

**WEST VIRGINIA DEVELOPMENT OFFICE**



**Tourism Development Act**

**2016**

**ANNUAL REPORT**

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# ACE Adventure Resort





P.O. Box 1168 • Oak Hill, WV 25801

☎ 800-787-3982

✉ [ace@aceraft.com](mailto:ace@aceraft.com)

🌐 [www.AceRaft.com](http://www.AceRaft.com)

March 29, 2017

Todd Hooker  
WV State Capitol  
Bldg. 6 Room 504  
Charleston, WV 25305

Dear Mr. Hooker,

In accordance with annual requirements under the West Virginia Tourism Development Account, ACE Adventure Resort certifies the following:

- 1) Per the attached schedule, 70% of ACE's 54,719 visitors were from outside the state of West Virginia.
- 2) ACE Adventure Resort was open 365 days during the 2016 calendar year.
- 3) ACE has no outstanding obligations owed under West Virginia State Tax and Revenue Laws.

If you need any further information, or if you any questions, please do not hesitate to contact me. Your time is very much appreciated.

Sincerely,

A handwritten signature in black ink that reads "Paul Buechler".

Paul Buechler  
Chief Financial Office  
ACE Adventure Resort  
P.O. Box 1168  
Oak Hill, WV 25901  
304-640-8892  
[paulraft@gmail.com](mailto:paulraft@gmail.com)

Enclosure:  
Customer by State Report

**Customers by State**  
**ACE Adventure Resort**

<u>State</u>	<u>Guests</u>	<u>% of Total</u>
WV	16,656	30.4%
OH	9,129	16.7%
VA	6,845	12.5%
MI	3,347	6.1%
NC	3,030	5.5%
PA	2,815	5.1%
KY	2,264	4.1%
IN	2,072	3.8%
MD	1,664	3.0%
DC	1,056	1.9%
IL	843	1.5%
FL	682	1.2%
NY	575	1.1%
Other States	<u>3,741</u>	<u>6.8%</u>
<b>Totals</b>	<b>54,719</b>	<b>100%</b>

# Adventures on the Gorge

Adventure West Virginia Resort





January 27, 2017

Todd E. Hooker  
Senior Manager, Financial Programs and National Accounts  
West Virginia Development Office  
1900 Kanawha Boulevard East  
Charleston, WV 25305-0311

Re: 2016 Certification

Dear Mr. Hooker:

Enclosed are documents to certify compliance under the West Virginia Tourism Development Act for the year 2016. These documents include:

- Statements of Good Standing from the West Virginia State Tax Department for Adventure West Virginia Resort, LLC and for Adventure WV, LLC
- Certificate of Liability Insurance for workers compensation
- Letter of compliance with West Virginia Unemployment Compensation Law
- Schedule of customers by state showing that 66.4% of 2016 attendance was from states other than West Virginia
- Certification that the facility was open at least one hundred days during 2016.

Please let me know if you have any questions or require more information.

Sincerely,

Michele Fowler  
Chief Financial Officer

Attachments



STATE OF WEST VIRGINIA  
State Tax Department, Taxpayer Services Division  
P. O. Box 885  
Charleston, WV 25323-0885



Jim Justice, Governor

Dale W. Steager, Tax Commissioner

ADVENTURE WEST VIRGINIA RESORT, LLC  
PO BOX 78  
LANSING WV 25862-0078

Letter Id: L0838564032  
Issued: 01/26/2017

## West Virginia State Tax Department

### Statement of Good Standing

EFFECTIVE DATE: January 26, 2017

A review of tax accounts indicates that the above named taxpayer is in good standing as of the effective date of this document.

The issuance of this Statement of Good Standing shall not bar any audits, investigations, assessments, refund or credits with respect to the taxpayer named above and is based only on a review of the tax returns and not on a physical audit of records.

Sincerely,

Nicole Grant, Tax Unit Supervisor  
Taxpayer Services Division





STATE OF WEST VIRGINIA  
State Tax Department, Taxpayer Services Division  
P. O. Box 885  
Charleston, WV 25323-0885



Jim Justice, Governor

Dale W. Steager, Tax Commissioner

ADVENTURE WV, LLC  
PO BOX 78  
LANSING WV 25862-0078

Letter Id: L1255916736  
Issued: 01/26/2017

## West Virginia State Tax Department

### Statement of Good Standing

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Sincerely,

Nicole Grant, Tax Unit Supervisor  
Taxpayer Services Division



# CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)

1/23/2017

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

**IMPORTANT:** If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

<b>PRODUCER</b> West Virginia Insurance Agency 130 Brookshire Lane  Beckley WV 25801	<b>CONTACT NAME:</b> Sherry Jones <b>PHONE (A/C, No, Ext):</b> (304) 255-0005 <b>E-MAIL ADDRESS:</b> sherry@wvins.com		<b>FAX (A/C, No):</b> (304) 465-0006
	<b>INSURER(S) AFFORDING COVERAGE</b>		
<b>INSURED</b> Adventure WV LLC, DBA: Class Vi River Runners Inc Po Box 78  Lansing WV 25862	<b>INSURER A:</b> Brickstreet Insurance		<b>NAIC #</b> 12372
	<b>INSURER B:</b>		
	<b>INSURER C:</b>		
	<b>INSURER D:</b>		
	<b>INSURER E:</b>		
	<b>INSURER F:</b>		

**COVERAGES** **CERTIFICATE NUMBER:** CL1712303815 **REVISION NUMBER:**

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL INSD	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS	
	<b>COMMERCIAL GENERAL LIABILITY</b> <input type="checkbox"/> CLAIMS-MADE <input type="checkbox"/> OCCUR  GEN'L AGGREGATE LIMIT APPLIES PER: <input type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC OTHER:						EACH OCCURRENCE \$ DAMAGE TO RENTED PREMISES (Ea occurrence) \$ MED EXP (Any one person) \$ PERSONAL & ADV INJURY \$ GENERAL AGGREGATE \$ PRODUCTS - COMP/OP AGG \$	
	<b>AUTOMOBILE LIABILITY</b> <input type="checkbox"/> ANY AUTO <input type="checkbox"/> ALL OWNED AUTOS <input type="checkbox"/> HIRED AUTOS <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> NON-OWNED AUTOS						COMBINED SINGLE LIMIT (Ea accident) \$ BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE (Per accident) \$	
	<b>UMBRELLA LIAB</b> <input type="checkbox"/> OCCUR <b>EXCESS LIAB</b> <input type="checkbox"/> CLAIMS-MADE DED RETENTION \$						EACH OCCURRENCE \$ AGGREGATE \$	
A	<b>WORKERS COMPENSATION AND EMPLOYERS' LIABILITY</b> ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below	Y/N	N/A	WCB1015455 WV BROAD FORM	3/1/2016	3/1/2017	<input checked="" type="checkbox"/> PER STATUTE <input type="checkbox"/> OTH-ER	E.L. EACH ACCIDENT \$ 1,000,000 E.L. DISEASE - EA EMPLOYEE \$ 1,000,000 E.L. DISEASE - POLICY LIMIT \$ 1,000,000

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)

PROOF OF INSURANCE

CERTIFICATE HOLDER

CANCELLATION

SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.

