

**MICHIGAN STRATEGIC FUND
APPROVED MEETING MINUTES
DECEMBER 13, 2022**

Members Present

Britany L. Affolter-Caine
Quentin L. Messer, Jr.

Members joined remotely

Ronald W. Beebe
Susan Corbin
Rachael Eubanks
Dimitrius Hutcherson
Michael B. Kapp (on behalf of Director Ajegba)
Charles P. Rothstein
Susan Tellier
Cindy Warner

Member Absent

Paul Gentilozzi

I. CALL TO ORDER & ROLL CALL

Mr. Messer called the meeting to order at 10:00 a.m. The meeting was held in person in the Lake Michigan Conference Room at the MEDC headquarters building in Lansing with optional participation remotely.

Mr. Messer introduced Amiee Evans, Chief of Staff, who conducted the attendance roll call.

II. PUBLIC COMMENT

Ms. Evans explained the process for members of the public to participate. Maureen Dritsan and Ron Otto, East English Village Association board members, Sarah Feldman, a small business owner and resident of The Ribbon, Jermaine Ruffin of Invest Detroit, and Joe Rashid of E. Warren Development Corp. offered comments in support of an amendment request for The Ribbon Redevelopment project in Detroit.

Adam Karibian of Toyota Motor North America and Josh Stevens of Polaris Inc. offered comments in support of the Shop House Park Technology and Innovation Hub project in Marquette.

III. COMMUNICATIONS

Ms. Evans advised Board members that letters were received from State Senator Dan Lauwers in support of the Economic Development Alliance of St. Clair County/Magna project and from State Representative Mike Harris in support of the Lear Corporation project in Independence Township.

Letters also were received from Blue Cross Blue Shield of Michigan, the East English Village Association, and Maureen Dritsan, East English Village Association board member, in support of an amendment request for The Ribbon Redevelopment project in Detroit.

In addition, several letters and documents were received in support of the Shop House Park Technology and Innovation Hub project in the City of Marquette, including:

- Detroit Regional Partnership
- Innovate Marquette
- InvestUP
- MICHauto and Detroit Regional Chamber
- Michigan Department of Agriculture and Rural Development, Office of Rural Development
- Michigan Office of Future Mobility and Electrification

- Polaris Inc.
- TechTown Detroit
- Toyota Motor North America
- Walbridge Real Estate Services
- Michigan Technological University Collaboration Summary
- Teaming Agreement jointly signed by Hopenassu OZ, LLC, Lawrence Technological University's Centropolis, LilyPad Labs Inc., Innovation Marquette Enterprise Corp., and Van Straten Enterprises

MSF Subcommittee Reports

Ronald W. Beebe, chair of the MSF Finance and Investment Subcommittee, reported members met recently to review the Shop House Park Technology and Innovation Hub project in Marquette and an amendment request for the 16530 East Warren, LLC (The Ribbon Redevelopment) project in Detroit. They recommended approval of the Shop House Park grant request, but did not recommend approval of The Ribbon Redevelopment amendment request. Members also received a briefing on new markets tax credits and a report on process improvement.

Cindy Warner, chair of the MSF Policy and Planning Subcommittee, reported members met recently to review a number of projects, and to discuss policies and programs related to next year's goals and objectives. More work is needed on the goals and objectives before the document is shared with other Board members.

IV. CONSENT AGENDA

Resolution 2022-193 Approval of Consent Agenda Items

Mr. Messer asked if there were any questions from Board members regarding items under the Consent Agenda. There being none, Dimitrius Hutcherson motioned for the approval of the following:

- Proposed Meeting Minutes: November 9, 2022
- 40 Hague: Brownfield Act 381 Work Plan Amendment – **2022-194**
- Mayville Engineering: Michigan Business Development Program Award Amendment – **2022-195**
- Industry 4.0 Implementation Grants: FY2023 Funding Allocation – **2022-196**

Britany L. Affolter-Caine seconded the motion. **The motion carried: 10 ayes; 0 nays; 0 recused.**

ROLL CALL VOTE: Ayes: Britany L. Affolter-Caine, Ronald W. Beebe, Susan Corbin, Rachael Eubanks, Dimitrius Hutcherson, Michael B. Kapp (on behalf of Director Ajegba, designation attached), Quentin L. Messer, Jr., Charles P. Rothstein, Susan Tellier, Cindy Warner; Nays: None; Recused: None

V. DEVELOP ATTRACTIVE PLACES

- Resolution 2022-197 City of Monroe Brownfield Redevelopment Authority: Brownfield Act 381 Work Plan (1284 and 1248 North Telegraph Road)**

Paula Holtz, Managing Director of Regional Prosperity, provided the Board with information regarding this action item. The action involves approval of state tax capture for Act 381 eligible activities capped at \$2,699,779 to support a community development project in the City of Monroe, Monroe County. The project is expected to result in total capital investment of \$60,000,000. Following discussion, Cindy Warner motioned for the approval of Resolution 2022-197. Britany L. Affolter-Caine and Dimitrius Hutcherson seconded the motion. **The motion carried: 10 ayes; 0 nays; 0 recused.**

ROLL CALL VOTE: Ayes: Britany L. Affolter-Caine, Ronald W. Beebe, Susan Corbin, Rachael Eubanks, Dimitrius Hutcherson, Michael B. Kapp (on behalf of Director Ajegba, designation attached), Quentin L. Messer, Jr., Charles P. Rothstein, Susan Tellier, Cindy Warner; Nays: None; Recused: None

b. **Resolution 2022-198 16530 East Warren, LLC: Michigan Community Revitalization Program Award Amendment (The Ribbon Redevelopment Project)**

*Julius Edwards, Director of Commercial Real Estate Investment, provided the Board with information regarding this action item. The action involves approval of an amendment to the Michigan Community Revitalization Program direct loan to increase the award amount by \$190,663 for a total of \$1,500,000 and to convert the award to a performance-based grant. Following discussion, Britany L. Affolter-Caine motioned for the approval of Resolution 2022-198. Dimitrius Hutcherson seconded the motion. **The motion carried: 9 ayes; 0 nays; 0 recused; 1 abstained.***

ROLL CALL VOTE: Ayes: Britany L. Affolter-Caine, Susan Corbin, Rachael Eubanks, Dimitrius Hutcherson, Michael B. Kapp (on behalf of Director Ajegba, designation attached), Quentin L. Messer, Jr., Charles P. Rothstein, Susan Tellier, Cindy Warner; Nays: None; Recused: None; Abstained: Ronald W. Beebe

c. **Resolution 2022-199 The Beauton, LLC: Michigan Community Revitalization Program Grant**

