



Exhibit VIII.C.2.a. – All Ownership Interest In Past 20 Years

Submit as Exhibit VIII.C.2.a. a description of all ownership interests in the land for the past twenty (20) years, including all easements, options, encumbrances, and other interests in the property. Pursuant to PML Section 1316, the Applicant must own or acquire the land where the Gaming Facility is proposed to be constructed within sixty (60) days after a License has been awarded (an Applicant shall be deemed to own the land if it has entered into a tenancy for a term of years under a lease that extends not less than sixty (60) years beyond ten (10) years for a License).

A. Ownership of Fee Title to Land.

1. Current Fee Owner. Tioga Downs Racetrack, LLC (“Tioga Downs”) is the current owner of the fee title to the property known as 2384 West River Road, Nichols, Tioga County, New York (Section 158, Block 3, Lots 49.10, 51, 52, 53, 61.10 and 61.20) (the “Land”), consisting of approximately 155.25 acres. Tioga Downs acquired fee title to the Land pursuant to:
 - a. a Trustee’s Deed dated June 21, 2004, made by Tioga Park, LLC, Chapter 11 Debtor-in Possession, by James W. Hawkins, in favor of Tioga Downs, as recorded in the Tioga County Clerk’s Office (the “Clerk’s Office”) on October 18, 2004, Instrument Number 114157-001 (the “2004 Deed”)¹;
 - b. a Trustee’s Deed dated May 31, 2005, made by Paul A. Levine, Esq., Chapter 11 Bankruptcy Trustee for Tioga Park, LLC, Chapter 11 Debtor-in Possession, in favor of Tioga Downs, as recorded in the Clerk’s Office on June 9, 2005, Instrument Number 121268-001 (the “2005 Deed”); and
 - c. a Deed dated May 13, 2015, made by the Town of Nichols in favor of Tioga Downs, as recorded in the Clerk’s Office on May 19, 2015, Instrument Number 2015-00001806 (the “2015 Deed”).

¹ The metes and bounds description for “Parcel A” included in the 2004 Deed contains a scrivener’s error regarding one call which is noted as “S 36 degrees 37’ 20” E”, when it should instead be “S 86 degrees 37’ 20” E”. The 2004 Deed does specifically state, however, that it is the same premises as was conveyed in the prior vesting deed dated May 30, 1996 and recorded in Liber 583, Page 45. The legal description in the prior vesting deed correctly references the call as “S 86 degrees 37’ 20” E”. As a result, a corrective deed is being sought in order to correct the typo.



In addition, Tioga Downs conveyed 1.25 acres of land to the Tioga County Industrial Development Agency, a public-benefit corporation organized under the laws of the State of New York (“TCIDA”), pursuant to a Deed dated February 26, 2015, as recorded in the Clerk’s Office on February 27, 2015, Instrument Number 2015-00000709. This land is identified as Tax Parcel Number 158.00-3-49.20. Tioga Downs leases back such property from the TCIDA pursuant to a lease agreement dated February 26, 2015 (as evidenced by a Memorandum of Leaseback dated February 26, 2015 and recorded in the Clerk’s Office on February 27, 2015, Instrument Number 2015-00000710. The Gaming Facility, however, is not proposed to be located on this parcel.

2. Prior Fee Owners in Past Twenty (20) Years.

- a. Parcel A, B, and C. The portion of the Land identified as Parcels A, B, and C in the 2004 Deed was previously owned by Tioga Park, LLC, a New York limited liability company (“Tioga Park”). Tioga Park acquired this portion of the Land from Donald Nuckel, Jill Nuckel and James C. Nuckel, as tenants-in-common, pursuant to an Indenture dated May 30, 1996 and recorded in the Clerk’s Office on May 31, 1996 in Book 583, Page 45. These tenants-in-common acquired this portion of the Land from Donald Nuckel and Jill Nuckel, as Co-Administrators of the Estate of James Nuckel (who died on January 26, 1983) pursuant to an Indenture dated December 8, 1995 and recorded in the Clerk’s Office on December 18, 1995 in Book 577, Page 103.
- b. Parcel D. The portion of the Land identified as Parcel D in the 2004 Deed was previously owned by Tioga Park. Tioga Park acquired this portion of the Land from Lynn A. Bailey, an individual, pursuant to a Warranty Deed with Lien Covenant dated August 7, 1996 and recorded in the Clerk’s Office on August 24, 1998 in Book 614, Page 141. Lynn Bailey acquired this portion of the Land by Indenture dated November 1, 1993 and recorded on November 3, 1993 in Book 548, Page 46.
- c. Eric Lackawanna Railroad Company Land (i.e. Land Included in the 2005 Deed). The portion of the Land included in the 2005 Deed was previously owned by Tioga Park. Tioga Park acquired this portion of the

