

**APPLICATION FOR INDUSTRIAL
DEVELOPMENT REVENUE
BOND FINANCING**

State of Nevada
Department of Business and Industry
Office of the Director
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C.J. Manthe
Director

www.business.nv.gov

STATE OF NEVADA
DEPARTMENT OF BUSINESS AND INDUSTRY
APPLICATION FOR INDUSTRIAL DEVELOPMENT
REVENUE BOND FINANCING*

Date of application: _____

Name of applicant ("Applicant"): _____

Mailing address of Applicant: _____

_____ (county)

(_____) _____ (telephone)

(_____) _____ (facsimile)

_____ (e-mail)

Name and title of person with authority
to sign for (bind) the Applicant: _____

Contact person: _____

Mailing address of contact person
(if different from Applicant): _____

_____ (county)

(_____) _____ (telephone)

(_____) _____ (facsimile)

_____ (e-mail)

Amount of IDRB financing requested: \$ _____

* Applicants who are 501(c)(3) entities, who are applying for bond proceeds for an exempt facility project, or who are applying solely for bond cap allocations should contact the Director's office before responding 'not applicable' to any item.

Per NAC 349.040, the Applicant will be required to pay to the Director a non-refundable application fee based on the principal amount of Bonds requested to be issued. There will be a fee of \$500 for a request of Bonds to be issued in the amount less than \$5,000,000 and a fee of \$1,250 for a request of Bonds to be issued in the principal amount of \$5,000,000 or more. Acceptance of the application shall be evidenced by an inducement certificate. If the application is accepted by the Director, the Applicant agrees to pay the Director a deposit in the amount of \$75,000 (NAC 349.040). Payment of the deposit is due upon receipt of the certificate of inducement by the Director. Whether or not the bonds are issued, the deposit received on behalf of the Director will be used to reimburse the Department for the cost of a project incurred in processing the application and financing the project, including, without limitation, any costs for financial, legal and banking services engaged for the project.

The applicant agrees to pay all costs involved in the issuance of the bonds (“Bonds”), including by way of example and not limitation, the direct and indirect administrative costs incurred by the Director, its employees and agents incurred in financing the proposed project (the “Project”), and the direct and indirect administrative costs of the Director, its employees and agents incurred in preparing and distributing the certificates, files and other documents necessary for the issuance of Bonds, including but not limited to the costs incurred in preparing any studies, reports or other documents necessary to be prepared by or for the Director to comply with applicable federal or state or local law or regulation applicable to the issuance of the Bonds, the Director’s office out-of-state and in-state out-of-pocket travel expenses incurred in connection with the issuance of the bonds, the fees and disbursements of bond counsel and the financial advisor and such other experts or consultants engaged by the Director or by the Applicant in connection with the issuance of the Bonds. In this connection, the Director expressly notes that bond counsel and the financial advisor must complete a preliminary review of the ability of the Applicant to comply with all legal requirements pertaining to the Project, including the availability of sufficient financial resources to place the Project in operation and to continue its operation, the actual need for the Project and the compatibility of the Project with existing facilities in the area adjacent to its location. In addition to paying the administrative costs and other costs as noted above, the Applicant agrees to pay Bond and other printing costs, publication costs and costs incurred, if appropriate, in order to obtain ratings for the Bonds. In the event that the Bonds are not issued for any reason, the Applicant agrees to assume the Director’s obligation for payment of all such costs, including fees and disbursements of advisors and counsel.

As stated above, the Applicant is responsible for the payment of all costs incurred by the Department in connection with processing the bond application and the bonding process, whether the bonds are eventually issued or not. The Director will establish an annual inspection and compliance fee to be charged to the obligor for the financing. The fee will be based upon the percentage of bonds outstanding at the end of each year. If appropriate, or otherwise in accordance with the terms of the financing agreement, the Director may adjust the fee.

If this is an application solely for a transfer of bond cap allocation, the only fee due will be a fee of \$600 per each \$1,000,000 or fraction thereof of cap allocation transferred, payable upon the transfer of the cap allocation and the filing of the transfer Allocation Certificate with the

Secretary of the State Board of Finance, unless an alternate arrangement has been approved by the Director to pay the fee when bonds are issued.