*Brittney Hoszkiw, Senior Community Development Manager, provided the Board with information regarding this action item. The action involves approval of a \$1,497,697 Michigan Community Revitalization Program performance-based grant to support a community development project in the City of Detroit, Wayne County. The project is expected to result in total capital investment of \$7,100,635. Following discussion, Dimitrius Hutcherson motioned for the approval of Resolution 2022-199. Quentin L. Messer, Jr. seconded the motion. **The motion carried: 10 ayes; 0 nays; 0 recused.***

ROLL CALL VOTE: Ayes: Britany L. Affolter-Caine, Ronald W. Beebe, Susan Corbin, Rachael Eubanks, Dimitrius Hutcherson, Michael B. Kapp (on behalf of Director Ajegba, designation attached), Quentin L. Messer, Jr., Charles P. Rothstein, Susan Tellier, Cindy Warner; Nays: None; Recused: None

VI. ATTRACT, RETAIN AND GROW BUSINESS

a. **Resolutions 2022-200 & 2022-201 Lear Corporation: Michigan Business Development Program Grant and State Essential Services Assessment Exemption**

*Erik Wilford, Senior Business Development Project Manager, provided the Board with information regarding these action items. The actions involve approval of a \$4,500,000 Michigan Business Development Program performance-based grant, a 100% State Essential Services Assessment (SESA) Exemption for fifteen years valued at up to \$1,913,275 for the company's \$84,100,000 eligible investment in Eligible Personal Property, and a waiver of SESA Guidelines that require the project to be located in an Economically Disadvantaged Area and for qualified investments to be greater than \$100,000,000 to support a business development project. The project is expected to result in total capital investment of up to \$112,486,520 and the creation of up to 500 jobs in Independence Township, Oakland County, City of Traverse City, Grand Traverse County, and City of Sterling Heights, Macomb County. Following discussion, Quentin L. Messer, Jr. motioned for the approval of Resolution 2022-200. Britany L. Affolter-Caine seconded the motion. **The motion carried: 10 ayes; 0 nays; 0 recused.***

ROLL CALL VOTE: Ayes: Britany L. Affolter-Caine, Ronald W. Beebe, Susan Corbin, Rachael Eubanks, Dimitrius Hutcherson, Michael B. Kapp (on behalf of Director Ajegba, designation attached), Quentin L. Messer, Jr., Charles P. Rothstein, Susan Tellier, Cindy Warner; Nays: None; Recused: None

Dimitrius Hutcherson then motioned for the approval of Resolution 2022-201. Quentin L. Messer, Jr. seconded the motion. **The motion carried: 10 ayes; 0 nays; 0 recused.**

ROLL CALL VOTE: Ayes: Britany L. Affolter-Caine, Ronald W. Beebe, Susan Corbin, Rachael Eubanks, Dimitrius Hutcherson, Michael B. Kapp (on behalf of Director Ajegba, designation attached), Quentin L. Messer, Jr., Charles P. Rothstein, Susan Tellier, Cindy Warner; Nays: None; Recused: None

b. **Resolution 2022-202 Economic Development Alliance of St. Clair County: Michigan Strategic Fund Grant (Magna Electric Vehicle Structures - Michigan, Inc.)**

Jeremy Webb, Interim Managing Director of Business Development Projects, provided the Board with information regarding this action item. The action involves approval of a \$3,600,000 Michigan Strategic Fund performance-based grant under MCL 125.2088b(2)(c) of the MSF Act to support infrastructure improvements related to Magna Electric Vehicle Structures - Michigan, Inc.'s water needs at the company's project site in the City of St. Clair, St. Clair County. Following discussion, Quentin L. Messer, Jr. motioned for the approval of Resolution 2022-202. Britany L. Affolter-Caine seconded the motion. **The motion carried: 10 ayes; 0 nays; 0 recused.**

ROLL CALL VOTE: Ayes: Britany L. Affolter-Caine, Ronald W. Beebe, Susan Corbin, Rachael Eubanks, Dimitrius Hutcherson, Michael B. Kapp (on behalf of Director Ajegba, designation attached), Quentin L. Messer, Jr., Charles P. Rothstein, Susan Tellier, Cindy Warner; Nays: None; Recused: None

c. **Resolutions 2022-203, 2022-204 & 2022-205 UL LLC: Michigan Business Development Program Grant, Alternative State Essential Services Assessment Exemption, and Jobs Ready Michigan Program Grant**

Matt Chasnis, Senior Business Development Project Manager, provided the Board with information regarding these action items. The actions involve approval of a \$1,000,000 Michigan Business Development Program performance-based grant, a 50% Alternative State Essential Services Assessment Exemption for up to five years valued at up to \$143,760 for the company's \$37,200,000 eligible investment in Eligible Personal Property, and a \$500,000 Jobs Ready Michigan Program performance-based grant to support a business development project in the City of Auburn Hills, Oakland County. The project is expected to result in total capital investment of up to \$72,700,000 and the creation of up to 61 jobs. Following discussion, Dimitrius Hutcherson motioned for the approval of Resolution 2022-203. Quentin L. Messer, Jr. seconded the motion. **The motion carried: 10 ayes; 0 nays; 0 recused.**

ROLL CALL VOTE: Ayes: Britany L. Affolter-Caine, Ronald W. Beebe, Susan Corbin, Rachael Eubanks, Dimitrius Hutcherson, Michael B. Kapp (on behalf of Director Ajegba, designation attached), Quentin L. Messer, Jr., Charles P. Rothstein, Susan Tellier, Cindy Warner; Nays: None; Recused: None

Quentin L. Messer, Jr. then motioned for the approval of Resolution 2022-204. Dimitrius Hutcherson seconded the motion. **The motion carried: 10 ayes; 0 nays; 0 recused.**

ROLL CALL VOTE: Ayes: Britany L. Affolter-Caine, Ronald W. Beebe, Susan Corbin, Rachael Eubanks, Dimitrius Hutcherson, Michael B. Kapp (on behalf of Director Ajegba, designation attached), Quentin L. Messer, Jr., Charles P. Rothstein, Susan Tellier, Cindy Warner; Nays: None; Recused: None

Finally, Cindy Warner motioned for the approval of Resolution 2022-205. Dimitrius Hutcherson seconded the motion. **The motion carried: 10 ayes; 0 nays; 0 recused.**