AUTHORIZED REPRESENTATIVE

Sherry Jones SHERRY

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January 27, 2017

ADVENTURE WV, LLC, DBA  
ADVENTURE WV  
P O BOX 78  
LANSING WV 25862-0078

Account Number: 19098-5

Dear Employer:

Workforce West Virginia has, at your request, researched their records and has found this account is in compliance with the West Virginia Unemployment Compensation Law.

Very truly yours,



Kathy Phillips  
Acting Assistant Director

cac

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Compliance and Enforcement Section • Unemployment Compensation Division  
112 California Avenue • Charleston, West Virginia 25305  
Telephone: (304) 558-2451 • Fax: (304) 558-1324

An agency of the Department of Commerce

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[www.workforcewv.org](http://www.workforcewv.org)

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## Customers By State 2016

	Customers	% of Total
West Virginia	24,676	33.6%
Ohio	13,626	18.5%
Virginia	7,524	10.2%
Michigan	3,442	4.7%
Pennsylvania	3,386	4.6%
North Carolina	3,152	4.3%
Indiana	2,653	3.6%
Kentucky	1,944	2.6%
Maryland	1,809	2.5%
Illinois	1,496	2.0%
Florida	1,424	1.9%
New York	1,033	1.4%
New Jersey	686	0.9%
South Carolina	658	0.9%
California	656	0.9%
Texas	599	0.8%
Tennessee	595	0.8%
Georgia	559	0.8%
District of Columbia	391	0.5%
Alabama	343	0.5%
All Other	2,841	3.9%
	73,493	100.0%



Adventure WV, LLC, was open in 2016 as follows.

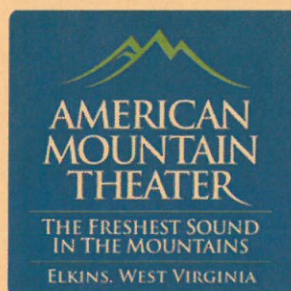
1. Twenty-eight deluxe cabins were open 365 days.
2. Eight deluxe cabin suites were open 365 days. Four deluxe cabin suites opened on Memorial Day (upon completion of construction) and were open through December 31.
3. Eight Sportsman cabins were open 365 days.
4. Fifteen Sportsman cabins were open from March 15 through October 31.
5. Forty-seven basic cabins (no running water or bathroom) were open from March 31 through October 29.
6. Whitewater rafting trips were offered from April 2 through October 30.
7. Zip line tours were offered 365 days.
8. Chetty's restaurant was open Thursday through Monday from January 1 through March 31, was open daily from April 1 through Bridge Day weekend, and was open Thursday through Monday from Bridge Day weekend through December 31.
9. Smokey's restaurant was open daily from Memorial Day through Bridge Day weekend. Smokey's was available for events from Bridge Day weekend through December 31.
10. Other operational segments were also open on various schedules during 2016, including camping, other food service venues, and activities other than rafting and zip line tours. These other operations were conducted primarily during the period from April through Bridge Day weekend.

I hereby certify that Adventure WV, LLC, was open at least one hundred days in the calendar year 2016.

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Michele Fowler  
Chief Financial Officer

# American Mountain Theater





February 23, 2017

Todd E. Hooker, Deputy Director  
West Virginia Development Office  
1900 Kanawha Boulevard East  
Charleston, WV 25305-0311

RE: Requested Information on the American Mountain Theater, Inc.

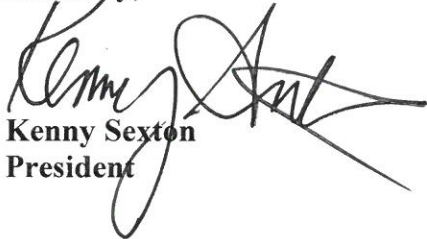
Dear Todd,

Enclosed is the information you requested in your letter dated January 12, 2017 of which a copy is attached. I will address the three points of information requested in your letter.

1. Our ticketing system allows us to track our customers by their zip codes. We have prepared a summary page showing where our customers came from. It shows that 40.3% of AMT's customers came from out of state, well in excess of the required 25%.
2. Please review published performances listed on the calendar on the inside back cover of our attached 2016 brochure and also the 2016 Performance Dates from our ticketing system. They indicate that we were open for 142 days for shows on which we staged approximately 187 shows; however, the theater ticketing and administrative offices are open year round except for a few days between Christmas and New Years. This is well in excess of the required 100 days.
3. I have attached certificates of good standing from:
  - A. The WV Secretary of State
  - B. The WV State Tax Department
  - C. The WV Unemployment Division – Workforce West Virginia
  - D. Certificates of Workman's Compensation Insurance

Let me know if you need anything else.

Sincerely,



Kenny Sexton  
President



**2016 AMT Ticket Sales**  
**Analysis of Purchaser Home Zip Code**

State	Sum of Qty	Percentage of Total
	1041	5.39%
AL	16	0.08%
AR	5	0.03%
AZ	13	0.07%
CA	32	0.17%
CO	10	0.05%
CT	1	0.01%
DE	21	0.11%
FL	121	0.63%
GA	14	0.07%
IA	11	0.06%
IL	10	0.05%
IN	20	0.10%
KS	91	0.47%
KY	155	0.80%
MA	18	0.09%
MD	627	3.25%
ME	2	0.01%
MI	96	0.50%
MN	6	0.03%
MO	8	0.04%
MS	2	0.01%
NC	430	2.23%
NH	3	0.02%
NJ	115	0.60%
NM	2	0.01%
NY	161	0.83%
OH	1359	7.04%
ON	11	0.06%
PA	2332	12.08%
RI	6	0.03%
SC	76	0.39%
TN	27	0.14%
TX	16	0.08%
UT	3	0.02%
VA	904	4.68%
VT	2	0.01%
WA	3	0.02%
WI	3	0.02%
<b>WV</b>	<b>11528</b>	<b>59.70%</b>
WY	10	0.05%
Grand Total	19311	

**Only 59.70% of ticket purchasers in 2016 had WV zip codes.**  
**This means that 40.3% of customers came from outside the state of WV.**



