contributions the applicant has provided in the past and/or expects to provide in the future.
GDI Holdings LLC will be an active participant along with Boone Co and the Town of Whitestown in economic development and attracting business to the community.

25. Will local suppliers and contractors be used in the construction/operation of the proposed project? If so, please explain. Yes, we will utilitize local suppiers,contractor

26. Has the applicant previously been approved for economic development incentives from the Town (e.g., tax abatement, tax increment financing, economic development revenue bond financing)? If so, please explain and include information with respect to applicant's compliance with project representations made to the Town at the time the incentives were approved.

Yes, we have received abatement for three previous projects at Fishback Creek Business Park and TIF for improvements to CR 500E

27. Is the applicant current on all of its payment obligations to the Town and the County (e.g., property taxes, utility (gas, water, sewer, electric) fees (such as capacity fees, monthly services charges), guaranties on any debt obligations, etc.)?

yes

28. Does the proposed project take advantage of any "green" technology to reduce adverse environmental impact? If so, please explain.

We always use sustainable materials and practices when possible.

CHECKLIST OF ATTACHMENTS:

X	Application Fee ($2,000)
X	Completed Memorandum of Understanding
X	Completed Form SB-1/RP
X	Legal Description of Project Site
X	Area Map of Project Site
X	Description of Business at Site
X	Description of Improvements to Site
X	Description of Impact on Business if Improvements not Constructed
X	Schedule of Annual Tax Abatement %
X	Worksheets for Abatement Calculation

I hereby certify that the information and representations on and included with this application for Real Property Tax Abatement are true and complete.

I understand that if this request for property tax abatement is granted that I will be required to annually provide information to the Town with respect to compliance with the project description, job creation and retention figures (and associated salaries), investment, and other information contained in this application, including the Form SB-1/RP. I also acknowledge that failure to provide such information may result in a loss of tax abatement deductions.

_____
Signature of Owner or Authorized Representative

_____CEO_____
Title

_____
Date

STATE OF _____)
) SS:
COUNTY OF _____)

Before me, the undersigned Notary Public, this ____ day of_____, 2014, personally appeared_____and acknowledged the execution of the foregoing application for real property tax abatement for the Town of Whitestown, Indiana. In witness whereof, I have hereunto subscribed my name and affixed my official seal.

_____
_____, Notary Public
Residing in_____County, _____

My commission expires:

_____

#10 - Description of Business

GDI Holdings LLC is a real estate development and construction company based in Indianapolis, IN. We specialize in industrial real estate and have successfully developed Fishback Creek Business Park in Whitestown, IN, Hendricks Gateway Park in Clayton, IN, Mt Comfort Crossroads Park in Greenfield, IN and I-65 South Logistics Center in Franklin, IN.

#11 – Describe proposed real estate improvements to be built at this location

A 15,000 SF building that will accompany a future 400,000 SF building, which is already abated, at the adjacent Fishback Creek Business Park. This building is necessary for a build-to-suit opportunity we are finalizing.

#17 – Description of impact on our business if real property improvements are not constructed

If this project is not constructed, GDI Holdings will lose a $29M construction project, but more importantly, the Town of Whitestown will miss out on securing a new employer who will bring jobs and investment to the community.

Schedule of Proposed Tax Abatement Percentages

Whitestown, IN
10-Year Tax Abatement Schedule

Project Size (SF)		15,000
Tax Rate (per $100)	$	2.4942
Project Value	$	3,050,000
Annual Unabated Tax Pd	$	76,073

Year	% of Assessed Value Exempt from Real Prop Taxes	Real Property Taxes Paid	Real Property Taxes Abated
1	100%	$ 0	$76,073
2	95%	$ 3,804	$72,269
3	80%	$ 15,215	$60,858
4	65%	$ 26,626	$49,447
5	50%	$ 38,036	$38,037
6	40%	$ 45,644	$30,429
7	30%	$ 53,251	$22,822
8	20%	$ 60,858	$15,215
9	10%	$ 68,466	$ 7,607
10	5%	$ 72,269	$ 3,804
		$ 384,169	$376,561

TOWN OF WHITESTOWN
MEMORANDUM OF UNDERSTANDING FOR TAX ABATEMENT

This Memorandum of Understanding for Tax Abatement ("Memorandum") is dated as of the ___ day of ___, ___ 2020, and serves as the confirmation of the commitment by the TOWN OF WHITESTOWN, INDIANA ("Whitestown"), in exchange for the fees paid hereunder by ("Applicant") GDI Holdings LLC

to perform the steps necessary for the appropriate consideration of Applicant's request for tax abatement.

RECITALS

A. The Applicant owns, controls, and/or has an interest in certain property as more particularly described in the property tax abatement application of the Applicant attached hereto as Exhibit A (the "Application"), for which the Applicant desires tax abatement (the "Property").

B. The Applicant hereby makes submits its Application requesting that the Town consider, and the Town is willing to consider, the Property for real and/or personal property tax abatement.

NOW, THEREFORE, in consideration of the mutual agreements and covenants set forth below, and other good and valuable consideration, the receipt and sufficiency of which are mutually acknowledged, the parties agree as follows:

AGREEMENT

Section 1. Tax Abatement. The Applicant hereby submits the Property for tax abatement. The Applicant's completed Application, including the Statement of Benefits (i.e. Form(s) SB-1), are submitted contemporaneously herewith and attached hereto as Exhibit A. This Memorandum constitutes a part of the Application.

Section 2. Application Fee. The parties recognize that Whitestown (including its Redevelopment Commission) will incur expenses, including financial advisory, legal and other fees, as a result of the Applicant's submission of its Application for tax abatement. In light of the expenses Whitestown will incur through the tax abatement process, the Applicant agrees to a non-refundable application fee in the amount of Two Thousand Dollars ($2,000.00) (the "Application Fee"). The Applicant will pay the Two Thousand Dollars ($2,000.00) Application Fee within 7 days following the approval of its Application, including this Memorandum.

Section 3. Final Application Fee. The parties recognize that Whitestown is required to provide governmental services to its inhabitants and properties located in Whitestown, including the Property, and has and will continue to incur expenses in connection with the provision of such services. In light of such expenses, the Applicant agrees that in the event its Application for tax abatement is approved by Whitestown, it will pay an application fee of Two Thousand Dollars ($2,000) The Applicant will pay the Application Fee to Whitestown within seven (7) days of the resolution of Whitestown finally approving the Application.