ROLL CALL VOTE: Ayes: Britany L. Affolter-Caine, Ronald W. Beebe, Susan Corbin, Rachael Eubanks, Dimitrius Hutcherson, Michael B. Kapp (on behalf of Director Ajegba, designation attached), Quentin L. Messer, Jr., Charles P. Rothstein, Susan Tellier, Cindy Warner; Nays: None; Recused: None

d. **Resolution 2022-206 HoPONASSU OZ, LLC: Michigan Strategic Fund Grant (Shop House Park Technology and Innovation Hub)**

Tino Breithaupt, Managing Director of Regional Prosperity, provided the Board with information regarding this action item. The action involves approval of a \$3,000,000 Michigan Strategic Fund performance-based grant under MCL 125.2088b(2)(c) of the MSF Act to support the Shop House Park Technology and Innovation Hub project in the City of Marquette, Marquette County. Following discussion, Ronald W. Beebe motioned for the approval of Resolution 2022-206. Dimitrius Hutcherson seconded the motion. **The motion carried: 10 ayes; 0 nays; 0 recused.**

ROLL CALL VOTE: Ayes: Britany L. Affolter-Caine, Ronald W. Beebe, Susan Corbin, Rachael Eubanks, Dimitrius Hutcherson, Michael B. Kapp (on behalf of Director Ajegba, designation attached), Quentin L. Messer, Jr., Charles P. Rothstein, Susan Tellier, Cindy Warner; Nays: None; Recused: None

Ronald W. Beebe disconnected from the meeting at 11:26 a.m.

e. **Resolution 2022-207 Delta County: Forest Products Processing Renaissance Zone (Billerud U.S. Production Holding LLC)**

Jeremy Webb, Interim Managing Director of Business Development Projects, provided the Board with information regarding this action item. The action involves approval of a Forest Products Processing Renaissance Zone for 15 years with an estimated value of \$29,400,000 to support a business development project in Wells Township (Escanaba), Delta County. The project is expected to result in total capital investment of up to \$1,060,000,000 and the retention of 1,140 jobs. Following discussion, Quentin L. Messer, Jr. motioned for the approval of Resolution 2022-207. Britany L. Affolter-Caine seconded the motion. **The motion carried: 9 ayes; 0 nays; 0 recused.**

ROLL CALL VOTE: Ayes: Britany L. Affolter-Caine, Susan Corbin, Rachael Eubanks, Dimitrius Hutcherson, Michael B. Kapp (on behalf of Director Ajegba, designation attached), Quentin L. Messer, Jr., Charles P. Rothstein, Susan Tellier, Cindy Warner; Nays: None; Recused: None

VII. ADMINISTRATIVE

a. **Resolution 2022-208 Consent Agenda Policy Approval**

Jon Stuckey, Assistant Attorney General, provided the Board with information regarding this action item. The action involves approval of an Amended and Restated Consent Agenda Policy. Following discussion, Quentin L. Messer, Jr. motioned for the approval of Resolution 2022-208. Charles P. Rothstein seconded the motion. **The motion carried: 9 ayes; 0 nays; 0 recused.**

ROLL CALL VOTE: Ayes: Britany L. Affolter-Caine, Susan Corbin, Rachael Eubanks, Dimitrius Hutcherson, Michael B. Kapp (on behalf of Director Ajegba, designation attached), Quentin L. Messer, Jr., Charles P. Rothstein, Susan Tellier, Cindy Warner; Nays: None; Recused: None

VIII. INFORMATIONAL

Mr. Messer noted the MSF delegated authority report for the period October 1 to November 30, 2022, was included in the meeting packet. He asked if there were any questions from Board members regarding the information; there were none.

Mr. Messer adjourned the meeting at 11:41 a.m.



STATE OF MICHIGAN
DEPARTMENT OF TRANSPORTATION
LANSING

GRETCHEN WHITMER
GOVERNOR

PAUL AJEGBA
DIRECTOR

February 3, 2020

Ms. Rhonda Bishop
Board Relations Liaison
Michigan Strategic Fund Office
300 N. Washington Square
Lansing, Michigan 48913

Dear Ms. Bishop:

I hereby confirm and ratify my designation of Michael B. Kapp, Administrator, Michigan Department of Transportation, as the person authorized and empowered to act in my stead for Michigan Strategic Fund meetings that I am unable to attend.

Sincerely,

A handwritten signature in blue ink that reads "Paul C. Ajegba".

Paul C. Ajegba, P.E.
Director

cc: M. Kapp
Executive File



25TH DISTRICT
P.O. BOX 30036
LANSING, MI 48909-7536
PHONE: (517) 373-7708
FAX: (517) 373-1450
SenDLauwers@senate.michigan.gov
www.SenatorDanLauwers.com

MICHIGAN STATE SENATE
DAN LAUWERS

COMMITTEES:
ENERGY AND TECHNOLOGY, CHAIR
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INSURANCE AND BANKING, VICE-CHAIR
AGRICULTURE
ECONOMIC AND SMALL BUSINESS
DEVELOPMENT
REGULATORY REFORM
TRANSPORTATION AND INFRASTRUCTURE

December 9, 2022

Quentin L. Messer, Jr.
Chairperson
Michigan Strategic Fund Board
300 N. Washington Square
Lansing, MI 48913

Dear Chairperson Messer:

I am writing to offer my full support for the grant application being submitted by the Economic Development Alliance of St. Clair County.

This important project will support infrastructure improvements in the City of St. Clair. These improvements are related to the water needs of Magna Electric Vehicle Structures, which was recently granted an increase to a previously approved MBDP award to support the growth of their facility in St. Clair. Magna Electric Vehicle Structures has proven to be a successful business and is committed to providing quality jobs. This grant would support a crucial component of the company's expansion.

The City of St. Clair and the surrounding communities are eagerly anticipating this project and its expected impact on the local economy. Knowing the benefits this project would provide for the people of the 25th District, I enthusiastically support the EDA of St. Clair County infrastructure improvement project.

Thank you for your time and consideration of my support.

Sincerely,

Dan Lauwers
State Senator, 25th District



43RD DISTRICT
STATE CAPITOL
P.O. BOX 30014
LANSING, MI 48909-7514

MICHIGAN HOUSE OF REPRESENTATIVES

PHONE: (517) 373-0615
FAX: (517) 373-7512
MikeHarris@house.mi.gov

MIKE HARRIS
STATE REPRESENTATIVE

December 12, 2022

Quentin L. Messer, Chairman, Michigan Strategic Fund
Michigan Economic Development Corporation
300 N. Washington Sq.
Lansing, MI 48913

Dear Mr. Messer,

As the State Representative for Michigan's 43rd House District, I write to offer my support for the Lear Corporation project in Independence Township. I am familiar with the work done by Lear Corporation, and I am impressed with their proposal that expands their facility to Independence Township.