The Applicant agrees to provide any studies, reports or other documents necessary to be prepared for the Director to comply with (i) the National Environmental Protection Act and any other applicable environmental law and (ii) any other local, state or federal law.

The applicant may seek confidential treatment for proprietary data or trade secrets that may be part of the application or subsequent filings. The Director may only maintain the confidentiality of records if doing so is authorized by Nevada state law or regulation. Otherwise, all materials filed with the Director's office are public records. To seek confidential treatment of such information, clearly indicate the information for which such treatment is sought and the reasons the information should be deemed confidential.

The Applicant agrees to provide the Director with any additional information or studies which the Director determines to be necessary to enable the Director to reach a final determination on the Project and to pay any costs in connection therewith.

The Applicant understands that the financing being applied for does not exempt it from any requirements of the Director or the State of Nevada, or any department, agency or political subdivision thereof, that would apply in the absence of the proposed financing, and compliance with such requirements is an express precondition to the financing by the Director. The Applicant acknowledges that as to any construction portion of the Project, applicant must comply with Nevada's prevailing wage law, if applicable. Also, applicant to ensure that all legal requirements along with local & state approvals are met and received prior to requesting approval from Board of Finance.

These requirements are not all inclusive; please review the following statues and regulations for other conditions and before applying.

- NRS 349.400 to 349.670, inclusive- Revenue Bonds for Industrial Development
- NAC 349.010 to 349.080, inclusive- Revenue Bonds for Industrial Development
- NRS Chapter 348A- Issuance of Private Activity Bonds
- NAC Chapter 348A- Issuance of Private Activity Bonds

I. THE APPLICANT

A. Type of business (check one)

- () Individual proprietorship
- () Partnership
- () For Profit Corporation
- () Non-profit Corporation
- () Municipality
- () Other (explain) _____

1. If Applicant is a corporation, list:

a. State of incorporation: _____

b. Officers and directors:

 President: _____

 Vice President: _____

 Secretary: _____

 Treasurer: _____

 Directors: _____

c. Major shareholders (10% or more of outstanding stock) – name, address and percentage of stock:

d. If company is public, stock exchange where stock traded: _____

2. If Applicant is a partnership, names and addresses of general and limited partners:

3. If Applicant is a sole proprietorship, date and place of establishment:

B. Is Applicant licensed to do business in Nevada? **Yes** **No**

C. Is the Applicant a parent or part owner of a subsidiary of or party owned by, or affiliated directly or indirectly with any business organization(s)?

Yes **No** If yes, identify the business organization(s) and relationship(s).

D. Identify the following information about the Applicant.

1. Tax identification number: _____

2. SIC Code of Applicant's business to be financed with Nevada IDR Proceed: _____

3. Applicant's Legal Counsel: _____

_____ (telephone)

_____ (facsimile)

_____ (e-mail)

4. Applicant's Accountant: _____

() _____ (telephone)
() _____ (facsimile)
_____ (e-mail)

5. Attach applicant's financial statement for the most recent five years available. Include balance sheets and income statements, as well as pro formas, for the next three years reflecting debt service on the loans request.

Check if financial statements are: Audited: _____
Reviewed: _____
Compiled: _____

6. If audited financial statements are not available, describe any litigation, recent bankruptcy and/or other occurrence that might affect the credit worthiness of the Applicant:

7. a. Applicants Principal Bankers:

Name: _____
Address: _____

() _____ (telephone)
() _____ (facsimile)
_____ (e-mail)

Name: _____
Address: _____

 () _____ (telephone)
 () _____ (facsimile)
_____ (e-mail)

Name: _____
Address: _____

 () _____ (telephone)
 () _____ (facsimile)
_____ (e-mail)

b. Indicate whether any banks have been contacted concerning the issuance of a letter of credit for, or a private placement of, the Bonds, and if contacted, the status of such contact.

8. Provide the date the Applicant's existing business was established and a brief history of the events leading to current operations.

9. Describe the Applicant's current operations, including a description of existing products, facilities, method of operations, customers and suppliers.

