



FINGER LAKES RAILWAY CORP.

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June 5, 2015

The Honorable Anthony R. Foxx
Secretary
U.S. Department of Transportation
1200 New Jersey Avenue SE
Washington, DC 20590

Re: The CenterState NY Inland Port and Rail Connector Project

Dear Secretary Foxx,

This letter confirms that Finger Lakes Railway Corp. ("FGLK") will commit to participate in the phases I and II of the project as described in the TIGER Grant Application (the "Application") being submitted by Port of Oswego.

FGLK's commitment is contingent on Port of Oswego being awarded the full amount requested in the Application, and on the commitments of each of the other participating sources of funds (Cayuga Milk, Auburn Metals, Nucor and New York State) as outlined in your correspondence of May 29, 2015.

FGLK's combined commitment for both phases I and II shall not exceed \$2.6 million, and shall be allocated between the phases as shown in your correspondence. FGLK's commitment is based on its understanding that costs that FGLK incurs in construction at and related to the O-I yard expansion and new sidings in Cayuga County will count as full or partial satisfaction of its commitment, and that the balance of the construction costs will be provided from the sources of funds outlined in the Application.

This is an exciting project that will transform the transportation infrastructure and benefit the major employers in Cayuga County, and we look forward to working with you to push this forward to a positive conclusion.

Regards,

A handwritten signature in black ink, appearing to read "M.V. Smith".

Michael V. Smith
President