To remain at the forefront of the EV industry, Michigan must continue to invest in companies and technologies to remain competitive in the EV market. As detailed in the application, Lear Corporation would produce highly technical sub-systems for batteries to be utilized by the auto industry. This is an exciting development opportunity for the local community and prioritizes a commitment to a Michigan company.

I am glad to offer my endorsement for this request for funding and ask the board for full consideration of this proposal.

Sincerely,

Mike Harris
State Representative
43rd House District



DANIEL J. LOEPP
President & CEO
Blue Cross Blue Shield of Michigan

December 12, 2022

RE: Support for the Housing, Planning and Development Grant for East Warren Corridor Project

Dear Chairperson Messer,

I am writing to lend my formal support to The Ribbon, a mixed-use, mixed-income development planned for the East Warren Corridor. This project would be transformational for this community and its residents.

Neighborhoods are the building blocks of every community. Each one reflects the strength and character of their respective cities. At Blue Cross Blue Shield of Michigan, we believe Detroit's livelihood is rooted in the spirit of its people and we are investing in their future health and happiness.

As you may know, Blue Cross committed \$5 million to Mayor Mike Duggan's Strategic Neighborhood and Affordable Housing Leverage Fund, specifically focusing on the East Warren/Cadieux Corridor. Our investment is helping to support local businesses, restore streetscapes, preserve affordable housing and support commercial real estate projects, such as The Ribbon. The Ribbon project is designed to enable a safer pedestrian friendly community, offer retail space to local small businesses, and affordable rents to residents in the community. A cleaner, safer and more vibrant community will also reduce social determinants of health often linked to underserved and undervalued environments.

As Detroit's transformation continues, so too must our support of our communities and neighborhoods. Approving the request for The Ribbon project will positively impact residents and business owners, while bringing change to the entire community.

As a business stakeholder and native Detroiter, I support this project that strengthens the community.

Thank you for your consideration.

Sincerely,

A handwritten signature in black ink that reads "Daniel J. Loopp".

Daniel J. Loopp



December 13, 2022

Michigan Strategic Fund Board

RE: The Ribbon Project - E. Warren Business Corridor

East English Village Association is in full support of "The Ribbon" project proposed for our E. Warren Business Corridor. Edward Carrington and his team have provided a high-quality design and construction mixed-use concept that will not only enhance the spirit of the streetscape but also serve as an essential anchor to ensure its continued success.

Mr. Carrington has actively engaged with the EEV, Morningside and Cornerstone community residents as well as the existing small business owners along the corridor since the initial stages of this proposal. The site for the project (16510-16602 E. Warren) has remained empty for too many years, and the community has diligently sought to identify a commercial business that would promote retail diversity, residential density and stimulate street-level activity. Early focus groups, various presentations and updates to residents and - most importantly - a demonstrated willingness to listen and respond to the community ensured us that Mr. Carrington would be an excellent business collaborator and ongoing supportive contributor to the neighborhood.

It is the opinion of the East English Village Association Board that "The Ribbon" more than meets this high standard criterion. This is a project that will provide services that will be welcomed and well utilized by the entire community and beyond. If you have any questions or require additional information, please do not hesitate to contact us.

Sincerely,

East English Village Association
P. O. Box 241009, Detroit, MI 48224
association@eastenglishvillage.org Phone: (586) 864-5055

December 13, 2022

Michigan Strategic Fund Board

RE: The Ribbon Project

As a 30-year resident, longtime Board Member of Detroit's East English Village Association and an active participant in the development of the East Warren/Cadieux Neighborhood Framework Plan, I am writing to express support and confidence in the "The Ribbon" project proposed for our E. Warren Business Corridor. Edward Carrington and his team have actively engaged the eastside community residents to design a viable project that would be embraced and supported by the community. Community collaboration is key to ensuring a successful venture and Mr. Carrington made certain that all community leaders - the true stakeholders - were not only aware of the potential project but given the opportunity to provide feedback as well. Apartments have been a high priority on the "Wish List" for potential area businesses ~ not only the potential for new residents living along an active business corridor but also those residents who have resided here for many years but may no longer want (or be physically able) to perform the maintenance and upkeep responsibility that an older home requires.

As someone who has been actively engaged in the focus groups regarding redevelopment of the existing vacant 5,782 SF commercial structure into a mixed-use that includes retail units on the ground floor and residential apartment units above, I can attest that this concept was well received by residents and existing business owners from all three communities - East English Village, Morningside and Cornerstone Village. Our E. Warren streetscape plan is now well under construction. It is imperative that Mr. Carrington be provided the financial support necessary to begin construction. "The Ribbon" will be the anchor facility and is certain to attract the type of quality businesses the corridor deserves. We appreciate the opportunity to provide insight and assurance that this is the type of business needed to ensure success. If you have additional questions, please do not hesitate to contact me at (586) 864-5055 or mdritsan@gmail.com.

Sincerely,

Maureen Dritsan
3867 Bishop, Detroit, MI 48224



Detroit
Regional
Partnership

November 16, 2022

Mr. Quentin J. Messer, Jr., Chair
Michigan Strategic Fund
300 North Washington Square
Lansing, MI 48913
Re: ShopHouse Park/MSF Grant

Dear Quentin:

On behalf of the Detroit Regional Partnership (DRP), I would like to indicate our support for the approval of the ShopHouse Park proposal to the Michigan Strategic Fund, for a \$3 million grant to establish a center of excellence for developing and testing outdoor recreational products and services in the Upper Peninsula. We believe this proposal merits state investment as it connects quality of place and community to economic development, supporting and building on the strong tourism industry in our state.

The DRP became familiar with the ShopHouse Project during the creation of the Global Epicenter of Mobility (GEM) as we applied for the EDA Build Back Better Regional Challenge. ShopHouse looks at mobility from a broad perspective and there is indeed alignment with the work we are doing with our successful EDA proposal. This thoughtful proposal will give our state another leading edge piece of the puzzle for GEM. We feel that the entire state, with over 400 assets to support the mobility industry, is well positioned to remain the epicenter of all mobility activity, not just in the traditional automotive space. There is so much that can be leveraged from the cutting edge work that is currently being done by the Michigan automotive industry around mobility, which can be applied to other industry sectors. ShopHouse Park is a perfect example of this.

We certainly would have considered ShopHouse Park in our GEM proposal but thought that this was stretching the Detroit Region a bit far! However, we are all Team Michigan, and so we wholeheartedly support this request from ShopHouse Park. We also commit to keeping them engaged in our research and learnings, where appropriate, as Michigan continues to lead the way in global mobility technology.