# AMERICAN MOUNTAIN THEATER 2016 EVENT ATTENDANCE

## 2016 Premier 2-Hour Show

Date	Time	Available	Sold
Fri Apr 1, 2016	7:30PM	330	188
Sat Apr 2, 2016	7:30PM	343	175
Fri Apr 8, 2016	7:30PM	486	32
Sat Apr 9, 2016	7:30PM	448	70
Fri Apr 15, 2016	7:30PM	489	29
Sat Apr 16, 2016	7:30PM	490	28
Fri Apr 22, 2016	7:30PM	478	40
Sat Apr 23, 2016	7:30PM	473	45
Fri Apr 29, 2016	7:30PM	480	38
Sat Apr 30, 2016	7:30PM	469	49
Thu May 5, 2016	7:30PM	508	10
Fri May 6, 2016	7:30PM	498	20
Sat May 7, 2016	7:30PM	481	37
Fri May 13, 2016	7:30PM	470	48
Sat May 14, 2016	7:30PM	481	37
Thu May 19, 2016	7:30PM	491	27
Fri May 20, 2016	7:30PM	482	36
Sat May 21, 2016	7:30PM	358	160
Thu May 26, 2016	7:30PM	460	58
Fri May 27, 2016	7:30PM	429	89
Sat May 28, 2016	7:30PM	392	126
Wed Jun 1, 2016	7:30PM	466	53
Thu Jun 2, 2016	7:30PM	473	45
Fri Jun 3, 2016	7:30PM	483	35
Sat Jun 4, 2016	7:30PM	423	95
Thu Jun 9, 2016	7:30PM	429	89
Fri Jun 10, 2016	7:30PM	466	52
Sat Jun 11, 2016	7:30PM	474	44
Tue Jun 14, 2016	7:30PM	457	61
Thu Jun 16, 2016	2PM	424	58
Thu Jun 16, 2016	7:30PM	398	120
Fri Jun 17, 2016	7:30PM	490	28
Sat Jun 18, 2016	7:30PM	465	53
Thu Jun 23, 2016	2PM	397	121
Thu Jun 23, 2016	7:30PM	413	105
Fri Jun 24, 2016	7:30PM	403	115
Sat Jun 25, 2016	7:30PM	401	117
Thu Jun 30, 2016	7:30PM	451	67
Fri Jul 1, 2016	7:30PM	499	19
Sat Jul 2, 2016	7:30PM	483	35
Thu Jul 7, 2016	7:30PM	477	41
Fri Jul 8, 2016	7:30PM	430	88
Sat Jul 9, 2016	7:30PM	485	33
Thu Jul 14, 2016	7:30PM	362	156
Fri Jul 15, 2016	7:30PM	374	144
Sat Jul 16, 2016	7:30PM	450	68

# AMERICAN MOUNTAIN THEATER 2016 EVENT ATTENDANCE

Wed Jul 20, 2016	2PM	475	43
Thu Jul 21, 2016	7:30PM	496	22
Fri Jul 22, 2016	7:30PM	417	101
Sat Jul 23, 2016	7:30PM	284	233
Thu Jul 28, 2016	7:30PM	458	60
Fri Jul 29, 2016	7:30PM	347	171
Sat Jul 30, 2016	7:30PM	429	89
Thu Aug 4, 2016	7:30PM	385	133
Fri Aug 5, 2016	7:30PM	428	90
Sat Aug 6, 2016	7:30PM	381	134
Wed Aug 10, 2016	7:30PM	479	40
Thu Aug 11, 2016	7:30PM	480	38
Fri Aug 12, 2016	7:30PM	424	94
Sat Aug 13, 2016	7:30PM	458	60
Thu Aug 18, 2016	7:30PM	405	113
Fri Aug 19, 2016	7:30PM	420	99
Sat Aug 20, 2016	7:30PM	435	83
Wed Aug 24, 2016	2PM	458	60
Thu Aug 25, 2016	7:30PM	396	122
Fri Aug 26, 2016	7:30PM	480	38
Sat Aug 27, 2016	7:30PM	423	95
Thu Sep 1, 2016	7:30PM	453	65
Fri Sep 2, 2016	7:30PM	486	32
Sat Sep 3, 2016	7:30PM	456	62
Thu Sep 8, 2016	7:30PM	387	115
Fri Sep 9, 2016	7:30PM	436	82
Sat Sep 10, 2016	7:30PM	488	30
Wed Sep 14, 2016	7:30PM	451	67
Thu Sep 15, 2016	7:30PM	402	116
Fri Sep 16, 2016	7:30PM	471	47
Sat Sep 17, 2016	7:30PM	470	48
Mon Sep 19, 2016	7:30PM	508	10
Tue Sep 20, 2016	7:30PM	397	121
Wed Sep 21, 2016	7:30PM	433	85
Thu Sep 22, 2016	7:30PM	389	129
Fri Sep 23, 2016	7:30PM	355	163
Sat Sep 24, 2016	7:30PM	403	115
Mon Sep 26, 2016	7:30PM	502	16
Tue Sep 27, 2016	7:30PM	448	70
Wed Sep 28, 2016	7:30PM	422	96
Thu Sep 29, 2016	2PM	498	21
Thu Sep 29, 2016	7:30PM	403	115
Fri Sep 30, 2016	7:30PM	439	79
Sat Oct 1, 2016	7:30PM	333	185
Mon Oct 3, 2016	7:30PM	514	4
Tue Oct 4, 2016	7:30PM	455	63
Wed Oct 5, 2016	7:30PM	500	18

# AMERICAN MOUNTAIN THEATER 2016 EVENT ATTENDANCE

Thu Oct 6, 2016	7:30PM	419	99
Fri Oct 7, 2016	7:30PM	422	96
Sat Oct 8, 2016	7:30PM	442	76
Mon Oct 10, 2016	7:30PM	465	53
Tue Oct 11, 2016	2PM	474	44
Tue Oct 11, 2016	7:30PM	376	142
Wed Oct 12, 2016	7:30PM	348	170
Thu Oct 13, 2016	7:30PM	318	200
Fri Oct 14, 2016	7:30PM	225	293
Sat Oct 15, 2016	7:30PM	305	213
Mon Oct 17, 2016	7:30PM	502	16
Tue Oct 18, 2016	2PM	464	54
Tue Oct 18, 2016	7:30PM	466	52
Wed Oct 19, 2016	7:30PM	381	137
Thu Oct 20, 2016	7:30PM	374	144
Fri Oct 21, 2016	7:30PM	341	177
Sat Oct 22, 2016	7:30PM	331	184
Mon Oct 24, 2016	7:30PM	—	—
Tue Oct 25, 2016	7:30PM	378	140
Wed Oct 26, 2016	7:30PM	489	29
Thu Oct 27, 2016	7:30PM	376	142
Fri Oct 28, 2016	7:30PM	425	93
Sat Oct 29, 2016	7:30PM	453	65
<b>Total</b>		<b>49,840</b>	<b>9,675</b>