10. Does the Applicant have any other facilities in Nevada?

() **Yes** () **No** If yes, please identify. _____

11. Has the Applicant's equity, securities, or short- or long-term debt been rated by Moody's or S&P?

Yes **No** If yes, identify, with rating. _____

12. Does the Applicant or any affiliate have any tax-exempt financing currently outstanding?

Yes **No** If yes, please describe. _____

II. THE PROJECT

A. Provide a brief description of the Project and the nature of the business to be conducted at the Project site.

B. Check as applicable regarding the Project facilities:

1. Construction of new facilities? **Yes** **No**

a. Relocation of existing facilities? **Yes** **No**

If so, from where?

b. New facility for Applicant? **Yes** **No**

2. Expansion of existing facilities **Yes** **No**

3. Where will Applicant's headquarters be after completion of the Project?

C. Provide the street address of the Project and legal description of the site, including identification of whether it is located within the city limits of an incorporated city or it is within a particular county outside the city limits of an incorporated city.

D. Site Information

1. Identify the acreage/square footage of the Project site:

2. Has the site received the required zoning classification? **Yes** **No**

3. Describe existing facilities in the area adjacent to the Project site. If a photograph or a map is available, please attach.

4. Describe how you intend to use all of the land at the site (i.e., building, parking, outside storage, etc.) and identify in acreage or square footage the amount of such use.

<u>Type of Use</u>	<u>Amount</u>

E. Building Information

1. Building size and renovation costs.

- a. Ground floor square footage: _____
- b. Other square footage (specify): _____
- c. Total square footage: _____
- d. Type of construction (metal, masonry, etc.) _____
- e. If a renovation of an existing structure is involved? _____

() **Yes** () **No** If yes, document improvements to existing facility, including all renovations. Include cost estimates for each major area (plumbing, electrical, etc.).

2. Identify how much space (by square footage and percentage) within the Project building(s) will be used for the following purposes:

	<u>Purpose</u>	<u>Sq. Ft.</u>	<u>%</u>
a.	Manufacturing / processing:	_____	_____
b.	Storage of raw materials:	_____	_____
c.	Storage of completed products:	_____	_____
d.	Office space:	_____	_____
e.	Laboratories:	_____	_____
f.	Garage:	_____	_____
g.	Cafeteria / lounges:	_____	_____
h.	General support (restrooms, stairs, HVAC, etc.):	_____	_____
i.	Other (specify): _____	_____	_____
	TOTAL (should equal E.1.c):	_____	_____

3. Will any office space be used other than for management of this facility?

() **Yes** () **No** If yes, give particulars: _____

4. Will any warehouse space be used other than for storage of goods manufactured at this facility?

() **Yes** () **No** If yes, give particulars: _____

F. Ownership.

1. Is the Project site presently owned by Applicant? () **Yes** () **No**

If *yes*, indicate (a) date of and reason for purchase and (b) current use. If *no*, (a) identify the present legal owner of Project site and (b) provide a summary of the terms of the purchase agreement or lease agreement.

(a) _____

(b) _____

2. Is or was there a relationship, legally or by virtue of common control, between either the Applicant or the occupant of the Project and the seller or lessor of the Project site?

() **Yes** () **No** If yes, explain: _____

3. Has construction of the Project started?

() **Yes** () **No** If no, when do you plan to start? _____

G. List all major machinery and equipment or categories of machinery and equipment. Include the cost, and whether it is new or used. Identify all items which require an extraordinary amount of lead time between order and delivery by placing an asterisk next to the description of the item.

<u>Description</u>	<u>New / Used</u>	<u>Cost</u>
_____	_____	\$ _____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

H. Give the estimated useful life of each building and each piece of major machinery or equipment or category of machinery or equipment to be financed with Bond proceeds.

<u>Description</u>	<u>Useful Life</u>
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

I. Market Issue Questions. Use supplements if necessary.

1. Why is the Project necessary and why will it be successful?

2. Document the increased need for your products.

3. Has new business been refused due to a lack of space or equipment?

() Yes () No

4. How many work shifts are presently in operation?

5. Identify your major customers.

6. What marketing methods will be used in the distribution of your products?

J. Public Benefits.

1. Describe any existing shortage of similar facilities or services in the state of Nevada and the city or county where the Project is to be located.

