



Department of
Community Investment

Redevelopment Commission Agenda Item

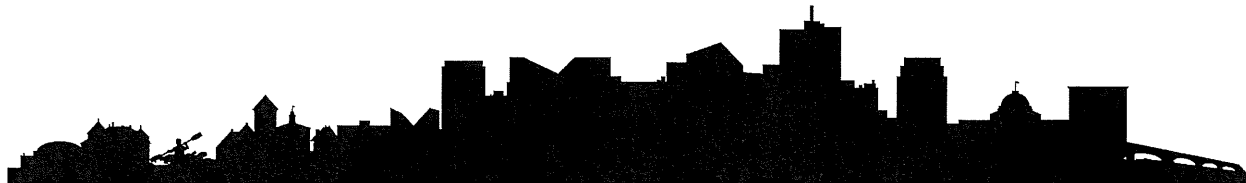
DATE: August 10, 2017
FROM: David Relos, Economic Resources *DR*
SUBJECT: Resolution No. 3398 (Conveyance of Certain Equipment to F Cubed)

On November 8, 2012 the Commission and F Cubed LLC entered in to an Economic Development Memorandum of Understanding, and on April 23, 2014 entered in to an Equipment Lease Agreement (Lease), where the Commission acquired and leased certain equipment to F Cubed.

Upon F Cubed leasing space for a term of not less than five years within a certain geographic area, the Lease included an option to purchase the equipment for \$1. This requirement has been fulfilled by F Cubed's lease agreement with Studebaker Building 84 within the Renaissance District, and F Cubed has exercised its option to purchase the equipment.

Staff requests approval of Resolution No. 3398, conveying to F Cubed the equipment included in the Lease between the parties, dated April 23, 2014.

INTERNAL USE ONLY: Project Code: _____ N/A _____
Total Amount new in budget: _____ N/A _____; broken down by:
Acct # _____ N/A _____
Going to BPW for Contracting? No Is this item ready to encumber now? N/A
Existing PO# _____ Inc/Dec \$ _____



RESOLUTION NO. 3398

**A RESOLUTION OF THE SOUTH BEND REDEVELOPMENT COMMISSION
APPROVING THE CONVEYANCE OF CERTAIN EQUIPMENT TO F CUBED LLC**

WHEREAS, the South Bend Redevelopment Commission (the “Commission”) exists and operates pursuant to I.C. 36-7-14; and

WHEREAS, on November 8, 2012, the Commission and F Cubed LLC (the “Company”) entered into that certain Economic Development Memorandum Of Understanding, as amended by that certain First Amendment To Economic Development Memorandum Of Understanding dated April 23, 2014 (collectively, the “Development Agreement”), and on April 23, 2014, the Commission and the Company entered into that certain Equipment Lease Agreement (the “Equipment Lease”) (together with the Development Agreement, the “Project Agreements”); and

WHEREAS, pursuant to the provisions of the Project Agreements, the Commission purchased certain equipment (the “Equipment”) for the Company’s use under the terms of the Equipment Lease in exchange for the Company’s satisfaction of certain development requirements; and

WHEREAS, in accordance with the provisions of the Project Agreements, the Company has relocated its South Bend Operations (as defined in the Project Agreements) to space situated within a building located in the South Bend Renaissance District (the “Building”) under the terms of a lease agreement with Studebaker Building 84 LLC, as landlord; and

WHEREAS, the Building constitutes a qualifying Alternate Location under the terms of the Project Agreements, and the length of the Company’s lease for space in the Building complies with the terms of Section 9 of the Equipment Lease; and

WHEREAS, pursuant to Section 9 of the Equipment Lease, the Company has exercised its option to purchase the Equipment from the Commission for the sum of One Dollar (\$1.00), which sum the Company has paid to the Commission; and

WHEREAS, the Commission desires to take all necessary action to convey ownership of the Equipment to the Company in recognition of the Company’s satisfaction of the above-referenced obligations under the Project Agreements; and

NOW, THEREFORE, BE IT RESOLVED BY THE SOUTH BEND REDEVELOPMENT COMMISSION AS FOLLOWS:

1. The Commission finds that the Company has satisfied the requirements of Section 9 of the Equipment Lease and is, therefore, entitled to purchase the Equipment from the Commission on the terms stated therein.

2. The Commission hereby approves, and will execute simultaneously with this Resolution, the Bill of Sale attached hereto as **Exhibit A** (the “Bill of Sale”) conveying ownership of the Equipment to the Company.

3. The Commission hereby authorizes and instructs Daniel Buckenmeyer of the City of South Bend Department of Community Investment to deliver the Bill of Sale to the Company and, in coordination with legal counsel, to take on behalf of the Commission all necessary administrative actions to accomplish the purposes of this Resolution, including without limitation the termination of any Uniform Commercial Code financing statement with respect to the Equipment conveyed to the Company under the Bill of Sale.

4. This Resolution will be in full force and effect upon its adoption by the Commission.

ADOPTED at a regular meeting of the South Bend Redevelopment Commission held on August 10, 2017, at 1308 County-City Building, 227 West Jefferson Boulevard, South Bend, Indiana 46601.

SOUTH BEND REDEVELOPMENT
COMMISSION

Marcia I. Jones, President

ATTEST:

Donald E. Inks, Secretary

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EXHIBIT A

Bill of Sale

BILL OF SALE

This Bill of Sale is made by the City of South Bend, Indiana, Department of Redevelopment, acting by and through its governing body, the South Bend Redevelopment Commission (the "Seller"), in favor of F Cubed LLC, an Illinois limited liability company (the "Buyer").

For good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Seller hereby conveys to the Buyer all of the Seller's right, title, and interest in and to the personal property described in Exhibit 1 attached hereto (the "Equipment").