Sincerely,

A handwritten signature in black ink that reads 'Maureen Donohue Krauss'. The signature is written in a cursive, flowing style.

Maureen Donohue Krauss
President and CEO



November 16, 2022

Shophouse Park
Marquette, Michigan

Subject: Letter of Support for Shophouse Park

Dear Mr. Ollila-

Innovate Marquette is an organization that is focused on developing new start-up businesses, supporting and growing accelerator businesses, supporting growth through technology in local businesses, supporting tech businesses transitioning to the local area, and supporting capital investment in all businesses we serve. In our region, we recognize Outdoor Innovation, Sustainable Technologies, and Creative Technologies/Tech Art as our most rapid growth sectors.

We were very pleased that the Michigan Economic Development Corporation has included the Outdoor Recreation and Technology industry as a regional sector focus in its strategic plan. We also see the move to incorporate the Michigan Outdoor Industry Recreation office into the operations of the MEDC as a very significant step for the state.

Fostering places that retain and attract global mobile talent will continue to be critical to Michigan's economic growth. We view these efforts as primary economic development imperative for the state.

We see Shophouse Park as one of these initiatives. The ability to connect the entire Upper Peninsula and the Lower Peninsula can serve as an incredible catalyst for Michigan's opportunity to lead at the intersection of outdoor recreation, mobility technology, manufacturing, and innovation.

Shophouse Park can be a signature facility where innovative ideas will be born. We plan to directly support the Park by placing our Outdoor Innovation Accelerator onsite. This partnership will be an economic driver for the Upper Peninsula and the entire state. We will be a magnet for talent, both Michigan-born and from out of state.

On behalf of our organization and based on my knowledge of and commitment to growing Michigan's next-generation mobility and innovation competitiveness I wholeheartedly support Shophouse Park.

Sincerely,

A handwritten signature in cursive script that reads "Joseph A. Thiel".

Joe Thiel
CEO



November 15, 2022

Michigan Strategic Fund
Attn: Mr. Quentin Messer, Jr., Chair
300 North Washington Square
Lansing, MI 48913

Re: ShopHouse Park
Support for MSF Grant Approval

Dear Mr. Messer:

On behalf of Invest UP and its Board of Directors, which represent eleven industry sectors across Michigan's Upper Peninsula (U.P.) and do business in each U.P. county (as well as across the state and the nation) and employ nearly eight percent of the region's workforce, I would like to express our support for the approval of the \$3 million Michigan Strategic Fund Grant being requested by Shophouse Park, an innovative and visionary Marquette-based venture that will establish a center of excellence for developing and testing outdoor recreational products and services right here in the Upper Peninsula.

As the U.P. economy continues to evolve and as it focuses more on opportunities attendant to quality of life, place-making, and entrepreneurship, it is now more important than ever for the U.P. to embrace opportunity that is consistent with this focus. This proposal, to build an outdoor venture center in the heart of the U.P. that is focused on broadening the value chain for Michigan's mobility and outdoor recreation manufacturing sectors, is exactly the type of project needed to further a regional economic and community development evolution that will also help the entire State prosper as well.

Organizationally, we share in the MEDC's commitment towards securing Michigan as a top four business and travel destination. We recognize the importance and opportunity of Michigan's outdoor recreation economy – recognition that was recently affirmed by the Administration in recently moving the Outdoor Recreation Industry Office into the MEDC. Shophouse Park is not only perfectly aligned with our strategic objectives for the region but, more importantly, it is a perfect project to further express the importance of the outdoor recreation economy in Michigan and to actually seize on this opportunity.

The outlook I express here is not simply my own, but actually an outlook embraced by significant economic and community development stakeholders and institutions from across the Upper Peninsula, all of whom share in the belief that Shophouse Park will serve as an incredible catalyst for advancing both the region's and the State's competitive position in the advanced transportation and outdoor recreation sectors by providing a unique space for the facilitation of impactful outdoor recreational product and service incubation and development.



Of course, if you have any questions or concerns regarding InvestUP's outlook and its unequivocal and passionate advocacy for this project, and our request that the Michigan Strategic Fund look upon this grant with favor, please call on me any time at 906-280-7800.

Sincerely,

A handwritten signature in black ink, appearing to read "Marty Fittante".

Marty Fittante,
CEO, InvestUP



One Woodward Avenue • Suite 1900 • Detroit, Michigan • 48226

Mr. David Ollila
Shophouse Park
Marquette, Michigan

November 14, 2022

Dear Mr. Ollila-

As the Executive Director of MICHauto, I lead the organization that is focused on promoting, growing and retaining Michigan's automotive and mobility industry. Since 2007 we have been aggressively focusing on building our industry and ensuring that Michigan is positioned as an automotive and next-generation mobility leader. We believe that the dynamic growth of the outdoor recreation and technology industry is an incredible opportunity for our state.

We were very pleased that the Michigan Economic Development Corporation has included the Outdoor Recreation and Technology industry as a regional sector focus in its strategic plan. We also see the move to incorporate the Michigan Outdoor Industry Recreation office into the operations of the MEDC as a very significant step for the state.

Fostering places and spaces for testing, innovation, and research to occur in the automotive and mobility industry will continue to be critical to Michigan's economic growth. Whether it be the investment in the American Center for Mobility or the Michigan Central Station, we view these initiatives as game changers for the state.

We see Shophouse Park in the same way. It is an investment in Michigan's future. The ability to connect the entire Upper Peninsula and the industry and facilities in the Lower Peninsula will serve as an incredible catalyst for Michigan's opportunity to lead at the intersection of outdoor recreation, mobility technology, manufacturing, and innovation.

Shophouse Park can be a signature facility and place where innovative ideas will be born. It will be a place where the local community, educational institutions and citizens with innovative ideas can incubate and come to life. It will be an economic driver for the Upper Peninsula and the entire state. It will be a connection point to our traditional industries and the exploding outdoor tech industry.

On behalf of our organization and based on my knowledge of and commitment to growing Michigan's next-generation mobility and innovation competitiveness I wholeheartedly support Shophouse Park.

Sincerely,

A handwritten signature in black ink, appearing to read "Glenn Stevens, Jr.", written in a cursive style.