Section 4. Failure to Pay Application Fee. In the event the Application is approved by Whitestown and Applicant fails to make timely payment of the Application Fee to Whitestown, Applicant shall be deemed to be in noncompliance with its Application and Whitestown may take immediate action by resolution to rescind its approval of the Application. If Whitestown adopts such a resolution, any deductions approved by Whitestown for the Applicant shall not apply to the next installment of property taxes owed by Applicant or to any subsequent installment of property taxes.

Section 5. Payment of Application Fee. The Application Fee shall be payable by cash or check (payable to the Town of Whitestown, Indiana) delivered to the Clerk-Treasurer of Whitestown.

Section 6. Disclaimer of Liability. The parties recognize that Whitestown's authority is limited by and subject to certain statutory criteria, including but not limited to certain compliance and conditions precedent by Applicant, and that Whitestown provides no promises, covenants, guarantees, or warranties that the Applicant will receive the tax abatement designation or other property interests it seeks.

APPLICANT

Signed:_____

Printed: Terry M. McCardwell

Its: CEO

Address: 9775 Crosspoint Blvd, #105,
Indpls, IN 46256

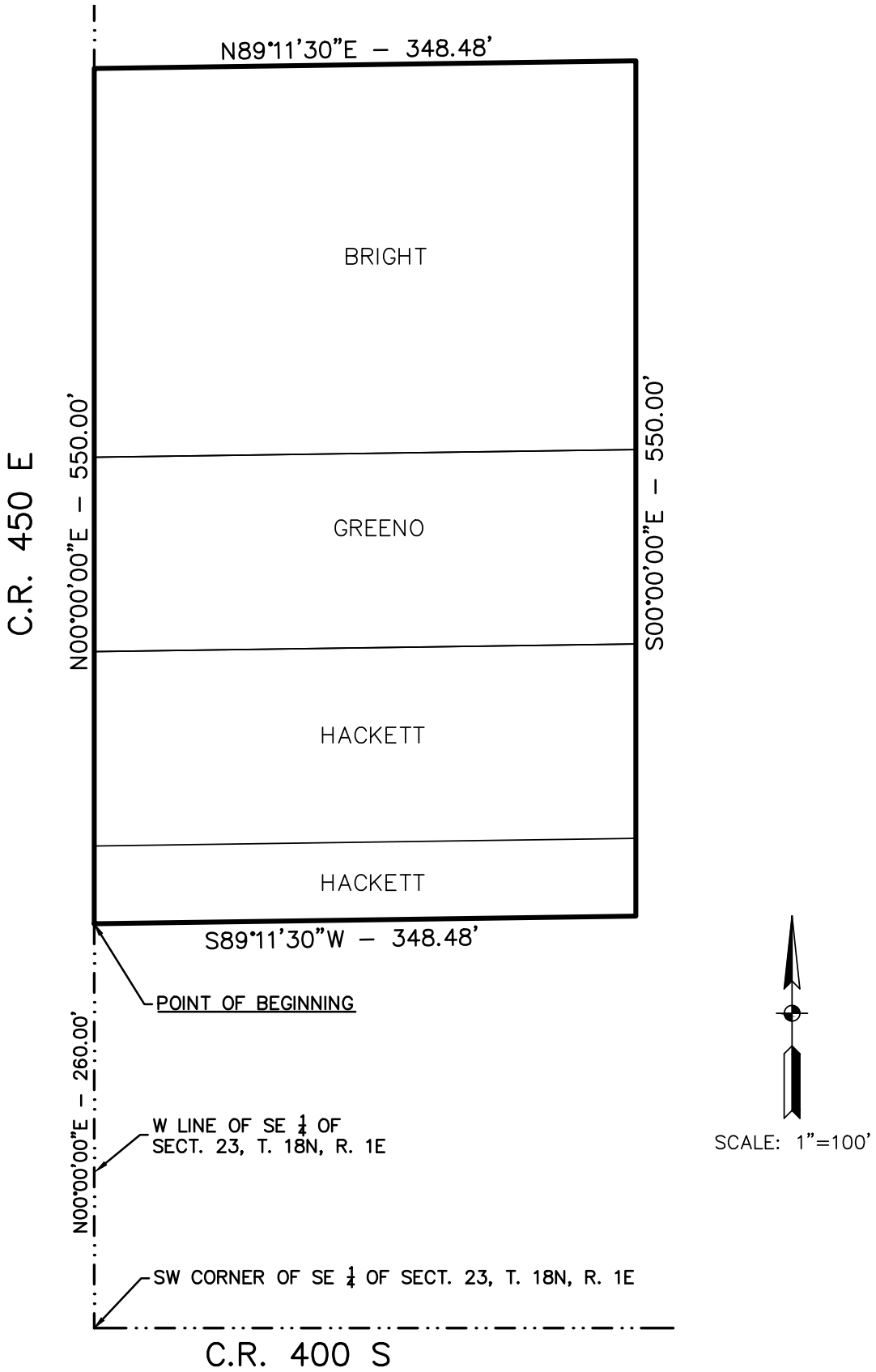
TOWN OF WHITESTOWN

_____
Clinton Bohm, Town Council President

Exhibit A

Tax Abatement Application

Fishback Creek
Perry Worth Rd
400 E
267
52
S 400 E
400 S
450 E
Anson Blvd
500 E
© 2020 Google
Google Earth
Imagery Date: 10/22/2018 39°59'02.94" N 86°23'08.66" W elev 944 ft eye alt 6942 ft



AMERICAN STRUCTUREPOINT INC.
9025 River Road, Suite 200 | Indianapolis, Indiana 46240
TEL 317.547.5580 | FAX 317.543.0270
www.structurepoint.com

Fishback Creek
Building 3
Additional Parcels

Boone County, Indiana

Scale:	1" = 100'
Drawn By:	MJS
Checked By:	MJS
Date:	4-6-20
Job No.:	2018.00731

PLOT DATE: 4/6/2020 3:22 PM
PLOT SCALE: 1:2.5349
EDIT DATE: 4/6/2020
EDITED BY: MSMITH
DRAWING FILE: P:\2018\00731\D_Drawings\Survey\2018\00731-SV-2020-04-06-EXH-PARCEL.dwg