The Seller hereby conveys the Equipment to the Buyer in accordance with Seller's Resolution No. 3398 dated August 10, 2017, subject to the terms and provisions of the Economic Development Memorandum Of Understanding by and between the Seller and the Buyer dated November 8, 2012, as amended by the First Amendment To Economic Development Memorandum Of Understanding dated April 23, 2014, and subject to the terms and provisions of the Equipment Lease Agreement dated April 23, 2014. Further, the Seller hereby conveys the Equipment to the Buyer as-is, where-is, and without representation or warranty of any kind. Without limiting the generality of the foregoing sentence, the Seller specifically disclaims any representation or warranty of merchantability or fitness for any particular use or purpose.

SOUTH BEND REDEVELOPMENT COMMISSION

Marcia I. Jones, President

ATTEST:

Donald E. Inks, Secretary

Date: August 10, 2017

ACCEPTED:

F CUBED LLC, an Illinois limited liability company

Printed:

Its:

Date:

Exhibit 1 to Bill of Sale dated August 10, 2017

Description of Equipment

[See attached.]

PHASE I REQUESTED EQUIPMENT

LEGEND	Manufacturer	Quantity	Item	Part Number	Vendor	Suggested Cost	Sub-Total	Requirement	Alternative Suppliers
	Eppendorf	1	Auto-Pipette	5070	Eppendorf	\$28,531.40	\$28,531.40	Specific: Eppendorf Provides Special Software For Linking Auto-Pipette And Other Components	Eppendorf, Tecan, Hudson Robotics
	Agilent Technologies	2	Impedance Analyzer	E4980 A	Agilent	\$16,629.00	\$33,258.00	Specific: Precision LCR Meter, 20Hz To 2MHz, Software Compatible To Eppendorf Auto-Pipette	Agilent, Wayne Kerr, Quadtech
	Branntree Scientific	2	Syringe Pump	BS-9000 12	Branntree Scientific, Inc	\$1,500.00	\$3,000.00	Specific: Infusion Withdrawal Pump With 12 Channels And Digital Control Software (Connect To Eppendorf)	Pump Systems, Inc
	ELGA Labwater, LLC	1	Water Purification	PF3XXXMIKIT	Elga / Distributor	\$3,500.00	\$3,500.00	Generic: Chosen For Low-Price, Easy-To Use, Only Self-Contained Unit Offered	Siemens, Millipore, Sartorius
	VWR	1	Incubator	414004-614	VWR / Distributor	\$789.00	\$789.00	Generic: Must Have A Minimum Of 105 Liter Capacity And Inner And Outer Door Configuration	Labasco, Fisher Scientific
	National Package Service	1	Chemical Spill Kit	-	Distributor	\$156.73	\$156.73	Generic: This Kit Was Chosen Because It Has Worked Well At Innovation Park At Notre Dame And Inexpensive	U-Line, Interstate Products
	Fisher Scientific	1	Video Microscope	12-564-160	Fisher Scientific	\$6,231.00	\$6,231.00	Generic: However, The "Zoom" Function, Boom Swing-Arm Are Required, Optical Top Source Light	Zeiss, Nikon, VWR
	Ranco	3	Thermal Fused Lab Tables	-	Distributor	\$385.00	\$1,155.00	Generic: These Lab Tables Will Be Specifically Used In Biochip Production With The Eppendorf Equipment	Labasco, Herman-Miller
	Titnauer	1	Autoclave	Model 2340	Distributor	\$4,060.00	\$4,060.00	Generic: This Model Was Chosen For It's Larger Chamber Size Of 162 Square Inches	VWR, Labasco, Fisher Scientific
	Teche	1	Thermalcycler	Personal Cycler 3Prime 24 X 0.2ml	Distributor	\$2,229.00	\$2,229.00	Generic: However, This Device Does Have An Easier-To-Use Touch Screen And A Required 24 Unit Well Layout	Eppendorf, Fisher Scientific, VWR
	SAS	1	Portable Eye Wash	5135	Distributor	\$125.00	\$125.00	Generic: This Kit Was Chosen Because It Has Worked Well At Innovation Park At Notre Dame And Inexpensive	North Safety, U-Line
	Sorvall	1	Centrifuge	Micro 17	Distributor	\$1,577.00	\$1,577.00	Generic: This Kit Was Chosen Because It Offers The Right Speed (17K RPM) And Includes A Rotor	Beckman, VWR, Fisher Scientific
	Branson	1	Sonicator	-	Branson	\$3,800.00	\$3,800.00	Generic: However, We Are Using A Device That Was Used By ND Research And Is Known To Work	Qsonica, Biologics, Inc
TOTAL							\$88,412.13		

LEGEND

Specific
Generic

PHASE II REQUESTED EQUIPMENT

LEGEND	Manufacturer	Quantity	Item	Part Number	Vendor	Suggested Cost	Sub-Total	Requirement	Alternative Suppliers
	Eppendorf	1	Auto-Pipette	5070	Eppendorf	\$28,531.40	\$28,531.40	Specific: Eppendorf Provides Special Software For Linking Auto-Pipette And Other Components	Eppendorf, Tecan, Hudson Robotics
	Braintree Scientific	2	Syringe Pump	BS-9000 12	Braintree Scientific, Inc	\$1,500.00	\$3,000.00	Specific: Infusion Withdrawal Pump With 12 Channels And Digital Control Software (Connect To Eppendorf)	Pump Systems, Inc.
	Lab Research Products	1	-20C Refrigerator	MFP-2020	Distributor	\$5,545.35	\$5,545.35	Generic: Chosen For Low Price: Must Maintain A Constant -20 Centigrade Temperature	Fisher Scientific, VWR
TOTAL							\$37,076.75		

LEGEND

	Specific
	Generic