Glenn Stevens, Jr.
Executive Director, MICHauto
Vice President, Automotive and Mobility Initiatives, Detroit Regional Chamber



GRETCHEN WHITMER
GOVERNOR

STATE OF MICHIGAN
DEPARTMENT OF AGRICULTURE
AND RURAL DEVELOPMENT

GARY MCDOWELL
DIRECTOR

November 15, 2022

To Whom It May Concern:

As Director of the newly-created Office of Rural Development, housed in the Michigan Department of Agriculture and Rural Development, I work closely with small towns and rural communities across Michigan to improve access and readiness for programs, funding, and regional and statewide coordination around rural development. The Office is intended to align and coordinate investment, ensure a rural "voice" in policy development and decision-making, and act as a partner for communities working towards local and regional solutions, investment, and development that will foster long-term local prosperity.

For decades, rural Michigan has experienced a confluence of unique challenges tied closely to global economic trends and changing demographics that have impacted our communities' workforce and economies. In the face of these changes, rural communities, investors, and other stakeholders are re-examining local and regional assets that will help them transform their communities and economies by creating new, sustainable opportunities for investment, innovation, and business growth.

Shophouse Park is an example of the kind of transformative approach that builds on unique regional assets to create economic opportunity, connecting the Upper Peninsula's unrivaled outdoor amenities with Michigan's historic and evolving manufacturing and mobility industries. By creating a destination for recreation innovation, testing, and research, the project will position the region and the state for new investment and innovation in the burgeoning outdoor recreation industry. What's more, as economic strategies and initiatives throughout the Upper Peninsula align around outdoor recreation, Shophouse Park can act as a powerful connection not just with other parts of the state, but within the region itself, creating new avenues for partnership with local and regional stakeholders and investors.

As the Office of Rural Development works with communities across the state to identify and support solutions to the complex challenges faced by rural Michigan, Shophouse Park will provide an important example of how local and regional assets can be harnessed to build economic opportunity, statewide and regional partnerships, and innovation. We're excited about the potential for Shophouse Park to build on place-based assets to catalyze new investment in the Upper Peninsula, and would like to express our strong support for this project and the transformational approach to rural development that it represents.. Thank you for your consideration of this important opportunity, and please don't hesitate to reach out with any questions.

Sincerely,

A handwritten signature in black ink, appearing to read 'Sarah Lucas'.

Sarah Lucas, AICP
Director, Office of Rural Development

Mr. David Ollila
Shophouse Park
Marquette, Michigan

December 5, 2022

Subject: Letter of Support for Shophouse Park

Dear Mr. Ollila,

I am writing as Chief Mobility Officer of the State of Michigan and head of the Office of Future Mobility and Electrification (OFME). The office works across state government, academia and private industry to enhance Michigan's mobility ecosystem, including developing dynamic mobility and electrification policies and supporting the startup and scale up of emerging technologies and businesses. We believe that the dynamic growth of the outdoor recreation and technology industry is an incredible opportunity for our state and can further solidify Michigan's mobility leadership.

Fostering places that retain and attract globally mobile talent will continue to be critical to Michigan's economic growth. We view these efforts as the primary economic development imperative for the state.

We see Shophouse Park as one of these initiatives. The ability to connect the entire Upper Peninsula and the industry and facilities in the Lower Peninsula can serve as an incredible catalyst for Michigan's opportunity to lead at the intersection of outdoor recreation, mobility technology, manufacturing, and innovation.

Much like Michigan Central Station, Shophouse Park can be a signature facility and place where innovative ideas will be born. It will be a place where the local community, educational institutions and citizens with innovative ideas can incubate and come to life. It will be an economic driver for the Upper Peninsula and the entire state. It will be a connection point to our traditional industries and the exploding outdoor tech industry

On behalf of OFME and based on my knowledge of and commitment to growing Michigan's next-generation mobility and innovation competitiveness I wholeheartedly support Shophouse Park.



Trevor Pawl
Chief Mobility Officer
State of Michigan
Office of Future Mobility and Electrification
6001 Cass Avenue, Detroit, MI 48202-3423
248.565.5276 pawlt@michigan.org



Mr. David Ollila
Shophouse Park
Marquette, Michigan

November 22nd, 2022

Dear Mr. Ollila,

Polaris Inc., the global leader in powersports, headquartered in Minnesota, has been pioneering products and services that allow people to discover the joys of being outdoors since our founding in 1954. We happily serve more than 100 countries worldwide. We also employ approximately 16,000 workers, nearly 9,000 of those in the United States, and manufacture varying products within 13 facilities across eight states (AL, CA, ID, IN, IA, MN, OH, and WI), as well as several international manufacturing locations.

With over 75 years of heritage rooted in the outdoors of the upper Midwest, Polaris is very pleased to see that the Michigan Economic Development Corporation (MEDC) has included the Outdoor Recreation and Technology Industry as a sector of focus in its strategic plan. Polaris wholeheartedly believes in cultivating the outdoors and delivering experiences that encapsulate all it has to offer.

The continued growth and transformation of the outdoor industry is of utmost importance. Polaris strives for improvements in all areas of the powersports industry, including technology and product advancements, safety, customer satisfaction, and preserving and protecting the outdoors. Venues to foster innovation, collaboration, technology development, testing and research will be pivotal to meeting these overall objectives and driving the outdoor industry's success.

Polaris sees Shophouse Park and Mr. Ollila's commitment to nurturing collaboration and innovation across the state of Michigan as both meeting industry need and as a significant investment in Michigan's outdoor industry future.

Shophouse Park has the potential to be an economic driver for the outdoors and specifically the Upper Peninsula. Mr. Ollila's vision to foster technology and innovation through engagement with local communities, citizens, educational institutions, and industry, will provide significant opportunity and value for the outdoors. Investments like this will aid in positioning Michigan as a leader in technology, innovation, and outdoor recreation.

On behalf of Polaris and our mutual commitment to the outdoors, innovation, technology, and collaboration, I wholeheartedly support Shophouse Park.

Sincerely,

Josh Stevens
Corporate & Product Development Advanced Technology



November 15, 2022

Shophouse Park
Marquette, Michigan

Subject: Letter of Support for Shophouse Park

Dear Mr. Ollila-

TechTown is an organization that is focused on breaking cycles of intergenerational poverty and generating equitable community wealth through entrepreneurship. We believe that this bottom up approach is not a zero-sum game where different localities compete against each other. Rather, we hold that the more successful efforts across the state are, the more prosperous Michigan will be.

We were very pleased that the Michigan Economic Development Corporation has included the Outdoor Recreation and Technology industry as a regional sector focus in its strategic plan. We also see the move to incorporate the Michigan Outdoor Industry Recreation office into the operations of the MEDC as a very significant step for the state.

Fostering places that retain and attract globally mobile talent will continue to be critical to Michigan's economic growth. We view these efforts as the primary economic development imperative for the state.