PARCEL DESCRIPTION

Part of the Southeast Quarter of Section 23, Township 18 North, Range 1 East of the Second Principal Meridian, Boone County, Indiana, more particularly described as follows:

Commencing at the southwest corner of said Southeast Quarter; thence North 00 degrees 00 minutes 00 seconds East 260.00 feet along the west line of said Southeast Quarter (assumed basis of bearing) to the southwest corner of a parcel owned by Larry and Violet Hackett, being the POINT OF BEGINNING; thence continue North 00 degrees 00 minutes 00 seconds East 550.00 feet along said west line to the northwest corner of a parcel owned by Rita K. Bright; thence North 89 degrees 11 minutes 30 seconds East 348.48 feet along the north line of Bright to the northeast corner thereof; thence South 00 degrees 00 minutes 00 seconds East 550.00 feet along the east lines of Bright, Greeno and Hackett to the southeast corner of Hackett; thence South 89 degrees 11 minutes 30 seconds West 348.48 feet along the south line of Hackett to the POINT OF BEGINNING. Containing 4.400 acres, more or less.

SCALE: 1"=100'

PLOT DATE: 4/6/2020 4:08 PM
PLOT SCALE: 1:2.5349
EDIT DATE: 4/6/2020
EDITED BY: BSCHRAGE
DRAWING FILE: P:\2018\00731\D_Drawings\Civil\Exhibits\2020-0406-Legal Exhibit on Aerial\2018\00731-CE-EX-Legal on Aerial 2020-04-06.dwg

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Fishback Creek
Building 3
Additional Parcels

Boone County, Indiana

Scale:	1" = 100'
Drawn By:	MJS
Checked By:	MJS
Date:	4-6-20
Job No.:	2018.00731

STATEMENT OF BENEFITS
REAL ESTATE IMPROVEMENTS

State Form 51767 (R6 / 10-14)
Prescribed by the Department of Local Government Finance

20____ PAY 20____
FORM SB-1 / Real Property
PRIVACY NOTICE
Any information concerning the cost of the property and specific salaries paid to individual employees by the property owner is confidential per IC 6-1.1-12.1-5.1.

This statement is being completed for real property that qualifies under the following Indiana Code (*check one box*):

- ☑ Redevelopment or rehabilitation of real estate improvements (IC 6-1.1-12.1-4)
- ☐ Residentially distressed area (IC 6-1.1-12.1-4.1)

INSTRUCTIONS:

1. *This statement must be submitted to the body designating the Economic Revitalization Area prior to the public hearing if the designating body requires information from the applicant in making its decision about whether to designate an Economic Revitalization Area. Otherwise, this statement must be submitted to the designating body* ***BEFORE*** *the redevelopment or rehabilitation of real property for which the person wishes to claim a deduction.*
2. *The statement of benefits form must be submitted to the designating body and the area designated an economic revitalization area before the initiation of the redevelopment or rehabilitation for which the person desires to claim a deduction.*
3. *To obtain a deduction, a Form 322/RE must be filed with the County Auditor before May 10 in the year in which the addition to assessed valuation is made or not later than thirty (30) days after the assessment notice is mailed to the property owner if it was mailed after April 10. A property owner who failed to file a deduction application within the prescribed deadline may file an application between March 1 and May 10 of a subsequent year.*
4. *A property owner who files for the deduction must provide the County Auditor and designating body with a Form CF-1/Real Property. The Form CF-1/Real Property should be attached to the Form 322/RE when the deduction is first claimed and then updated annually for each year the deduction is applicable. IC 6-1.1-12.1-5.1(b)*
5. *For a Form SB-1/Real Property that is approved after June 30, 2013, the designating body is required to establish an abatement schedule for each deduction allowed. For a Form SB-1/Real Property that is approved prior to July 1, 2013, the abatement schedule approved by the designating body remains in effect. IC 6-1.1-12.1-17*

SECTION 1 — TAXPAYER INFORMATION

Name of taxpayer		
GDI Holdings LLC		
Address of taxpayer *(number and street, city, state, and ZIP code)*		
9775 Crosspoint Blvd, # 105, Indianapolis, IN 46256		
Name of contact person	Telephone number	E-mail address
Terry M. McCardwell	(317) 567-6104	tmccardwell@gdicompan

SECTION 2 — LOCATION AND DESCRIPTION OF PROPOSED PROJECT

Name of designating body		Resolution number
Town of Whitestown		
Location of property	County	DLGF taxing district number
3879, 3925 & 3947 S 450E, Whitestown, IN	Boone	
Description of real property improvements, redevelopment, or rehabilitation *(use additional sheets if necessary)*		Estimated start date (*month, day, year*)
		July 1, 2020
		Estimated completion date (*month, day, year*)
		June 1, 2021

SECTION 3 — ESTIMATE OF EMPLOYEES AND SALARIES AS RESULT OF PROPOSED PROJECT

Current number	Salaries	Number retained	Salaries	Number additional	Salaries
N/A	N/A	N/A	N/A	N/A	N/A

SECTION 4 — ESTIMATED TOTAL COST AND VALUE OF PROPOSED PROJECT

	REAL ESTATE IMPROVEMENTS	
	COST	**ASSESSED VALUE**
Current values		$672,700
Plus estimated values of proposed project	$3,050,000	
Less values of any property being replaced		
Net estimated values upon completion of project		

SECTION 5 — WASTE CONVERTED AND OTHER BENEFITS PROMISED BY THE TAXPAYER

Estimated solid waste converted (*pounds*) _____

Estimated hazardous waste converted (*pounds*) _____

Other benefits

SECTION 6 — TAXPAYER CERTIFICATION

I hereby certify that the representations in this statement are true.

Signature of authorized representative	Date signed *(month, day, year)*
Printed name of authorized representative	**Title**
Terry M. McCardwell	CEO

FOR USE OF THE DESIGNATING BODY

We find that the applicant meets the general standards in the resolution adopted or to be adopted by this body. Said resolution, passed or to be passed under IC 6-1.1-12.1, provides for the following limitations:

A. The designated area has been limited to a period of time not to exceed _____ calendar years* *(see below)*. The date this designation expires is _____.