## Jimmy Fortune in AMT's Southern Gospel Series

Date	Time	Available	Sold
Sun Apr 3, 2016	3:30PM	21	529
<b>Total</b>		<b>21</b>	<b>529</b>

## Ernie Haase & Signature Sound in AMT's Southern Gospel Series

Date	Time	Available	Sold
Sun Apr 24, 2016	3:30PM	144	395
<b>Total</b>		<b>144</b>	<b>395</b>

# AMERICAN MOUNTAIN THEATER 2016 EVENT ATTENDANCE

## Special 1-Hour Premier Performance

Date	Time	Available	Sold
Sat Apr 30, 2016	2:30PM	466	59
<b>Total</b>		<b>466</b>	<b>59</b>

## 2016 History of American Music Show

Date	Time	Available	Sold
Sat May 14, 2016	3:30PM	494	25
Fri May 27, 2016	3:30PM	480	39
Sat May 28, 2016	3:30PM	465	54
Sat Jun 4, 2016	12AM	500	19
Sat Jun 4, 2016	9AM	464	55
Fri Jun 17, 2016	9AM	461	58
Thu Jun 23, 2016	9AM	446	73
Fri Jun 24, 2016	3:30PM	481	38
Sat Jun 25, 2016	3:30PM	505	14
Sat Jul 16, 2016	3:30PM	493	26
Sat Jul 23, 2016	3:30PM	471	48
Fri Jul 29, 2016	3:30PM	447	72
Sat Aug 6, 2016	3:30PM	482	37
Thu Aug 18, 2016	3:30PM	474	45
Sat Aug 20, 2016	9AM	427	92
Sat Aug 27, 2016	3:30PM	447	72
Thu Sep 15, 2016	3:30PM	461	58
Sat Sep 17, 2016	3:30PM	486	33
Sat Sep 24, 2016	9AM	479	40
Wed Sep 28, 2016	3:30PM	480	39
Sat Oct 1, 2016	3:30PM	448	71
Mon Oct 3, 2016	3:30PM	474	45
Wed Oct 5, 2016	3:30PM	464	55
Thu Oct 6, 2016	9AM	411	108
Sat Oct 8, 2016	3:30PM	463	56
Tue Oct 11, 2016	9AM	490	29
Wed Oct 12, 2016	3:30PM	453	66
Fri Oct 14, 2016	9AM	463	56
Sat Oct 15, 2016	9AM	462	57
Sat Oct 15, 2016	3:30PM	464	55
Mon Oct 17, 2016	3:30PM	462	57
Fri Oct 21, 2016	9AM	433	86
Sat Oct 22, 2016	3:30PM	388	131
Wed Oct 26, 2016	3:30PM	459	60
Sat Oct 29, 2016	9AM	472	47
<b>Total</b>		<b>16,249</b>	<b>1,916</b>

# AMERICAN MOUNTAIN THEATER 2016 EVENT ATTENDANCE

## Jason Crabb in AMT's Southern Gospel Series

Date	Time	Available	Sold
Sun May 15, 2016	3:30PM	255	250
<b>Total</b>		<b>255</b>	<b>250</b>

## Tribute Quartet in AMT's Southern Gospel Series

Date	Time	Available	Sold
Sun Jun 5, 2016	3:30PM	363	142
<b>Total</b>		<b>363</b>	<b>142</b>

## Gordon Mote in AMT's Southern Gospel Series

Date	Time	Available	Sold
Sun Jun 26, 2016	3:30PM	351	154
<b>Total</b>		<b>351</b>	<b>154</b>

## Nothin' Fancy Bluegrass Show

Date	Time	Available	Sold
Sun Jul 10, 2016	7:30PM	210	308
<b>Total</b>		<b>210</b>	<b>308</b>

## Triumphant Quartet in AMT's Southern Gospel Series

Date	Time	Available	Sold
Sun Jul 17, 2016	3:30PM	297	208
<b>Total</b>		<b>297</b>	<b>208</b>

## Dailey & Vincent in AMT's Bluegrass Concert Series

Date	Time	Available	Sold
Sun Jul 24, 2016	3:30PM	32	518
<b>Total</b>		<b>32</b>	<b>518</b>

## The Diplomats in AMT's Southern Gospel Series

Date	Time	Available	Sold
Sun Aug 7, 2016	3:30PM	354	164
<b>Total</b>		<b>354</b>	<b>164</b>

# AMERICAN MOUNTAIN THEATER 2016 EVENT ATTENDANCE

<b>The Hoppers in AMT's Southern Gospel Series</b>			
Date	Time	Available	Sold
<del>Sat Aug 13, 2016</del>	<del>3:30PM</del>	<del>508</del>	<del>-</del>
<del>Sun Aug 14, 2016</del>	<del>3:30PM</del>	<del>-</del>	<del>-</del>
<b>Total</b>		<b>508</b>	<b>0</b>

<b>Jeff &amp; Sheri Easter in AMT's Southern Gospel Series</b>			
Date	Time	Available	Sold
Sun Aug 28, 2016	3:30PM	223	327
<b>Total</b>		<b>223</b>	<b>327</b>

<b>The Isaacs in AMT's Southern Gospel Series</b>			
Date	Time	Available	Sold
Sun Sep 18, 2016	3:30PM	37	502
<b>Total</b>		<b>37</b>	<b>502</b>

<b>Doyle Lawson &amp; Quicksilver in AMT's Bluegrass Concert Series</b>			
Date	Time	Available	Sold
Sun Oct 23, 2016	3:30PM	56	480
<b>Total</b>		<b>56</b>	<b>480</b>

<b>Rhonda Vincent &amp; The Rage in AMT's Bluegrass Series</b>			
Date	Time	Available	Sold
Sat Nov 5, 2016	3:30PM	190	328
Sat Nov 5, 2016	7:30PM	227	291
<b>Total</b>		<b>417</b>	<b>619</b>

<b>The Hoppers in AMT's Southern Gospel Series</b>			
Date	Time	Available	Sold
Sat Nov 12, 2016	7:30PM	149	390
<b>Total</b>		<b>149</b>	<b>390</b>

# AMERICAN MOUNTAIN THEATER 2016 EVENT ATTENDANCE

## 2016 Christmas Celebration

Date	Time	Available	Sold
Fri Nov 25, 2016	7:30PM	434	85
Sat Nov 26, 2016	2PM	341	178
Sat Nov 26, 2016	7:30PM	457	62
Sun Nov 27, 2016	3PM	457	62
Thu Dec 1, 2016	7:30PM	401	103
Fri Dec 2, 2016	7:30PM	338	181
Sun Dec 4, 2016	3PM	327	192
Thu Dec 8, 2016	7:30PM	467	52
Fri Dec 9, 2016	7:30PM	423	96
Sat Dec 10, 2016	2PM	284	235
Sat Dec 10, 2016	7:30PM	333	186
Sun Dec 11, 2016	3PM	411	108
Thu Dec 15, 2016	7:30PM	451	68
Fri Dec 16, 2016	7:30PM	357	162
Sat Dec 17, 2016	2PM	417	102
Sat Dec 17, 2016	7:30PM	411	101
Sun Dec 18, 2016	3PM	413	104
Thu Dec 22, 2016	7:30PM	465	54
Fri Dec 23, 2016	7:30PM	429	90
<b>Total</b>		<b>7,616</b>	<b>2,221</b>