2. Describe the benefits the Project will provide to the state of Nevada and to the city or county where the Project is to be located. (attach any additional sheets, if required)

3. Identify the types of permanent jobs expected to be created at the Project site, differentiating between those jobs that will be filled by local residents and those jobs that will be filled by employee transfers.

Construction:

<u>Type and number of jobs Created in the first 12 months</u>			<u>Type and number of jobs created during second 12 months</u>		
Type	# of local jobs	# of transfer jobs	Type	# of local jobs	# of transfer jobs

Non Construction:

<u>Type and number of jobs Created in the first 12 months</u>			<u>Type and number of jobs created during second 12 months</u>		
Type	# of local jobs	# of transfer jobs	Type	# of local jobs	# of transfer jobs

4. Describe the type of management and skilled jobs that will be created.

5. a. Does or will Applicant export any of its product? () Yes () No
b. Percentage of product exported: _____
c. Percentage of expected additional export (if any): _____
d. Countries to which products are or will be exported:

6. List the names and addresses of any enterprises: (i) within the same city or county in which the Project will be located whose markets within the State of Nevada are substantially the same as the markets for the items to be manufactured at the Project: or (ii) to whom your Project will otherwise provide substantial competition.

K. State the total costs associated with the acquisition of the site and construction of the Project, including any utility, machinery and equipment purchases.

<u>Item</u>	<u>Amount to be paid from Bond proceeds</u>	<u>Amount to be paid from other sources (including equity)</u>
Acquisition of land ¹	\$ _____	\$ _____
Acquisition of existing building(s)	_____	_____
Rehabilitation of existing building(s)	_____	_____
Site preparation	_____	_____
Construction of new building(s) or expansion	_____	_____
Utilities connections	_____	_____
New and used equipment:		
a. New equipment acquisition	_____	_____
b. Used equipment acquisition	_____	_____
c. Installation (new and used)	_____	_____
Engineering/architecture	_____	_____
Legal, permits, etc.	_____	_____
Bond issuance expenses ² (including underwriters' discount)	_____	_____
Letter of credit/ Bond insurance fee	_____	_____
Interest during construction, From _____ to _____	_____	_____
Working capital ³	_____	_____
Inventory ³	_____	_____
Moving costs ³	_____	_____
Other (explain) _____	_____	_____
 TOTAL:	_____	_____

¹ Only 25% of Bond proceeds may be applied to the acquisition of land. This cost includes the cost of demolition of any existing buildings.

² Total issuance expenses paid from Bond proceeds cannot exceed 2% of the face amount of Bonds.

³ Bond proceeds may not be used to finance working capital, inventory, moving expenses, or assumption, repayment or refinancing of existing indebtedness other than construction loans.

L. Credit Enhancement

1. Is repayment of the Bonds to be guaranteed by a person or an entity other than the Applicant?

Yes **No** If yes, please list the name and address of the Guarantor(s), and their relationship to the Applicant. _____

2. Is repayment of the Bonds to be personally guaranteed by any owner(s) of the Project or the business to be operated at the Project site?

Yes **No** If yes, list the name and address of the Guarantor(s) and the guarantor(s) net worth (excluding any interest in the Applicant).

3. Is additional collateral (besides the new facility and new equipment) available to secure this Bond issue?

Yes **No** If yes, give the following values:

<u>Item</u>	<u>Market Value</u>	<u>Equity</u>
a. Building (current location):	\$ _____	\$ _____
b. Equipment (current location)	\$ _____	\$ _____
c. Accts. Rec. (current location):	\$ _____	\$ _____
d. Inventory (current location):	\$ _____	\$ _____

M. Status of Other Governmental Approvals.

1. What is the status of approval of the Project by governing political subdivisions? Please list local and State jurisdictions involved with the approval status?

2. Has contact been made with City: Yes No
County: Yes No

to begin application to receive approvals? If yes, list permits obtained.