B. The type of deduction that is allowed in the designated area is limited to:
1. Redevelopment or rehabilitation of real estate improvements ☐ Yes ☐ No
2. Residentially distressed areas ☐ Yes ☐ No

C. The amount of the deduction applicable is limited to $ _____.

D. Other limitations or conditions *(specify)*_____

E. Number of years allowed: ☐ Year 1 ☐ Year 2 ☐ Year 3 ☐ Year 4 ☐ Year 5 (* see below) ☐ Year 6 ☐ Year 7 ☐ Year 8 ☐ Year 9 ☐ Year 10

F. For a statement of benefits approved after June 30, 2013, did this designating body adopt an abatement schedule per IC 6-1.1-12.1-17?
☐ Yes ☐ No
If yes, attach a copy of the abatement schedule to this form.
If no, the designating body is required to establish an abatement schedule before the deduction can be determined.

We have also reviewed the information contained in the statement of benefits and find that the estimates and expectations are reasonable and have determined that the totality of benefits is sufficient to justify the deduction described above.

Approved (*signature and title of authorized member of designating body*)	Telephone number ( )	Date signed *(month, day, year)*
Printed name of authorized member of designating body	Name of designating body	
Attested by (*signature and title of attester*)	Printed name of attester	

* If the designating body limits the time period during which an area is an economic revitalization area, that limitation does not limit the length of time a taxpayer is entitled to receive a deduction to a number of years that is less than the number of years designated under IC 6-1.1-12.1-17.

A. For residentially distressed areas where the Form SB-1/Real Property was approved prior to July 1, 2013, the deductions established in IC 6-1.1-12.1-4.1 remain in effect. The deduction period may not exceed five (5) years. For a Form SB-1/Real Property that is approved after June 30, 2013, the designating body is required to establish an abatement schedule for each deduction allowed. The deduction period may not exceed ten (10) years. (See IC 6-1.1-12.1-17 below.)
B. For the redevelopment or rehabilitation of real property where the Form SB-1/Real Property was approved prior to July 1, 2013, the abatement schedule approved by the designating body remains in effect. For a Form SB-1/Real Property that is approved after June 30, 2013, the designating body is required to establish an abatement schedule for each deduction allowed. (See IC 6-1.1-12.1-17 below.)

IC 6-1.1-12.1-17
Abatement schedules
Sec. 17. (a) A designating body may provide to a business that is established in or relocated to a revitalization area and that receives a deduction under section 4 or 4.5 of this chapter an abatement schedule based on the following factors:
(1) The total amount of the taxpayer's investment in real and personal property.
(2) The number of new full-time equivalent jobs created.
(3) The average wage of the new employees compared to the state minimum wage.
(4) The infrastructure requirements for the taxpayer's investment.
(b) This subsection applies to a statement of benefits approved after June 30, 2013. A designating body shall establish an abatement schedule for each deduction allowed under this chapter. An abatement schedule must specify the percentage amount of the deduction for each year of the deduction. An abatement schedule may not exceed ten (10) years.
(c) An abatement schedule approved for a particular taxpayer before July 1, 2013, remains in effect until the abatement schedule expires under the terms of the resolution approving the taxpayer's statement of benefits.

Exhibit E

CCBCC Application

Town of Whitestown, Indiana
Personal Property Tax Abatement Application
Project Questionnaire

1. Name of the company for which personal property tax abatement is being requested: CCBCC Operations, LLC

2. State the name, title, address, telephone number and e-mail address of a company representative who may be contacted concerning this application:

Name and Title: Robert Wheeler

Address: 4115 Coca Cola Plaza, Charlotte NC 28211

Telephone: 704-557-4426

E-Mail Address: robert.wheeler@cokeconsolidated.com

3. State the name, title, address, telephone number and e-mail address of a company representative responsible for filing the required annual compliance forms (Form CF-1) which will be used by the Town to determine if your company is compliant with the terms of the abatement application, including Form SB-1, and whether the abatement will continue or be terminated (the contact should be made aware of the compliance form's importance).

Name and Title: Robert Wheeler - Director, Property Tax and Compliance

Address: 4115 Coca Cola Plaza, Charlotte NC 28211

Telephone: 704-557-4426

E-Mail Address: robert.wheeler@cokeconsolidated.com

4. Location of property for which personal property tax abatement is being sought:

a) Street Address: Corner of the intersection of S 500 E and Albert S. White Dr.

b) Tax Parcel Number(s): Right section of 0180213003

Attach a legal description and area map of the proposed project location.

5. What is the amount of the most recent assessment attributable to (this information is available on the most recent property tax form) the equipment at the project location:

$-0-; new location

6. Has this project or tax abatement request been discussed with the President of the Whitestown Redevelopment Commission and/or President of the Whitestown Town Council?_____Yes__X____No

7. Does your company currently conduct manufacturing operations, research and development, distribution and/or information technology research at this location? If so, how long has your company been at this location?

No

8. Does your business have other operations in Indiana? If so, please list the location of the other operations. Yes. See Exhibit "A"

9. What is the size of the facility in which the equipment will be installed?

Approximately 400K SF

10. On a separate page, briefly describe the (i) product(s) manufactured, (ii) research and development conducted, (iii) the product distribution and/or (iv) the information technology conducted, by your company. See Exhibit "A"

11. On a separate page, briefly describe the equipment to be installed by your company at the project location. See Exhibit "A"

12. Has the new equipment been installed (Please note that State statute requires applicants to delay installation until after abatement has been granted)?

_____Yes __X__No

13. What is the anticipated date for installation to begin? November 1, 2020

14. What is the anticipated date for project completion? April 19, 2021

15. Does the equipment being installed serve the same function as the equipment currently in place at the facility?

_____Yes __X__No

a) If no, please describe the new functions to be performed by the new equipment: An automated warehousing system that stores finished goods cases of soda in a palletized form, and conveys individual finished goods cases of soda to a palletizer to sequence and assemble customer orders.

b) What is the estimated value of the equipment to be purchased for which personal property tax abatement is being requested? $15MM

16. Complete the following profile of the Company that will occupy the property for which tax abatement is being requested:

a) Number of current full time permanent hourly employees by skill level (include average hourly wage rate excluding benefits and overtime)

Skilled 0 Average hourly wage rate for skilled positions _____

Semi-skilled 0 Average hourly wage rate for semi-skilled positions _____

Clerical 0 Average hourly wage rate for clerical positions _____

Salaried 0 Average salary (per hour) for salaried positions _____

TOTAL NUMBER OF EXISTING EMPLOYEES (permanent and full-time)
0

b) Number of current part-time hourly employees by skill level (include average hourly wage rate excluding benefits and overtime)