We see Shophouse Park as one of these initiatives. The ability to connect the entire Upper Peninsula and the industry and facilities in the Lower Peninsula can serve as an incredible catalyst for Michigan's opportunity to lead at the intersection of outdoor recreation, mobility technology, manufacturing, and innovation.

Shophouse Park can be a signature facility where innovative ideas will be born. It will be a place where the local community, educational institutions and citizens with innovative ideas can connect. It will be an economic driver for the Upper Peninsula and the entire state. It will be a magnet for talent, both Michigan-born and from out of state.

On behalf of our organization and based on my knowledge of and commitment to growing Michigan's next-generation mobility and innovation competitiveness I wholeheartedly support Shophouse Park.

Sincerely,

A handwritten signature in black ink, appearing to read "Ned Staebler". The signature is fluid and cursive, with a long horizontal stroke extending to the right.

Ned Staebler
President and CEO

Mr. David Ollila
Shophouse Park
Marquette, Michigan

November 17, 2022

Dear Mr. Ollila

I would like to thank you for engaging with Toyota North America and sharing your passion and vision for the future of outdoor recreation mobility in the state of Michigan. As the Vice President of Technical Strategy and Planning Operations for Research and Development, I have seen firsthand how your plans align with our goals of developing a future mobility society that require a wide variety of products that provide happiness for all. Shophouse Park offers a tremendous opportunity for our team to be fully immersed in the environment, which in turn helps us better understand the needs of our diverse customer base as we pursue our future developments.

Similar to Toyota R&D's partnership with American Center for Mobility, I believe Shophouse Park offers opportunity to grasp the unique environment and conditions of Michigan's Upper Peninsula. Shophouse Park's easy access to the extensive trail network as well the opportunity to connect with diverse outdoor recreational enthusiast offers a unique opportunity for Toyota R&D. Having a location where our engineers can test and evaluate current and future product, as well as the ability to engage with our customers and supplier partners offers tremendous value that enhances the innovation process. At Toyota, we strongly believe better understanding our customer conditions firsthand offers the best way to determine what is needed to develop future product.

On behalf of Toyota North America R&D, I would like to express our excitement and support for Shophouse Park as an anchor facility in Michigan where we can come together to create innovative solutions for the future mobility society.

Sincerely,



Adam Karibian

TOYOTA MOTOR NORTH AMERICA

Research & Development | Technical Strategy & Planning Office | Vice President





777 Woodward Avenue, Suite 300
Detroit, Michigan 48226-3529
www.walbridge.com

December 5, 2022

Shophouse Park
Marquette, Michigan

Subject: Non-Binding Letter of Support for Shophouse Park

Dear Mr. Ollila,

I would like to thank you for engaging with Walbridge Real Estate Services and sharing your vision of Shophouse Park. As Vice President of Commercial Real Estate, I can attest that the vision and strategy of Shophouse Park as an outdoor technology and mobility innovation hub for the state of Michigan aligns with our core values of community, country, climate, and customer. Shophouse Park presents an intriguing opportunity for us to support the growing spectrum of outdoor technology and mobility products in a manner that spurs economic relevancy and cohesion across both peninsulas of the state.

As a Michigan-based company, we are committed to supporting projects of all sizes that help solidify our position as a leader in design, engineering, and manufacturing across all segments of transportation. We understand that to meet our potential we must both appreciate our heritage and pursue nascent opportunities in ways that are complementary to our urban and rural communities.

On behalf of Walbridge Real Estate Services, I would like to express our support for the project and our interest in exploring ways in which we can collaborate. We see Shophouse Park as a unique opportunity to reach new markets with novel real estate developments that drive innovative ways to serve our customers. I look forward to continued conversations with that end goal in mind.

Sincerely,

Walbridge Real Estate Services

/s/ Ryan S. Marsh

Ryan S. Marsh
Vice President
Commercial Real Estate

Summary / Abstract

Title: Mobile, Modular, Multi-Mode / Multi-Source Charging Pod as an Enabler for Non-Road EV's

Applicant & Participants: The lead is Michigan Technological University with Jeremy Worm as the Principal Investigator. The project is collaborative with strategic partners including Polaris, Southwest Research Institute, Advanced Battery Concepts, Michigan Economic Development Corporation's Outdoor Recreation Industry Office, Michigan Department of Natural Resources, the US Forest Service's Hiawatha National Forest, X3 Energy, and Shophouse Park.

Project Description: The project will produce and demonstrate a mobile, modular EVSE "Pod" that meets AOI2 performance requirements. By being mobile and modular the pods can be strategically placed in remote regions where there is the highest need, even if that need is temporary (e.g. logging operation), or seasonal. The pods will have multiple modes of supply (solar, wind, grid-tie where available, and ICE Genset) and EVSE (L1, L2, DCFC), and will have significant ESS capacity (up to 490 kW-hr). End-users will be able to navigate to pod locations, reserve and pay for charge via a phone app. A supervisory controller will model several horizons and run an optimization algorithm to ensure demand is met through the minimal possible GHG contribution.

Goals & Objectives: The overarching goal of this project is to support DOE in increasing adoption of Electric Vehicles (EV's) in the off-road sector by developing and demonstrating an innovative charging concept for off-road EV's in remote locations. This goal will be achieved by progressively accomplishing several objectives including: 1) Compile a comprehensive set of requirements and constraints with input and buy-in from all stakeholders including but not limited to end users, vehicle OEM's, land stewards and policy makers, manufacturers, economic developers and commercial partners, and diverse and non-traditional users. 2) Design and integrate a set of Commercially available sub-systems, which are in themselves mature and well understood, into an EV charging pod that is mobile, scalable and modular, and utilizes multiple energy sources to meet the charging performance requirements specified in the DOE request. 3) Develop innovative supervisory control models and algorithms to meet charging requirements with the minimum contribution of Greenhouse gases (GHG). 4) Develop and release a phone app whereby users can reserve charging times and navigate to the charge pod. 5) Develop processes and best practices for placing pods in locations with highest demand. 6) Develop a plan for technology commercialization. 7) Execute an end of project, high-profile, real-world demonstration event.