## Ernie Haase & Signature Sound's Christmas Tour

Date	Time	Available	Sold
Sat Dec 3, 2016	2PM	146	382
Sat Dec 3, 2016	7:30PM	315	217
<b>Total</b>		<b>461</b>	<b>599</b>

# State of West Virginia



## Certificate

*I, Mac Warner, Secretary of State of the State of West Virginia, hereby certify that*

**AMERICAN MOUNTAIN THEATER INC.**

was incorporated under the laws of West Virginia and a Certificate of Incorporation was issued by the West Virginia Secretary of State's Office on October 28, 2002.

I further certify that the corporation has not been revoked by the State of West Virginia nor has the West Virginia Secretary of State issued a Certificate of Dissolution to the corporation.

Accordingly, I hereby issue this

## CERTIFICATE OF EXISTENCE

Validation ID:2WV39\_FAGTA

*Given under my hand and the  
Great Seal of the State of  
West Virginia on this day of*

*February 23, 2017*

*Mac Warner*

*Secretary of State*







STATE OF WEST VIRGINIA  
State Tax Department, Taxpayer Services Division  
P. O. Box 885  
Charleston, WV 25323-0885



Jim Justice, Governor

Dale W. Steager, Tax Commissioner

AMERICAN MOUNTAIN THEATER INC  
49 MARTIN ST  
ELKINS WV 26241-3490

Letter Id: L1576510656  
Issued: 02/23/2017

## West Virginia State Tax Department

### Statement of Good Standing

EFFECTIVE DATE: February 23, 2017

A review of tax accounts indicates that the above named taxpayer is in good standing as of the effective date of this document.

The issuance of this Statement of Good Standing shall not bar any audits, investigations, assessments, refund or credits with respect to the taxpayer named above and is based only on a review of the tax returns and not on a physical audit of records.

Sincerely,

Nicole Grant, Tax Unit Supervisor  
Taxpayer Services Division

atL103 v.20



Jim Justice, Governor  
H. Wood Thrasher, Commerce Cabinet Secretary  
Russell L. Fry, Acting Executive Director

February 24, 2017

American Mountain Theater, Inc.  
49 Martin Street  
Elkins, WV 26241

Account Number: 33102-3

Dear Employer:

Workforce West Virginia has, at your request, researched their records and has found this account is in compliance with the West Virginia Unemployment Compensation Law.

Very truly yours,

A handwritten signature in cursive script that reads "Kathy Phillips".

Kathy Phillips  
Acting Assistant Director

ct

---

Compliance and Enforcement Section • Unemployment Compensation Division

112 California Avenue • Charleston, West Virginia 25305

Telephone: (304) 558-2451 • Fax: (304) 558-1324

An agency of the Department of Commerce

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## CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)

2/10/2016

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

PRODUCER Dyer Insurance Agency 347 Washington Avenue PO Box 607 Clarksburg, WV 26302-0607	CONTACT NAME: <b>Shelli L. Anderson</b>	
	PHONE (A/C, No., Ext):	FAX (A/C, No):
	E-MAIL ADDRESS: <b>shellianderson@dyerinsurance.net</b>	
INSURER(S) AFFORDING COVERAGE		NAIC #
INSURER A: <b>State Auto Insurance Companies</b>	<b>25127</b>	
INSURER B: <b>BrickStreet Mutual Insurance Company</b>	<b>12372</b>	
INSURER C:		
INSURER D:		
INSURER E:		
INSURER F:		


INSURED  
**American Mountain Theater, Inc.  
49 Martin Street  
Elkins, WV 26241**

COVERAGES CERTIFICATE NUMBER: REVISION NUMBER:

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL INSD	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS		
<b>A</b>	<input checked="" type="checkbox"/> <b>COMMERCIAL GENERAL LIABILITY</b> <input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR GEN'L AGGREGATE LIMIT APPLIES PER: <input checked="" type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC OTHER:			<b>PBP2660402-02</b>	<b>05/09/2015</b>	<b>05/09/2016</b>	EACH OCCURRENCE	\$ <b>1,000,000</b>	
							DAMAGE TO RENTED PREMISES (Ea occurrence)	\$ <b>100,000</b>	
							MED EXP (Any one person)	\$ <b>5,000</b>	
							PERSONAL & ADV INJURY	\$	
							GENERAL AGGREGATE	\$ <b>2,000,000</b>	
							PRODUCTS - COMP/OP AGG	\$ <b>2,000,000</b>	
								\$	
	<input type="checkbox"/> <b>AUTOMOBILE LIABILITY</b> <input type="checkbox"/> ANY AUTO <input type="checkbox"/> ALL OWNED AUTOS <input type="checkbox"/> HIRED AUTOS						COMBINED SINGLE LIMIT (Ea accident)	\$	
	<input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> NON-OWNED AUTOS						BODILY INJURY (Per person)	\$	
							BODILY INJURY (Per accident)	\$	
							PROPERTY DAMAGE (Per accident)	\$	
								\$	
	<input type="checkbox"/> <b>UMBRELLA LIAB</b> <input type="checkbox"/> EXCESS LIAB DED RETENTION \$						EACH OCCURRENCE	\$	
							AGGREGATE	\$	
								\$	
<b>B</b>	<input checked="" type="checkbox"/> <b>WORKERS COMPENSATION AND EMPLOYERS' LIABILITY</b> ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below	<input type="checkbox"/> Y/N N/A		<b>WCB1011132</b>	<b>12/31/2015</b>	<b>12/31/2016</b>	<input checked="" type="checkbox"/> PER STATUTE <input type="checkbox"/> OTH-ER	E.L. EACH ACCIDENT	\$ <b>300,000</b>
								E.L. DISEASE - EA EMPLOYEE	\$ <b>300,000</b>
								E.L. DISEASE - POLICY LIMIT	\$ <b>500,000</b>

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)

<b>CERTIFICATE HOLDER</b>  West Virginia Development Office 1900 Kanawha Blvd. East Charleston, WV 25305-0101	<b>CANCELLATION</b>  SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.
	AUTHORIZED REPRESENTATIVE  

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# **The Resort at Glade Springs**