Skilled 0 Average hourly wage rate for skilled positions _____

Semi-skilled 0 Average hourly wage rate for semi-skilled positions _____

Clerical 0 Average hourly wage rate for clerical positions _____

TOTAL NUMBER OF EXISTING EMPLOYEES (part-time)
0

c) Approximate value of benefits for existing and new employees on a per hour basis (e.g. benefits are valued at an additional $3.00 per hour, etc.) $4.54

d) Summary of benefits for existing and new employees.
Health, Life Insurance, and 401K Match

e) Number of created full-time permanent hourly employees by skill level (include average hourly wage rate excluding benefits and overtime)

Skilled 167 Average hourly wage rate for skilled positions $21.70

Semi-skilled 35 Average hourly wage rate for semi-skilled positions $19.89

Clerical 13 Average hourly wage rate for clerical positions $19.23

Salaried 17 Average salary (per hour) for salaried positions $35.87

TOTAL NUMBER OF NEW EMPLOYEES (permanent and full-time)
232

f) Number of created part-time hourly employees by skill level (include average hourly wage rate excluding benefits and overtime)

Skilled 0 Average hourly wage rate for skilled positions _____

Semi-skilled 0 Average hourly wage rate for semi-skilled positions _____

Clerical 0 Average hourly wage rate for clerical positions _____

Salaried 0 Average salary (per hour) for salaried positions _____

TOTAL NUMBER OF NEW EMPLOYEES (part-time)
0

g) What is the total dollar amount to be spent on new salaries? $20MM

h) Provide schedule for when new employee positions are expected to be filled.
March of 2021

17. On a separate page, please give a detailed description of what the impact on your business will be if the new equipment is not installed (e.g. loss of jobs, contract cancellations, loss of production, change in location, etc.). N/A

18. What is the term of the tax abatement requested (maximum 10 years). 10

19. Attach a schedule of the proposed tax abatement percentages in each year (note, if the proposed tax abatement schedule is other than a traditional tax abatement schedule the Town may impose additional fees for consideration).

Example (note this is a traditional 10 year abatement schedule)

Year	% of Assessed Value Exempt From Personal Property Taxes
1	100%
2	95%
3	80%
4	65%
5	50%
6	40%

7	30%
8	20%
9	10%
10	5%

20. Complete the following schedule concerning the proposed personal property taxes to be abated and include on a separate page the worksheets for calculating the figures provided below:

I. Projected Current Conditions Without Abatement

A. Current Annual Personal Property Taxes: $0
B. Projected 10-Year Total: $1,017,634

II. Projected Conditions With Abatement

A. Projected 10-Year Personal Property Taxes: $326,241
B. Projected 10-Year Abatement: $691,393

III. Projected Total (Assumes Abatement Granted)

A. Total Amount Abated: $691,393
B. Total Taxes to be Paid: $326,241

Note: Attach Worksheets

21. Which approvals or permits will be required for the project?

(a) zoning change
(b) annexation
(c) plat approval
(d) development plan
(e) variance
(f) special exception
(g) building permit
(h) other _____

22. Will additional public infrastructure/facilities be required? If so, please explain in detail costs/funding source and schedule for construction.

No

23. For the proposed project, is the applicant requesting other incentives from the Town (e.g., tax increment financing, economic development revenue bond financing)? If so, please explain. No

24. Please describe any community involvement/contributions the applicant has provided in the past and/or expects to provide in the future.

Local community outreach in various areas and with multiple resources

25. Will local suppliers and contractors be used in the construction/operation of the proposed project? If so, please explain. Yes, GDI has been engaged as the developer and construction management company.

26. Has the applicant previously been approved for economic development incentives from the Town (e.g., tax abatement, tax increment financing, economic development revenue bond financing)? If so, please explain and include information with respect to applicant's compliance with project representations made to the Town at the time the incentives were approved.

No

27. Is the applicant current on all of its payment obligations to the Town and the County (e.g., property taxes, utility (gas, water, sewer, electric) fees (such as capacity fees, monthly services charges), guaranties on any debt obligations, etc.)?

Yes

28. Does the proposed project take advantage of any "green" technology to reduce adverse environmental impact? If so, please explain.

Yes, energy efficient LED lighting throughout facility, along with recycling.

CHECKLIST OF ATTACHMENTS:

_____	Application Fee ($2,000)	(To be provided upon approval)
_____	Completed Memorandum of Understanding	
_____	Completed Form SB-1/PP	
_____	Legal Description of Project Site	See Exhibit "B"
_____	Area Map of Project Site	See Exhibit "C"
_____	Description of (i) Product(s) Manufactured, (ii) Research and Development, (iii) Product Distribution and/or (iv) Information Technology Conducted, at Site	See Question 15(a)
_____	Description of Equipment to be Installed at Site	See Question 15(a)
_____	Description of Impact on Business if Equipment not Installed	
_____	Worksheets for Abatement Calculation	See Exhibit "D"

I hereby certify that the information and representations on and included with this application for Personal Property Tax Abatement are true and complete.

I understand that if this request for property tax abatement is granted that I will be required to annually provide information to the Town with respect to compliance with the project description, job creation and retention figures (and associated salaries), investment, and other information contained in this application, including the Form SB-1/PP. I also acknowledge that failure to provide such information may result in a loss of tax abatement deductions.

Signature of Owner or Authorized Representative

DIRECTOR, PROPERTY TAX & COMPLIANCE
Title

6/1/20
Date

STATE OF North Carolina)
) SS:
COUNTY OF Mecklenburg)

Before me, the undersigned Notary Public, this 1st day of June, 2020, personally appeared Robert Wheeler and acknowledged the execution of the foregoing application for personal property tax abatement for the Town of Whitestown, Indiana. In witness whereof, I have hereunto subscribed my name and affixed my official seal.

