

NOTICE OF PUBLIC HEARING

NOTICE IS HEREBY GIVEN that a public hearing pursuant to Article 18-A of the New York General Municipal Law will be held by the Wayne County Industrial Development Agency (the "Agency") on Monday, May 16, 2011, at 9:30 a.m. local time, at the Town of Ontario Town Hall, 1850 Ridge Road, Ontario, NY 14519, in connection with the following matter:

MAXPRO, LLC AND OPTIMAX SYSTEMS, INC. (collectively, the "Company") have submitted an application (the "Application") to the Agency requesting the Agency's assistance with respect to a certain project (the "Project") consisting of (i) the acquisition or retention by the Agency of an interest in an approximately 3.4 acre parcel of land located at 6367 Dean Parkway in the Town of Ontario, Wayne County (the "Land", being more particularly described as TMID No. 61117-00-187799) and the existing approximately 35,000 square foot manufacturing facility located thereon (the "Existing Improvements"); (ii) the acquisition by the Agency of an approximately 4.12 acre parcel of land located adjacent to the Land on Dean Parkway in the Town of Ontario, County of Wayne (the "2011 Facility Land", being more particularly described as a portion of TMID No. 61117-00-112760, such 2011 Facility Land to be merged with the Land); (iii) the construction on the Land and 2011 Facility Land of an approximately 20,000 square foot addition to the Existing Improvements (the "Improvements") to expand the Company's existing precision optical component manufacturing operations; (iv) the acquisition of and installation in and around the Existing Improvements and Improvements by the Company of machinery, equipment, furniture, fixtures and other items of tangible personal property (the "Equipment" and, collectively with, the Land, 2011 Facility Land, Existing Improvements, and Improvements, the "2011 Facility"); and (v) through a straight lease transaction (within the meaning of subdivision (15) of Section 854 of the Act), lease the 2011 Facility back to the Company (the "Straight Lease Transaction").

The Agency previously undertook certain projects for the benefit of the Company (along with **OPTIPRO SYSTEMS, INC.**) in furtherance of the acquisition of the Land and Existing Improvements, as memorialized and governed by a certain Lease Agreement (the "1998 Lease Agreement") and related Payment -in-lieu-of Taxes Agreement (the "1998 PILOT Agreement"), each dated as of April 1, 1998, along with related documents (collectively, the 1998 Lease Agreement and 1998 PILOT Agreement, along with related documents collectively referred to herein as the "1998 Facility Documents"), such 1998 Facility Documents having been entered into by the agency and the Company in connection with the construction and equipping of an initial 15,000 square foot manufacturing facility on the Land (the "1998 Facility") and thereafter amended and modified by the Agency and the Company as of October 1, 2000 (the "2000 Facility Documents") in connection with the construction and equipping of an approximately 20,000 square foot addition to the 1998 Facility (the "2000 Facility"). In connection with the Straight Lease Transaction, it is contemplated that the Agency and Company will terminate the 1998 Facility Documents and 2000 Facility Documents.

The Agency is contemplating providing financial assistance to the Company with respect to the Project (collectively, the "Financial Assistance") in the form of: (A) an exemption from all State and local sales and use taxes with respect to qualifying personal property included in or incorporated into the 2011 Facility or used in the acquisition, construction or equipping of the

2011 Facility; (B) the grant of one or more mortgage liens on the Land, 2011 Facility Land and 2011 Facility (the “Mortgages”) to secure the indebtedness incurred by or for the benefit of the Company in connection with the Project, which Mortgages would be exempt from all mortgage recording taxes imposed by the State and any political subdivision thereof; and (C) a partial real property tax abatement through a payment-in-lieu-of-tax agreement (the “PILOT Agreement”), pursuant to which the Company would make payments in lieu of real property taxes to each affected tax jurisdiction.

A representative of the Agency will be at the above-stated time and place to present a copy of the Company’s project Application (including a cost-benefit analysis) and hear and accept written and oral comments from all persons with views in favor of or opposed to or otherwise relevant to the proposed Financial Assistance.

Dated: April 14, 2011

WAYNE COUNTY INDUSTRIAL
DEVELOPMENT AGENCY