Land from The Town of Nichols, a municipal corporation organized under the laws of the State of New York, pursuant to a Deed dated December 23, 1996 and recorded in the Clerk's Office on January 29, 1997 in Book 592, Page 272. The Town of Nichols acquired title to this portion of the Land by deed dated May 13, 1982 and recorded May 28, 1982 in the Clerk's Office in Book 398, Page 130.

- d. Town of Nichols Land (i.e. Land Included in the 2015 Deed). The portion of the Land included in the 2015 Deed was previously owned by the Town of Nichols, a municipal corporation organized under the laws of the State of New York. The Town of Nichols acquired title to this portion of the Land by deed dated May 13, 1982 and recorded May 28, 1982 in the Clerk's Office in Book 398, Page 130.

B. Easements, Options and Other Interests.

The Land is subject to and encumbered by the following interests:

1. Verizon Easement. Grant of Easement dated January 19, 2006 made by Tioga Downs in favor of Verizon New York Inc., a New York corporation ("Verizon") and recorded in the Clerk's Office on April 21, 2006 as Instrument Number 131539-002. Pursuant to this instrument, Verizon holds a non-exclusive easement right to construct, place, operate, replace, remove, repair and maintain service lines, including buried cable, pedestals, conduits, manholes, poles, crossarms, guys, stubs, anchors, cables, wires and fixtures on a portion of the Land that crosses the existing racetrack. The easement may not be used in any way that would interfere with the property owner's use of the racetrack facility located on the Land. In addition, the property owner reserves the right to construct improvements within the easement area (so long as the improvements do not, in the property owner's reasonable judgment, physically impinge upon, conflict or interfere with, or adversely affect the easement holder's facilities).
2. NYSEG Guying Easement. Easement (Guying) dated September 3, 2011 made by Tioga Downs in favor of New York State Electric & Gas Corporation, a New York corporation ("NYSEG") and recorded in the Clerk's Office on November 8, 2011 as Instrument Number 193378-003. Pursuant to this instrument,

NYSEG holds an easement and right of way to install a guy stub pole and guying facilities within a 5-foot wide area located at a point approximately 35 feet south from the northern property line of the Land and about 67 feet northeast of the guard shack located on the Land.

3. NYSEG Transformer Easement. Easement dated December 1, 2011 made by Tioga Downs in favor of NYSEG and recorded in the Clerk's Office on February 23, 2012 as Instrument Number 196278-002. Pursuant to this instrument, NYSEG holds an easement and right of way to install, maintain and repair a padmount transformer within a 15 feet x 15-foot area, the center of which is approximately 554 feet south from the centerline of Bardwell Road and approximately 31 feet west from the chain link fence on the Land.
4. NYSEG Transformer Easement. Easement dated January 27, 2012 made by Tioga Downs in favor of NYSEG and recorded in the Clerk's Office on April 2, 2012 as Instrument Number 197436-001. Pursuant to this instrument, NYSEG holds an easement and right of way to install, maintain and repair a padmount transformer within a 15 feet x 15-foot area, the center of which is approximately 14 feet east from the grantor's privately owned utility pole numbered 15 and approximately 151 feet west from the grantor's privately owned utility pole numbered 14.
5. NYSEG Transformer Easement. Easement dated August 19, 2014 made by Tioga Downs in favor of NYSEG and recorded in the Clerk's Office on September 19, 2014 as Instrument Number 2014-00004135. Pursuant to this instrument, NYSEG holds an easement and right of way to install, maintain and repair a padmount transformer within a 10 feet x 10-foot area, the center of which is approximately 53 north of the center line of Tioga Downs' private drive and east of the parking garage.
6. NYSEG Utility Easement. Grant of Easement dated August 19, 2014 made by Tioga Downs in favor of NYSEG and recorded in the Clerk's Office on September 19, 2014 as Instrument Number 2014-00004136. Pursuant to this instrument, NYSEG holds an easement and right of way to install, maintain and operate switch gears and associated appurtenances of an electric line (numbered 251) located easterly of hotel and parking garage.