Angela B. Pulley
Angela B. Pulley, Notary Public
Residing in Mecklenburg County, North Carolina

My commission expires:
8/12/2022

ANGELA B PULLEY
NOTARY
PUBLIC
MECKLENBURG COUNTY, NC

STATEMENT OF BENEFITS
PERSONAL PROPERTY

State Form 51764 (R4 / 11-15)
Prescribed by the Department of Local Government Finance

FORM SB-1 / PP

PRIVACY NOTICE

Any information concerning the cost of the property and specific salaries paid to individual employees by the property owner is confidential per IC 6-1.1-12.1-5.1.

INSTRUCTIONS

1. *This statement must be submitted to the body designating the Economic Revitalization Area prior to the public hearing if the designating body requires information from the applicant in making its decision about whether to designate an Economic Revitalization Area. Otherwise this statement must be submitted to the designating body* ***BEFORE*** *a person installs the new manufacturing equipment and/or research and development equipment, and/or logistical distribution equipment and/or information technology equipment for which the person wishes to claim a deduction.*
2. *The statement of benefits form must be submitted to the designating body and the area designated an economic revitalization area before the installation of qualifying abatable equipment for which the person desires to claim a deduction.*
3. *To obtain a deduction, a person must file a certified deduction schedule with the person's personal property return on a certified deduction schedule (Form 103-ERA) with the township assessor of the township where the property is situated or with the county assessor if there is no township assessor for the township. The 103-ERA must be filed between January 1 and May 15 of the assessment year in which new manufacturing equipment and/or research and development equipment and/or logistical distribution equipment and/or information technology equipment is installed and fully functional, unless a filing extension has been obtained. A person who obtains a filing extension must file the form between January 1 and the extended due date of that year.*
4. *Property owners whose Statement of Benefits was approved, must submit Form CF-1/PP annually to show compliance with the Statement of Benefits. (IC 6-1.1-12.1-5.6)*
5. *For a Form SB-1/PP that is approved after June 30, 2013, the designating body is required to establish an abatement schedule for each deduction allowed. For a Form SB-1/PP that is approved prior to July 1, 2013, the abatement schedule approved by the designating body remains in effect. (IC 6-1.1-12.1-17)*

SECTION 1 — TAXPAYER INFORMATION

Name of taxpayer: CCBCC Operations, LLC	Name of contact person: Robert Wheeler
Address of taxpayer *(number and street, city, state, and ZIP code)*: 4115 Coca Cola Plaza, Charlotte NC 28211	Telephone number: (704) 557-4426

SECTION 2 — LOCATION AND DESCRIPTION OF PROPOSED PROJECT

Name of designating body:		Resolution number (s):
Location of property: Tax Parcel:	County: Boone	DLGF taxing district number:

Description of manufacturing equipment and/or research and development equipment and/or logistical distribution equipment and/or information technology equipment. *(Use additional sheets if necessary.)*

An automated warehousing system that conveys individual finished goods cases of soda in a palletized form, and conveys individual finished goods cases of soda to a palletizer to sequence and assemble customer orders

	ESTIMATED START DATE	ESTIMATED COMPLETION DATE
Manufacturing Equipment		
R & D Equipment		
Logist Dist Equipment	11/01/2020	04/19/2021
IT Equipment		

SECTION 3 — ESTIMATE OF EMPLOYEES AND SALARIES AS RESULT OF PROPOSED PROJECT

Current number	Salaries	Number retained	Salaries	Number additional	Salaries
0	0	0	0	232	24.10

SECTION 4 — ESTIMATED TOTAL COST AND VALUE OF PROPOSED PROJECT

NOTE: Pursuant to IC 6-1.1-12.1-5.1 (d) (2) the **COST** of the property is confidential.

	MANUFACTURING EQUIPMENT		R & D EQUIPMENT		LOGIST DIST EQUIPMENT		IT EQUIPMENT	
	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE	COST	ASSESSED VALUE
Current values								
Plus estimated values of proposed project					0			
Less values of any property being replaced					15,000,000			
Net estimated values upon completion of project					0			
					15,000,000			

SECTION 5 — WASTE CONVERTED AND OTHER BENEFITS PROMISED BY THE TAXPAYER

Estimated solid waste converted (*pounds*) 0

Estimated hazardous waste converted (*pounds*) 0

Other benefits:

SECTION 6 — TAXPAYER CERTIFICATION

I hereby certify that the representations in this statement are true.

Signature of authorized representative	Date signed *(month, day, year)*: 6/1/20
Printed name of authorized representative: Robert Wheeler	Title: Director, Property Tax and Compliance

FOR USE OF THE DESIGNATING BODY

We have reviewed our prior actions relating to the designation of this economic revitalization area and find that the applicant meets the general standards adopted in the resolution previously approved by this body. Said resolution, passed under IC 6-1.1-12.1-2.5, provides for the following limitations as authorized under IC 6-1.1-12.1-2.

A. The designated area has been limited to a period of time not to exceed _____ calendar years * *(see below)*. The date this designation expires is _____ . *NOTE: This question addresses whether the resolution contains an expiration date for the designated area.*

B. The type of deduction that is allowed in the designated area is limited to:

1. Installation of new manufacturing equipment; ☐ Yes ☐ No
2. Installation of new research and development equipment; ☐ Yes ☐ No
3. Installation of new logistical distribution equipment. ☐ Yes ☐ No
4. Installation of new information technology equipment; ☐ Yes ☐ No

☐ Enhanced Abatement per IC 6-1.1-12.1-18 *Check box if an enhanced abatement was approved for one or more of these types.*

C. The amount of deduction applicable to new manufacturing equipment is limited to $ _____ cost with an assessed value of $ _____. *(One or both lines may be filled out to establish a limit, if desired.)*

D. The amount of deduction applicable to new research and development equipment is limited to $ _____ cost with an assessed value of $ _____. *(One or both lines may be filled out to establish a limit, if desired.)*

E. The amount of deduction applicable to new logistical distribution equipment is limited to $ _____ cost with an assessed value of $ _____. *(One or both lines may be filled out to establish a limit, if desired.)*

F. The amount of deduction applicable to new information technology equipment is limited to $ _____ cost with an assessed value of $ _____. *(One or both lines may be filled out to establish a limit, if desired.)*

G. Other limitations or conditions *(specify)*_____

H. The deduction for new manufacturing equipment and/or new research and development equipment and/or new logistical distribution equipment and/or new information technology equipment installed and first claimed eligible for deduction is allowed for:

☐ Year 1 ☐ Year 2 ☐ Year 3 ☐ Year 4 ☐ Year 5
☐ Year 6 ☐ Year 7 ☐ Year 8 ☐ Year 9 ☐ Year 10

☐ Enhanced Abatement per IC 6-1.1-12.1-18
Number of years approved: _____
(Enter one to twenty (1-20) years; may not exceed twenty (20) years.)