Identify the following participants in this Bond issue, if available:

1. Underwriter/placement agent: _____

 _____ (telephone)
 _____ (facsimile)
_____ (e-mail)

2. Your financial advisor: _____

 _____ (telephone)
 _____ (facsimile)
_____ (e-mail)

3. Letter of credit bank or other credit enhancer: _____

 _____ (telephone)
 _____ (facsimile)
_____ (e-mail)

III. TAX MATTERS

The laws make tax-exempt financing dependent on compliance with many rules by each Project user and by each related person ("**Related Person**") of the Project user (to prevent avoidance of the rules). Many of the subsequent questions, therefore, require information about the Project user and any Related Person. The rules for determining who is a Related Person are very intricate, and we urge you to look through this summary carefully when considering the answers to any questions which involve a Related Person. After reviewing these rules, it may be helpful to try to make a diagram of all Related Persons for every Project user and keep the diagram(s) in mind when answering subsequent questions.

Individuals – The following are Related Persons to an individual: siblings, spouse, ancestors and lineal descendants.

Partnerships – Any individual (together with his or her Related Persons) or corporation (together with its Related Persons) which owns more than a 50% interest in capital or profits of the subject partnership is a Related Person to the partnership. Two partnerships are Related Persons if they share more than 50% common partners, taking into account Related Persons to such partners, including partners which are corporations. Any partnership or corporation in which the subject partnership owns directly or indirectly more than 50% of the capital or profit interests, or the capital stock, respectively, is a Related Person to that partnership.

Corporations – Any individual or partnership (together with their respective Related Persons) or corporation which directly or indirectly owns more than 50% of the capital stock of the subject corporation is a Related Person to the corporation. Also, if the subject corporation owns 50% of the ownership interests of any other organization or business (e.g., subsidiaries), the other organization or business is a Related Person of the subject corporation. Any other entity or other common control with the subject corporation (e.g., sister corporation) is also a Related Person of the subject corporation. If any Project user or owner of any Project user is a publicly held corporation, account only for those persons that are record owners of at least 5% of the corporation's stock.

Trusts – The following are all Related Persons to a trust: a grantor and a fiduciary; a fiduciary of a trust and a fiduciary of another trust, if the same person is a grantor of both trusts; a fiduciary of a trust and a beneficiary of such trust; a fiduciary of a trust and a beneficiary of another trust, if the same person is a grantor of both trusts; and a fiduciary of a trust and a corporation more than 50% in value of the outstanding stock of which is owned, directly or indirectly, by or for the trust or by or for a person who is a grantor of the trust.

- A. Does any Project user or any Related Person currently lease the Project site?
 Yes **No** If yes, provide particulars and attach copy of lease.

- B. Has any of the equipment described in Section II.G. been ordered or purchased?
 Yes **No** If yes, indicate:

Item	Date Ordered	Delivery Date	Price

C. Have expenditures for any of the costs set forth above in Section II.K. of this application already been paid or incurred?
 Yes **No** If yes, give particulars: _____

D. Will Bond proceeds be used to finance any purchase of real or personal property from, or to pay for services rendered by, any Project user or Related Person?
 Yes **No** If yes, give particulars: _____

E. Is the Project to have two or more Project users who are not related to each other?
 Yes **No** If yes:

1. Indicate below or on an attached sheet the total square footage of the Project, the amount of square footage to be used by each user, and each user's proposed use (attached drawings, if possible):

2. Identify any user that will use less than 10% of the Project.

F. Will any amount of Bond proceeds be used to provide any facilities for retail food and beverage services, automobile sales or service, the provision of recreation or entertainment, or to provide any private or commercial golf course, country club, massage parlor, tennis club, skating facility (including roller skating, skateboard, and ice skating), racquet sports facility (including any handball or racquetball court), hot tub facility, suntan facility, racetrack, airplane, skybox (or other private luxury box), health club facility, facility primarily used for gambling, or store whose principal business is the sale of alcoholic beverages for consumption off premises?

Yes **No** If yes, give particulars: _____

G. Will any person or company not identified as a Project user or Related Person do any of the following: (i) manage any part of the Project under a long-term (more than 1-year) contract; (ii) purchase any power output from the Project; or (iii) purchase more than 10% of the output of goods or products of the Project on a long-term contractual basis?