Impact and Outcomes: This project has significant impact. Technologically the project will demonstrate a much-needed pathway for utilization of EV's in off-road environments. This will spur growth in the already significant (\$48 billion) powersports segment, and this segment inherently impacts underserved groups and economically distressed regions. Specific outcomes of the project include; 1) An innovative solution to charging off-road EV's (especially in remote areas) will be demonstrated. 2) Inclusive groups will be an integral part of the design and development process. 3) The demonstrated solution will meet all AOI 2 performance targets. 4) The demonstrated solution will provide a pathway to remove what is viewed as the single largest barrier to off-road EV adoption; lack of charging infrastructure in remote regions. 5) The project will produce a commercialization plan. 6) The demonstrated solution will provide multiple avenues through commercialization, skilled trades, local services, and local retail to name a few, for economic opportunity inherently in underrepresented groups and economically distressed communities.

TEAMING AGREEMENT

Whereas, Hoponassuu OZ, LLC is working to create Shophouse Park, a unique and dynamic mixed use development that will be headquartered in Marquette, Michigan to include private space for companies to facilitate innovation in the Outdoor Recreation and Mobility sectors (hereinafter, "Shophouse Park");

Whereas, Innovation Marquette Enterprise Corporation is a SmartZone located in Marquette, Michigan that exists as a service provider to the Michigan Economic Development Corporation to transform the Marquette community into a thriving entrepreneurial ecosystem (hereinafter "IMQT");

Whereas, LilyPad Labs, Inc. is located in Holland, Michigan and has designed a solar-powered boat that it wants to bring to market (hereinafter, "LilyPad");

Whereas, Van Straten Enterprises and a premier metal fabricator, known for qualify craftsmanship and complex fabrication capabilities. Van Straten Enterprises is located in Chassell, Michigan and a preferred contract manufacturer for a variety of Fortune 500 companies (hereinafter, "Van Straten"); and

Whereas, The Lawrence Technological University's Centrepolis is a SmartZone located in Southfield, Michigan that is designed to grow business ideas and take them to market and enable designs, manufacturers, engineers and tech experts to collaborate (hereinafter, "Centrepolis");

Therefore, each of these parties desires to work together for their individual as well as common benefit and therefore desire to share their core competencies, business interests and establish some terms of reference amongst themselves for the benefit of all.

ShopHouse Park is currently working with the Michigan Economic Development Corporation to secure funding to establish Phase 1 of ShopHouse Park. After funding is secure and construction is complete, ShopHouse Park will fulfill several roles to include serving as the Landlord of ShopHouse Park; but also providing Field Testing Services and serving as a Service Provider. A funding commitment is expected from MEDC in 2022. If funded, construction is projected to commence in 2023. ShopHouse Park is prepared to provide Field Testing Services to LilyPad upon request and subject to the establishment of terms between ShopHouse Park and LilyPad as well as the availability of funding.

LilyPad has developed one or more solar-powered boat prototypes, is seeking capital and will be in need of technical support to move to full scale production of boats. LilyPad intends to become a tenant of ShopHouse Park and intends to utilize the Field Testing Services as well as other Services that will be offered by ShopHouse Park.

Van Straten intends to become a tenant of ShopHouse Park. Van Straten has an expertise in developing technology and generating intellectual property to support those technologies. Van Straten is prepare to support ShopHouse Park to serve in an Outdoor Recreation Technical and Manufacturing support role. In particular, Van Straten has relevant experience with electronics, solar, batteries and motors that can benefit the development of LilyPad boats. Also, Van Straten has relevant assembly experience and access to a materials manufacturer in the Upper Peninsula that could further enable the development of LilyPad boat(s). Van Straten is currently available to provide services in support of LilyPad, subject to the establishment terms between Van Straten and LilyPad and the availability of funding.

IMQT hereby states its intent to establish the Michigan Outdoor Venture Center of Excellence at ShopHouse Park and become a tenant at ShopHouse Park. IMQT is currently working to establish an Outdoor Recreation Fund (the "Fund") with InvestUP, MEDC and with support from the Michigan Outdoor Recreation Industry Office. The Fund is designed to be an investment vehicle for Outdoor Recreation start-ups like LilyPad. It is the intent of IMQT to assist LilyPad in its pursuit of funding and assist LilyPad in its pursuit of funding from the soon to be established Fund. It is expected that the foundational work to establish the Fund will be complete within ninety (90) days and then it is realistic to see Fund opportunities for start-ups to be available within six (6) months.

Centrepolis is currently supporting LilyPad as a client. Centrepolis has the demonstrated capacity and capabilities to support Product Testing, Product Validation and preparing companies to scale for manufacturing. Consistent with its mission to support its clients, Centrepolis is prepared to assist LilyPad as the Technology Readiness Level of the boat(s) matures upon request and subject to available resources.

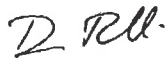
This Teaming Agreement is designed to articulate the intent of the parties to work together and does not obligate any party to contract with another party to this Agreement. The parties are free to negotiate amongst themselves with regard to any of the above stated matters and proposed services.

The parties also recognize that Warner, Norcross + Judd (hereinafter, "WNJ") represents Shophouse Park, IMQT, Centrepolis and Van Straten. LilyPad has its own counsel. The Michigan Rules of Professional Conduct generally prohibit a law firm from representing a client, if the representation of that client is, or becomes, directly adverse to another client, or if the representation of that client may be materially limited by the firm's responsibility to another client, or a third person. WNJ is permitted to undertake this type of representation if (1) we reasonably think that neither the representation nor the relationship of with the clients will be adversely affected, and (2) each client consents after consultation. Based upon the nature of this Teaming Agreement, WNJ does not presently see any actual or apparent conflict between the parties. In the event that any of the party's interests do become adverse, WNJ will not be able to represent one or more parties related to the conflict. If any party thinks that it is in their best interest to retain other counsel for any reason, please notify Mike Stone of WNJ immediately and he will assist you with the transition.

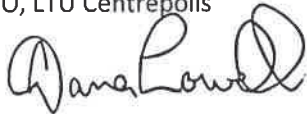
Agreed this 24 day of October 2022



David Ollila
President, Hoponassuu OZ, LLC



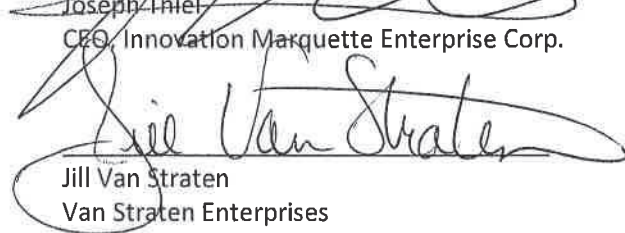
Dan Radomski
CEO, LTU Centrepolis



Dana Lowell
CEO, LilyPad Labs, Inc.



Joseph Thiel
CEO, Innovation Marquette Enterprise Corp.



Jill Van Straten
Van Straten Enterprises