I. For a Statement of Benefits approved after June 30, 2013, did this designating body adopt an abatement schedule per IC 6-1.1-12.1-17? ☐ Yes ☐ No
If yes, attach a copy of the abatement schedule to this form.
If no, the designating body is required to establish an abatement schedule before the deduction can be determined.

Also we have reviewed the information contained in the statement of benefits and find that the estimates and expectations are reasonable and have determined that the totality of benefits is sufficient to justify the deduction described above.

Approved by: *(signature and title of authorized member of designating body)*	Telephone number ( )	Date signed *(month, day, year)*
Printed name of authorized member of designating body	Name of designating body	
Attested by: *(signature and title of attester)*	Printed name of attester	

* If the designating body limits the time period during which an area is an economic revitalization area, that limitation does not limit the length of time a taxpayer is entitled to receive a deduction to a number of years that is less than the number of years designated under IC 6-1.1-12.1-17.

IC 6-1.1-12.1-17
Abatement schedules
Sec. 17. (a) A designating body may provide to a business that is established in or relocated to a revitalization area and that receives a deduction under section 4 or 4.5 of this chapter an abatement schedule based on the following factors:
(1) The total amount of the taxpayer's investment in real and personal property.
(2) The number of new full-time equivalent jobs created.
(3) The average wage of the new employees compared to the state minimum wage.
(4) The infrastructure requirements for the taxpayer's investment.
(b) This subsection applies to a statement of benefits approved after June 30, 2013. A designating body shall establish an abatement schedule for each deduction allowed under this chapter. An abatement schedule must specify the percentage amount of the deduction for each year of the deduction. An abatement schedule may not exceed ten (10) years.
(c) An abatement schedule approved for a particular taxpayer before July 1, 2013, remains in effect until the abatement schedule expires under the terms of the resolution approving the taxpayer's statement of benefits.

Exhibit A

CCBCC Operations, LLC
Personal Property Tax Abatement Application
Town of Whitestown

8. Other Indiana Locations

- 5010 Airport Expressway, Fort Wayne 46809
- 641 Wernsing Road, Jasper 47546
- 1617 N Meridian Street, Portland 47371
- 3200 E 38th Street, Anderson 46013
- 5000 W 25th Street, Indianapolis 46244
- 3830 Hanna Circle, Indianapolis 46241
- 1701 S Liberty Drive, Bloomington 47403
- 1700 W Ireland Road, South Bend 46614
- 405 N Harrison Street, Shelbyville 46176
- 830 N 6th Street, Lafayette 47904
- 3223 Interstate Drive, Evansville 47715
- 3199 N Fruitridge Avenue, Terre Haute 47804

10. CCBCC Operations, LLC makes, sells, and distributes beverages of The Coca-Cola Company and other partner companies in more than 300 brands and flavors. The new Whitestown Center will assemble and distribute orders to retail customers in Indianapolis and the surrounding areas.

11. The equipment being installed in the Whitestown DC are an automated warehouse order assembly system, as well as dock equipment, trucks, trailers and forklifts to support distribution operations.

Exhibit B

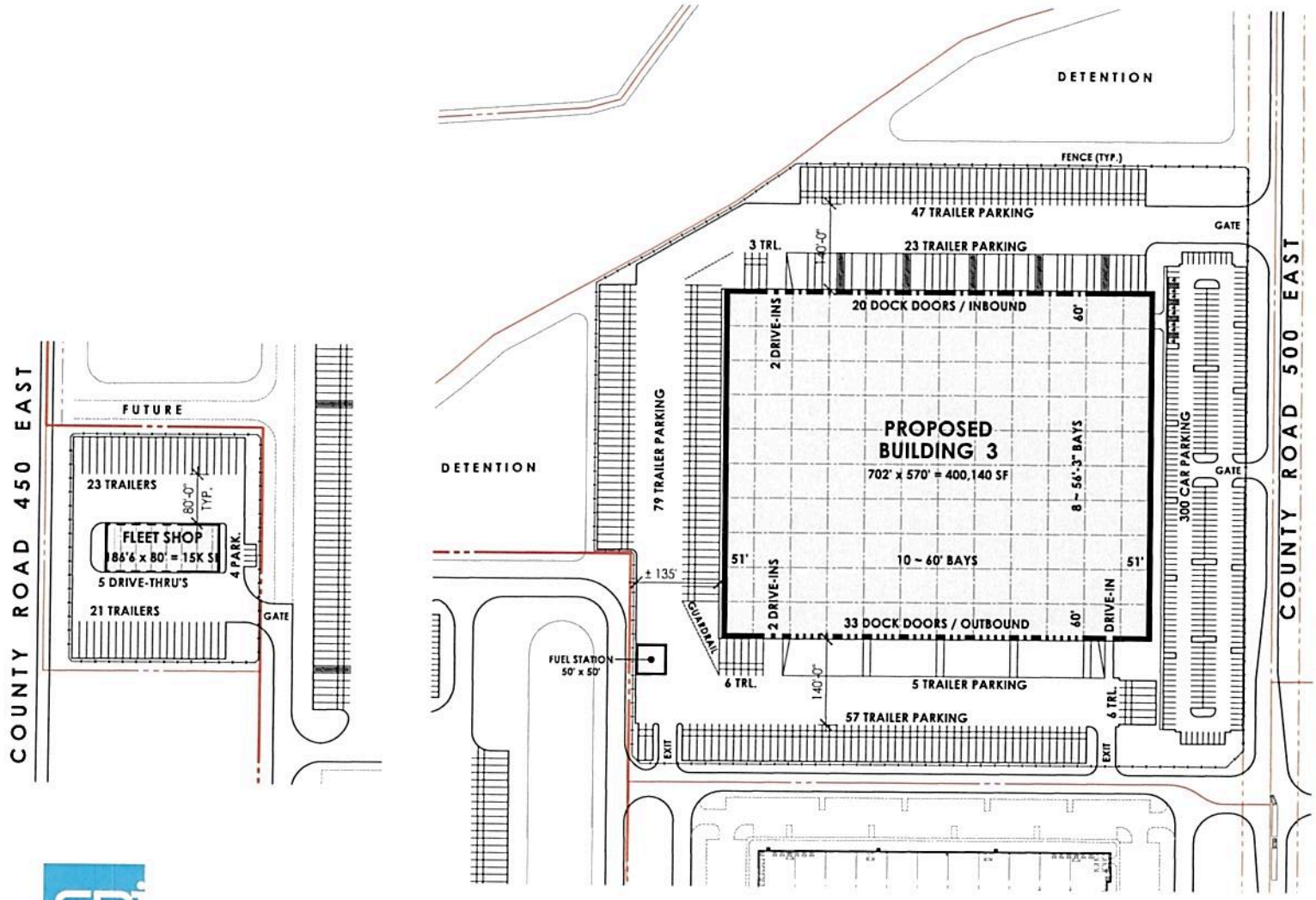
CCBCC Operations, LLC
Personal Property Tax Abatement Application
Town of Whitestown