Yes **No** If yes, particulars: _____

H. Has there been sold, or is there expected to be sold, within three months before or after the expected date of sale of this Bond issue, any other tax-exempt financing (of any kind, in any jurisdiction) which has or will benefit any Project user or Related Person?

Yes **No** If yes, particulars: _____

I. Will payment of principal or interest on the Bonds be paid or guaranteed, directly or indirectly (such as through a lease of the Project or by a long-term contract for the sale of goods) by the federal government or any agency or instrumentality thereof?

Yes **No** If yes, give particulars: _____

J. Is there or will there be a facility located within one-half mile of the Project related to or interdependent with the Project?

Yes **No** If *yes*, describe the facility and its relationship to this Project.

K. Are there or will there be any facilities, other than the Project, which have been or are expected to be financed with proceeds of tax-exempt bonds and which, along with the Project, will comprise all or part of (a) a single building, (b) an enclosed shopping mall, or (c) a strip of offices, stores or warehouses sharing any common facilities?

Yes **No** If *yes*, give particulars, including information about the other bond issue:

L. Provide the following information with respect to all tax-exempt financing previously arranged by or for the benefit of any Project user or any Related Person. For this purpose, Project user includes any person which is expected to become a Project user within three years of the later of the date of Bond issuance or completion of construction of the Project. For purposes of this table, a person is a beneficiary of a prior tax-exempt bond issue if it is the obligor on the issue, or if it owns, leases or otherwise uses at least 10% of any bond-financed project. The amount of any bond issue is allocated to its beneficiaries proportionately to their use or ownership of a project (e.g., a 25% tenant is allocated 25% of the bond issue). Since both owners and tenants are users, a bond issue can have multiple beneficiaries aggregating over 100% of the face amount. “**Beneficial Face Amount**” refers to the amount derived from this proportional allocation procedure.

Name of Project User or Related Person	Date of Issue	Original Beneficial Face Amount	Current Outstanding Beneficial Amount	Location of Facility Financed

M. List all capital expenditures paid or incurred (or to be paid or incurred) with respect to the Project, other than capital expenditures that will be financed by Bond proceeds. Capital expenditures include any cost, whether paid for in cash, notes or securities, required under the Internal Revenue Code to be charged to capital account, and any item that may, under the Internal Revenue Code, either be charged to capital account or expenses. If an existing building is being acquired, proper completion of this question requires information from the prior owner as to all of the prior owner's capital expenditures during the applicable period.

<u>Item</u>	<u>Within three years before the date of this Bond issue</u>	<u>Within three years after the date of this Bond issue (planned or estimated)</u>
Land:	_____	_____
Buildings:	_____	_____
Site Preparation:	_____	_____
Purchase Equipment:	_____	_____
Leased Equipment:	_____	_____
Self-Constructed Equipment:	_____	_____
Engineering:	_____	_____
Architecture:	_____	_____
Research and Development:	_____	_____
Interest, Taxes and Other Carrying Charges Relating To Unimproved Real Property Prior to Commencement of Construction	_____	_____
Other (please explain) _____:	_____	_____
Totals:	=====	=====

Note: *Research and development expenses with respect to a facility must be treated as capital expenditures with respect to it. This would include research and development with respect to products to be produced at a facility and with respect to equipment to be used there. Research and development expenses allocable to the Project under the foregoing rule must be treated as capital expenditures with respect to it even though the research and development work takes place in a different municipality or state. Costs of molds, etc., to be used at a facility are capital expenditures even if paid by the customer. Costs of equipment to be moved to a facility are capital expenditures even if the purchase and initial use of the equipment occurred outside the municipality.*

N. Identify all land and facilities, located in the same jurisdiction as the Project, with respect to which any Project user or Related Person is or will be a developer, owner, lessee or sublessee or will be expected to account for more than 10% of the income to be derived from the operation of that facility by virtue of purchasing goods or output, or hiring services associated with that facility.

CERTIFICATION BY APPLICANT

Applicant hereby certifies that all information contained above and in exhibits and supplements attached hereto are true to his/her best knowledge and belief and are submitted for the purpose of obtaining financial assistance from the State of Nevada, Department of Business and Industry.

Applicant:

(print name of Applicant)

By: _____

Name and Title: _____

Telephone Number: _____

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