

**WHEN RECORDED RETURN TO:**

TOWN OF BETHLEHEM  
445 Delaware Avenue  
Delmar, New York 12054  
Attn: Town Clerk

Space above this line for Recorder's Use

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**MEMORANDUM OF OPTION  
TO PURCHASE REAL PROPERTY AGREEMENT**

THIS MEMORANDUM OF OPTION TO PURCHASE REAL PROPERTY AGREEMENT (the "Agreement") is entered into this \_\_\_\_ day of June, 2022 by and between MILLTOWNE PLAZA, INC, with a mailing address of 673 Main Street, Norwell, Massachusetts 02061 ("Optionor") and the TOWN OF BETHLEHEM having a mailing address at 445 Delaware Avenue, New York 12054 ("Optionee") (Optionor and Optionee are sometimes referred to herein individually as a "Party" or collectively as the "Parties").

WHEREAS, the Parties entered into that certain Option to Purchase Real Property Agreement, dated June\_\_\_\_, 2022 (the "Option") whereby Optionor granted Optionee an option to purchase the Optioned Property (as defined in the Option) located in the Town of Bethlehem, Albany County, New York identified by Tax Map Nos.: 109.00-1-33.1 (Wemple Rd); 109.00-1-31 (Route 9W); 109.00-3-4.1 (Route 9W); 109.00-3-10 (Route 9W); 109.00-3-9 (Wemple Rd); 109.10-1-129.1 (Amsterdam Ave); 121.00-3-8.1 (Clapper Rd); 122.00-1-1.11 (Weisheit Rd); and 122.00-1-2.11 (Weisheit Rd); referred to collectively as the Optioned Property (as defined in the Option) and as more particularly described on Exhibit A attached hereto.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, the Parties agree as follows:

1. Recitals; Defined Terms. The Parties acknowledge the accuracy of the foregoing recitals. Any capitalized terms not defined herein shall have the meanings ascribed to them in the Option.

2. Option. The Parties entered into the Option, of which this Optioned Property is a Memorandum, to among other things, (a) grant Optionee an Option to purchase the Optioned Property for a term of three months (expiring on or about September 10, 2022), (b) set forth the terms, conditions and provisions for the purchase of the Optioned Property by Optionee if Optionee exercises its Option (as defined in the Option) in a Real Property Purchase Agreement in the form attached thereto.

3. Notice. It is expressly understood and agreed by the Parties that the sole purpose of this Memorandum is to give record notice of the Option; it being distinctly understood and agreed that said Option constitutes the entire agreement between the Parties with respect to the Optioned Property and is hereby incorporated by reference. The Option contains and sets forth additional rights, terms, conditions, duties, and obligations not enumerated within this instrument which govern the Option. This Memorandum is for information purposes only and nothing contained herein may be deemed in any way to modify or vary any of the terms or conditions of the Option. In the event of any inconsistency between the terms of the Option and this instrument, the terms of the Option shall control. The rights and obligations set forth herein shall be binding upon and inure to the benefit of the Parties hereto and their respective heirs, representatives, successors, and assigns.

4. Successors and Assigns. The Parties intend that the terms, covenants, and provisions of the Option shall extend to and be binding upon the respective executors, administrators, heirs, successors and assigns of the Optionor and Optionee.

5. Social Security. This Memorandum does not contain the social security number of any person.

6. Counterparts. This Memorandum may be executed in one or more counterparts, each of which shall be an original instrument, but all of which, when taken together, shall constitute one and the same instrument.

*[Remainder of Page Intentionally Left Blank]*

IN WITNESS WHEREOF, the parties hereto have executed this Memorandum pursuant to due authorization on the dates herein acknowledged.

**OPTIONOR:  
MILLTOWNE PLAZA INC.**

By:   
Name: George Hascoffes  
Dated: 6/29/77

**OPTIONEE:  
TOWN OF BETHLEHEM**

By:   
Name: David VanLuven  
Title: Supervisor  
Dated: June 22, 1977

STATE OF NEW YORK )  
 )ss.  
COUNTY OF Montgomery )

On this 29 day of June, 2022, before me, the subscriber, a Notary Public in and for said State and County, personally appeared GEORGE HASEOTES, known or identified to me to be the person whose name is subscribed to the within instrument, and in due form of law acknowledged that he/she is authorized on behalf of said company to execute all documents pertaining hereto and acknowledged to me that he/she executed the same as his/her voluntary act and deed on behalf of said company.

Kenneth L. Ayers  
Notary Public  
My Commission Expires:

KENNETH L. AYERS  
Notary Public, State of New York  
Qualified in Montgomery County  
My Commission Expires 11-30-25

STATE OF NEW YORK )  
 )ss.  
COUNTY OF ALBANY )

On this 29 day of June, 2022, before me, the subscriber, a Notary Public in and for said State and County, personally appeared DAVID VANLUVEN, known or identified to me to be the person whose name is subscribed to the within instrument, and in due form of law acknowledged that he/she is authorized on behalf of said company to execute all documents pertaining hereto and acknowledged to me that he/she executed the same as his/her voluntary act and deed on behalf of said company.

James T. Potter  
Notary Public  
My Commission Expires:

JAMES T POTTER  
Notary Public, State of New York  
Qualified in Albany County  
No. 4783438  
Commission Expires April 30 2023

**EXHIBIT "A"**

**MEMORANDUM OF OPTION AGREEMENT  
Description of Property**

**[NOTE: TO BE REPLACED WITH A METES AND BOUNDS DESCRIPTION UPON RECEIPT]**

**Parcel 1 – Parcel Id #: 109.00-1-33.1**

**Approximately 11.50 acres, located on Wemple Road, Town of Bethlehem, Albany County, NY.**

**Parcel 2 – Parcel Id #: 109.00-1-31**

**Approximately 11.50 acres, located on Route 9W, Town of Bethlehem, Albany County, NY.**

**Parcel 3 – Parcel Id #: 109.00-3-4.1**

**Approximately 37.69 acres, located at 716/722 Route 9W, Town of Bethlehem, Albany County, NY.**

**Parcel 4 – Parcel Id # 109.00-3-10**

**Approximately 32.90 acres, located on Route 9W, Town of Bethlehem, Albany, County, NY.**

**Parcel 5 – Parcel Id # 109.00-3-9**

**Approximately 59.40 acres, located on Wemple Road, Town of Bethlehem, Albany County, NY.**

**Parcel 6 – Parcel Id # 109.10-1-129.1**

**Approximately 1.3 acres, located on Amsterdam Ave, Town of Bethlehem, Albany County, NY.**

**Parcel 7 – Parcel Id # 121.00-3-8.1**

**Approximately 122 acres, located at 253 Clapper Road, Town of Bethlehem, Albany County, NY.**

**Parcel 8 – Parcel Id # 122.00-1-1.11**

**Approximately 8.27 acres, located on Weisheit Road, Town of Bethlehem, Albany County, NY.**

**Parcel 9 – Parcel Id # 122.00-1-2.11**

**Approximately 22.30 acres, located on Weisheit Road, Town of Bethlehem, Albany County, NY.**