**EMCO Glade Springs Hospitality, LLC**



**THE RESORT AT  
GLADE SPRINGS**

March 2, 2017

Mr. Todd E. Hooker, Senior Manager  
West Virginia Development Office  
1900 Kanawha Boulevard, East  
Building 6, Room 504  
Charleston, WV 25305-0311

Re: 2016 Annual Reporting Requirements

The required information for the annual reporting requirements in conformance with the West Virginia Tourism Development Act is as follows:

- 1) Evidence that a minimum of 25% of annual attendance is attracted from outside the state: Attachment A is a summary report extracted directly from the Maestro database which shows 61.87% of 2016 visitors coming from outside West Virginia.
- 2) Evidence that the project was open to the public for at least one hundred days: The Resort at Glade Springs was open 365 days in 2016 from January 1 through December 31.
- 3) Certificates of good standing:
  - a. Attachment B is a copy of the Workers Compensation Certificate for the period 3/14/16 through 3/14/17.
  - b. Attachment C is a statement from Workforce West Virginia showing compliance with the WV Unemployment Compensation Law.
  - c. Attachment D is a copy of the Certificate of Good Standing from the WV State Tax Department.

The undersigned, on behalf of The Resort at Glade Springs, certifies that the above information is true and correct.

Signed: Sheila Talbott Date: 3/2/17  
Sheila Talbott, Controller 3/2/17

THE RESORT AT GLADE SPRINGS  
2016 VISITORS

(A)

State/Country	Number	Percentage
AB	7	0.02%
AK	1	0.00%
AL	184	0.63%
AR	18	0.06%
AZ	31	0.11%
CA	176	0.60%
CHS	0	0.00%
CO	108	0.37%
CT	52	0.18%
DC	65	0.22%
DE	22	0.07%
FL	603	2.05%
GA	807	2.74%
HI	1	0.00%
IA	72	0.24%
ID	6	0.02%
IL	237	0.81%
IN	290	0.99%
KS	33	0.11%
KY	1102	3.75%
LA	63	0.21%
MA	35	0.12%
MB	1	0.00%
MD	1251	4.25%
ME	12	0.04%
MI	196	0.67%
MN	134	0.46%
MO	67	0.23%
MS	34	0.12%
MT	21	0.07%
MU	1	0.00%
NC	2931	9.96%
NE	24	0.08%
NH	10	0.03%
NJ	176	0.60%
NM	3	0.01%
NV	43	0.15%
NY	215	0.73%
OH	2804	9.53%
OK	18	0.06%
ON	165	0.56%
OR	10	0.03%
PA	1137	3.86%
QLD	9	0.03%
RI	4	0.01%
SC	966	3.28%
SD	9	0.03%
TN	622	2.11%
TX	625	2.12%
UK	3	0.01%
UT	45	0.15%
VA	2557	8.69%
VT	1	0.00%
WA	123	0.42%
WI	75	0.25%
WV	11219	38.13%
WY	1	0.00%
<b>Grand Total</b>	<b>29425</b>	<b>100.00%</b>
<b>West Virginia</b>		<b>38.13%</b>
<b>Outside WV</b>		<b>61.87%</b>

(B)

### Workers Compensation and Employers Liability Insurance Policy



400 Quarrier Street Charleston, WV 25301-2010

**BrickStreet Mutual Insurance Company**  
A Mutual Company

Policy Number	Policy Period	
	From	To
WCB1016382	03/14/2016	03/14/2017
(12:01 AM at the insured location)		

Information Page		Renewal/Rewrite of Policy Number	
		WCB1016382	
1. Named Insured and Address		Agency Information	
Emco Glade Springs Hospitality LLC Glade Springs Hotel And Conference Resort 255 Resort Dr Daniels, WV 25832-9046		2063 Jim Lively Insurance Agency Inc. Jim Lively Insurance Agency Inc. 531 Jones Avenue Oak Hill, WV 25901	
Carrier No.	FEIN	Risk ID	Entity Type
15762	20-0976658	913891295	Limited Liability Co - Corporation

Additional Workplaces not shown above:  
Refer to Schedule of Locations Endorsement WC 99 06 02 (07-09)

- 2. The Policy Period is from 03/14/2016 to 03/14/2017 12:01am Standard Time at the insured's mailing address.
- 3. A. Workers Compensation Insurance: Part One of the policy applies to the Workers Compensation Law of the states listed here: WV

B. Employers Liability Insurance: Part Two of the policy applies to work in each state listed in Item 3.A. The limits of our liability under part Two are:

Bodily Injury by Accident:	\$1,000,000.00	Each Accident
Bodily Injury by Disease:	\$1,000,000.00	Policy Limit
Bodily Injury by Disease:	\$1,000,000.00	Each Employee

C. Other States Insurance: Part Three of the policy applies to the states, if any, listed here: All states and U.S. territories except North Dakota, Ohio, Washington, Wyoming, Puerto Rico, and the U.S. Virgin Islands, and states designated in Item 3.A. of the Information Page.

D. This policy includes these endorsements and schedules: SEE ATTACHED SCHEDULE

- 4. The premium for this policy will be determined by our Manuals of Rules, Classifications, Rates and Rating Plans. All information required below is subject to verification and change by audit.

#### SEE ATTACHED CLASSIFICATIONS OF OPERATIONS

Minimum Premium: \$818.00	Total Estimated Annual Premium:	\$160,244.00
	Premium Discount:	
	Expense Constant:	\$175.00
	Deposit Premium:	\$27,166.00

Issue Date: 03/14/2016  
Issuing Office: Charleston, WV

WC 00 00 01 B (01-15)

March 1, 2017

EMCO GLADE SPRINGS HOSPITALITY LLC, DBA  
GLADE SPRINGS HOTEL AND CONFERENCE RESOR  
255 RESORT DR  
DANIELS WV 25832-9045

Account Number: 42741-1

Dear Employer:

Workforce West Virginia has, at your request, researched their records and has found this account is in compliance with the West Virginia Unemployment Compensation Law.

Very truly yours,



Kathy Phillips  
Acting Assistant Director

cac





STATE OF WEST VIRGINIA  
State Tax Department, Taxpayer Services Division  
P. O. Box 885  
Charleston, WV 25323-0885



(D)

Jim Justice, Governor

Dale W. Steager, Tax Commissioner

GSR, LLC  
255 RESORT DR  
DANIELS WV 25832-9046

Letter Id: L1315607744  
Issued: 03/01/2017

### West Virginia State Tax Department

### Statement of Good Standing

EFFECTIVE DATE: March 1, 2017

A review of tax accounts indicates that the above named taxpayer is in good standing as of the effective date of this document.

The issuance of this Statement of Good Standing shall not bar any audits, investigations, assessments, refund or credits with respect to the taxpayer named above and is based only on a review of the tax returns and not on a physical audit of records.