LEGAL DESCRIPTION

Part of the Southeast Quarter of Section 23, Township 18 North, Range 1 East of the Second Principal Meridian, Boone County, Indiana, being that 31.938-acre tract of land shown on the ALTA/NSPS Land Title Survey with project number 2018.00731 and dated May 19, 2020, as last revised, by Michael J. Smith, PS #LS20500025 of American Structurepoint, Inc., more particularly described as follows:

Commencing at the southeast corner of said Southeast Quarter; thence South 88 degrees 25 minutes 16 seconds West 25.00 feet along the south line of said Southeast Quarter (assumed basis of bearings) to the southwest corner of the 1.296-acre parcel described in Instrument Number 2018001633, on file in the Office of the Recorder of Boone County, Indiana; thence North 00 degrees 55 minutes 29 seconds West 878.42 feet along the west line of said 1.296-acre parcel to a 5/8-inch diameter rebar with a cap stamped "ASI FIRM 0094" set flush (hereafter referred to as "set rebar") at a northeast corner of the 22.525-acre parcel described in Instrument Number 2018011457, on file in the Office of said Recorder, being the POINT OF BEGINNING, the following five (5) courses are along the south lines thereof; 1)thence North 13 degrees 30 minutes 05 seconds West 20.32 feet to a set rebar; 2)thence Northwesterly 47.25 feet along a non-tangent curve to the left having a radius of 35.00 feet and subtended by a long chord having a bearing of North 52 degrees 10 minutes 37 seconds West and a length of 43.74 feet to a set rebar; 3)thence South 89 degrees 08 minutes 54 seconds West 94.39 feet to a set rebar; 4)thence Northwesterly 61.36 feet along a non-tangent curve to the left having a radius of 50.00 feet and subtended by a long chord having a bearing of North 55 degrees 41 minutes 42 seconds West and a length of 57.58 feet to a set rebar; 5)thence South 89 degrees 08 minutes 54 seconds West 841.99 feet to a set rebar; thence North 00 degrees 55 minutes 29 seconds West 357.72 feet along the extension of the west line of said 22.525-acre parcel to a set rebar; thence South 89 degrees 08 minutes 54 seconds West 623.24 feet to a set rebar; thence North 00 degrees 51 minutes 06 seconds West 19.79 feet to a set rebar at an angle point in the north line of Parcel 1 as described in Instrument Number 2018011646, on file in the Office of said Recorder, the following six (6) courses are along said north line; 1)thence North 60 degrees 22 minutes 43 seconds East 114.15 feet; 2)thence North 27 degrees 43 minutes 16 seconds East 207.69 feet; 3)thence North 56 degrees 40 minutes 17 seconds East 1,135.54 feet; 4)thence North 69 degrees 33 minutes 18 seconds East 394.47 feet; 5)thence South 79 degrees 58 minutes 57 seconds East 102.92 feet; 6)thence South 35 degrees 28 minutes 19 seconds East 24.52 feet to the west line of said 1.296-acre parcel; thence South 00 degrees 55 minutes 29 seconds East 1,397.60 feet along said west line to the POINT OF BEGINNING. Containing 31.938 acres, more or less.

Exhibit C



Project Data

Truck Docks :	53
Drive-ins :	5
Car Parking :	300
Fleet Shop Parking :	4
Trailer Parking :	226
Fleet Shop Trailer Parking :	44

Site Plan

Scale: 1" = 80'-0" (24" x 36")

GDI CONSTRUCTION

Project Crossroads

FISHBACK CREEK BUSINESS PARK BUILDING 3 - C.R. 500 EAST - WHITESTOWN, IN 46075

19 FEBRUARY 2020

ARCHITECTURE
7222 North Shadeland Avenue, #200
Indianapolis, Indiana 46250
317.806.1060
FAX 317.806.1061

© 2020 JRA ARCHITECTURE #19338-Y

Exhibit D

CCBCC Operations, LLC
Personal Property Tax Abatement Application
Town of Whitestown

Abatement Calculation Worksheet

Personal Property Tax (Estimated)

	Depreciation	Investment	AV	Tax Rate	Tax Liability	Tax Liability w Abatement
Year 1	40%	$ 15,000,000	$ 6,000,000	0.024942	$ 149,652	$ -
Year 2	56%	$ 15,000,000	$ 8,400,000	0.024942	$ 209,513	$ 20,951
Year 3	42%	$ 15,000,000	$ 6,300,000	0.024942	$ 157,135	$ 31,427
Year 4	32%	$ 15,000,000	$ 4,800,000	0.024942	$ 119,722	$ 35,916
Year 5	24%	$ 15,000,000	$ 3,600,000	0.024942	$ 89,791	$ 35,916
Year 6	18%	$ 15,000,000	$ 2,700,000	0.024942	$ 67,343	$ 33,672
Year 7	15%	$ 15,000,000	$ 2,250,000	0.024942	$ 56,120	$ 33,672
Year 8	15%	$ 15,000,000	$ 2,250,000	0.024942	$ 56,120	$ 39,284
Year 9	15%	$ 15,000,000	$ 2,250,000	0.024942	$ 56,120	$ 44,896
Year 10	15%	$ 15,000,000	$ 2,250,000	0.024942	$ 56,120	$ 50,508
	Ten Year Tax Liability Related to Expansion				$ 1,017,634	$ 326,241