Sincerely,

Nicole Grant, Tax Unit Supervisor  
Taxpayer Services Division

# The Greenbrier

Greenbrier Hotel Corporation

The  
*Greenbrier*®



TELEPHONE (304) 536-1110  
FACSIMILE (304) 536-7854  
<http://www.greenbrier.com>

The  
*Greenbrier*®  
300 WEST MAIN STREET · WHITE SULPHUR SPRINGS · WEST VIRGINIA 24986

Mr. Todd E. Hooker, Deputy Director  
Business and Industrial Development  
West Virginia Development Office  
1900 Kanawha Boulevard East  
Charleston, WV 25305-0311

Re: 2016 Annual Reporting Requirements

The required information for the annual reporting in conformance with the West Virginia Tourism Development Act is as follows:

- 1) Evidence that a minimum of 25% of annual attendance is attracted from outside the state: Attachment A is a summary report extracted directly from the database which shows 87.22% of 2016 visitors coming from outside West Virginia.
- 2) Evidence that the project was open to the public for at least one hundred days: By signing below I am certifying that The Greenbrier Hotel was open in excess of 100 days in 2016.
- 3) Certificates of good standing:
  - a. Attachment B is a copy of the Workers Compensation Certificate for the period 3/14/15 through 3/14/16.
  - b. Attachment C is a statement from Workforce West Virginia showing compliance with the WV Unemployment Compensation Law.
  - c. Attachment D is a copy of the Certificate of Good Standing from the WV State Tax Department.

The undersigned, on behalf of the Greenbrier Hotel Corporation, certifies that the above information is true and correct.

Signed: B. Elaine Butler Date: 3-6-17  
B. Elaine Butler, CFO/Treasurer 3/6/17

(A)

**GREENBRIER HOTEL CORPORATION  
2016 VISITATION BY STATE**

STATE/COUNTRY	ABBREVIATION	ROOM NIGHTS	% of Total
Alaska	AK	20	0.01%
Alabama	AL	625	0.43%
Arkansas	AR	211	0.14%
Arizona	AZ	226	0.15%
California	CA	1,162	0.80%
Colorado	CO	238	0.16%
Connecticut	CT	461	0.32%
District of Columbia	DC	1,673	1.14%
Deleware	DE	258	0.18%
Florida	FL	2,926	2.00%
Georgia	GA	1,925	1.32%
Hawaii	HI	16	0.01%
Iowa	IA	94	0.06%
Idaho	ID	66	0.05%
Illinois	IL	1,417	0.97%
Indiana	IN	733	0.50%
Kansas	KS	467	0.32%
Kentucky	KY	2,957	2.02%
Louisiana	LA	781	0.53%
Massachusetts	MA	486	0.33%
Maryland	MD	4,496	3.08%
Maine	ME	60	0.04%
Michigan	MI	1,468	1.00%
Minnesota	MN	344	0.24%
Missouri	MO	568	0.39%
Mississippi	MS	278	0.19%
Montana	MT	21	0.01%
North Carolina	NC	8,638	5.91%
North Dakota	ND	7	0.00%
Nebraska	NE	63	0.04%
New Hampshire	NH	77	0.05%
New Jersey	NJ	1,302	0.89%
New Mexico	NM	36	0.02%
Nevada	NV	66	0.05%
New York	NY	1,673	1.14%
Ohio	OH	7,093	4.85%
Oklahoma	OK	127	0.09%
Oregon	OR	101	0.07%
Pennsylvania	PA	4,834	3.31%
Rhode Island	RI	29	0.02%
South Carolina	SC	2,391	1.64%
South Dakota	SD	7	0.00%
Tennessee	TN	2,036	1.39%
Texas	TX	1,737	1.19%
Utah	UT	74	0.05%
Virginia	VA	21,789	14.91%
Vermont	VT	53	0.04%
Washington	WA	183	0.13%
Wisconsin	WI	340	0.23%
West Virginia	WV	18,671	12.78%
Wyoming	WY	11	0.01%
Unknown		50,591	34.62%
Canada		193	0.13%
Bosnia		1	0.00%
Australia		20	0.01%
Puerto Rico		17	0.01%
<b>Grand Total</b>		<b>146,137</b>	<b>100.00%</b>



# CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)  
3/2/2017

(B)

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

**IMPORTANT:** If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

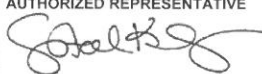
<b>PRODUCER</b> Bankers Insurance, LLC 4490 Cox Road Glen Allen VA 23060	<b>CONTACT NAME:</b> Crystal Kelly <b>PHONE (A/C, No., Ext):</b> 757-215-1360 <b>E-MAIL ADDRESS:</b> ckelly@bankersinsurance.net	<b>FAX (A/C, No.):</b> 800-899-0146
	<b>INSURER(S) AFFORDING COVERAGE</b>	
<b>INSURED</b> GREENHOT-01 Greenbrier Hotel Corporation 300 W. Main Street White Sulphur Springs WV 24986	<b>INSURER A:</b> BrickStreet Mutual Insurance Compan	<b>NAIC #</b> 12372
	<b>INSURER B:</b>	
	<b>INSURER C:</b>	
	<b>INSURER D:</b>	
	<b>INSURER E:</b>	
	<b>INSURER F:</b>	

**COVERAGES**                      **CERTIFICATE NUMBER:** 349323008                      **REVISION NUMBER:**

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL INSD	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
	<b>COMMERCIAL GENERAL LIABILITY</b> <input type="checkbox"/> CLAIMS-MADE <input type="checkbox"/> OCCUR  GEN'L AGGREGATE LIMIT APPLIES PER: <input type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC OTHER:						EACH OCCURRENCE \$ DAMAGE TO RENTED PREMISES (Ea occurrence) \$ MED EXP (Any one person) \$ PERSONAL & ADV INJURY \$ GENERAL AGGREGATE \$ PRODUCTS - COMP/OP AGG \$ \$
	<b>AUTOMOBILE LIABILITY</b> <input type="checkbox"/> ANY AUTO <input type="checkbox"/> ALL OWNED AUTOS <input type="checkbox"/> HIRED AUTOS  <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> NON-OWNED AUTOS						COMBINED SINGLE LIMIT (Ea accident) \$ BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE (Per accident) \$ \$
	<b>UMBRELLA LIAB</b> <input type="checkbox"/> OCCUR <b>EXCESS LIAB</b> <input type="checkbox"/> CLAIMS-MADE DED    RETENTION \$						EACH OCCURRENCE \$ AGGREGATE \$ \$
A	<b>WORKERS COMPENSATION AND EMPLOYERS' LIABILITY</b> ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below  Y / N <input type="checkbox"/> N / A			WCB1021660	10/1/2016	10/1/2017	PER STATUTE    OTH-ER E.L. EACH ACCIDENT \$1,000,000 E.L. DISEASE - EA EMPLOYEE \$1,000,000 E.L. DISEASE - POLICY LIMIT \$1,000,000

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)

<b>CERTIFICATE HOLDER</b>  The West Virginia Development Office 1900 Kanawha Blvd E Rm 6 East Capital Complex Charleston WV 25305	<b>CANCELLATION</b>  SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.  AUTHORIZED REPRESENTATIVE 
--	--

March 3, 2017

GREENBRIER HOTEL CORPORATION, DBA  
GREENBRIER, THE  
HUMAN RESOURCES  
300 W MAIN STREET  
WHITE SULPHUR SPRING WV 24986-2498

Account Number: 07590-6

Dear Employer:

Workforce West Virginia has, at your request, researched their records and has found this account is in compliance with the West Virginia Unemployment Compensation Law.

Very truly yours,



Kathy Phillips  
Acting Assistant Director

cac

---

Compliance and Enforcement Section • Unemployment Compensation Division  
112 California Avenue • Charleston, West Virginia 25305  
Telephone: (304) 558-2451 • Fax: (304) 558-1324

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STATE OF WEST VIRGINIA  
State Tax Department, Taxpayer Services Division  
P. O. Box 885  
Charleston, WV 25323-0885



(D)

Jim Justice, Governor

Dale W. Steager, Tax Commissioner

GREENBRIER HOTEL CORPORATION  
300 W MAIN ST  
WHITE SULPHUR SPRINGS WV 24986-2414

Letter Id: L0292144320  
Issued: 02/01/2017

## West Virginia State Tax Department

### Statement of Good Standing

EFFECTIVE DATE: February 1, 2017

A review of tax accounts indicates that the above named taxpayer is in good standing as of the effective date of this document.

The issuance of this Statement of Good Standing shall not bar any audits, investigations, assessments, refund or credits with respect to the taxpayer named above and is based only on a review of the tax returns and not on a physical audit of records.

Sincerely,

Nicole Grant, Tax Unit Supervisor  
Taxpayer Services Division

**Oglebay Resort  
& Conference Center**  
Wheeling Park Commission







March 21, 2017

Mr. Todd E. Hooker  
Deputy Director  
Business and Industrial Development  
West Virginia Development Office  
1900 Kanawha Boulevard East  
Charleston, WV 25305-0311

Dear Mr. Hooker:

Please allow the following to serve as evidence that Wheeling Park Commission is in compliance with the law as outlined in WV Code 5B-2E-8.

1. Greater than 25% of the annual attendance is attracted from outside of West Virginia as evidence by guest information database from which information is gathered during the reservation process and verified at guest check-in.
2. Oglebay was open to the public for more than 100 days as evidence by credit card receipts and lodging records.
3. Please see the attached Statement of Good Standing from West Virginia State Tax Department.

Should you have any questions, please do not hesitate to contact me at (304) 243-4116.

Sincerely,

Paul B. Christman  
Vice President of Finance & Administration  
Wheeling Park Commission  
Oglebay Park & Resort | Wheeling Park



STATE OF WEST VIRGINIA  
State Tax Department, Taxpayer Services Division  
P. O. Box 885  
Charleston, WV 25323-0885



Jim Justice, Governor

Dale W. Steager, State Tax Commissioner

WHEELING PARK COMMISSION  
465 LODGE DR  
WHEELING WV 26003-1967

Letter Id: L1243155648  
Issued: 03/21/2017

## West Virginia State Tax Department

### Statement of Good Standing

EFFECTIVE DATE: March 21, 2017

A review of tax accounts indicates that the above named taxpayer is in good standing as of the effective date of this document.

The issuance of this Statement of Good Standing shall not bar any audits, investigations, assessments, refund or credits with respect to the taxpayer named above and is based only on a review of the tax returns and not on a physical audit of records.

Sincerely,

Nicole Grant, Tax Unit Supervisor  
Taxpayer Services Division

# Stonewall Resort

MHLP, LLC



STONEWALL  
R E S O R T

**MHLP, LLC**  
Stonewall Resort Project Developer  
& Asset Manager

940 Resort Drive, Roanoke, WV 26447 - 304.269.8859 - Cell 304.552.9676 - jrhenley@stonewallresort.com

April 6, 2017

Todd Hooker, Deputy Director, Business & Industrial Development  
West Virginia Development Office  
Capitol Complex, Building 6 Room 504  
Charleston, West Virginia 25305

Re: MHLP, LLC-Stonewall Resort Tourism Development Act Contract

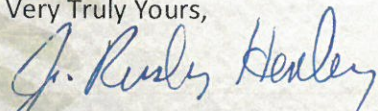
Dear Todd:

In accordance with Section 6 of the Tourism Development Expansion Project Agreement dated October 1, 2015 between the West Virginia Development Office and MHLP, LLC, this letter and attachments provides the information requested to confirm that the Expansion Project meets the eligibility requirements set forth in the contract as follows:

- i. **Twenty-five percent or more of visitors to the Expansion Project over the preceding calendar year were from outside the state of West Virginia.** The Expansion project is primarily focused on additional cottages and related amenities. As such it is not clear to me if the requirement of 25% outside of state visitors relates to the entire Resort or just the expansion portion. As such, I have attached two reports from Hospitality Marketing Associates. HMA provides a wide range of data services for Stonewall related to guest origin, average stay, booking lead time, revenue per visit, and similar information. The first report provides guest origin for the entire resort. The report shows approximately 48% of resort guests are from out of state. The second report provides that same type of information but just for the cottages. Cottage guest origin is approximately 59% from other states. Either of the reports show that guest origin meets the requirements.
- ii. **The Expansion Project was operating and open to the public for at least 100 days over the preceding calendar year.** See attached letter from Steve Ludwig, Marketing Director, Stonewall Resort.
- iii. **No outstanding obligations are due or owing under West Virginia state tax and revenue laws for the preceding calendar year or for any taxable period closing on or before the end of the preceding calendar year.** See attached letter from Jim Koutsky, Director of Finance, Stonewall Resort.

I trust this information is provides content that satisfies the Eligibility Requirement of the Stonewall Expansion Project Agreement. If additional information is needed please do not hesitate to call me.

Very Truly Yours,



J. Rudy Henley, MHLP, LLC

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# STONEWALL RESORT Full Year

Provided by HMA | Monterey, CA | (831) 655-0109

	Visits 2016	Booking Lead Time 2016 Bk Avg	Room Nights 2016 Tot Nts	Average Stay 2016 Avg Stay	Revenue Per Visit 2016 Rev/Vis	
<b>Top 10 Markets</b>	<b>Stays</b>	<b>% Tot</b>				
Charleston - Huntington	3,749	23.6%	40.39	6,185	1.65	\$ 256.41
Pittsburgh	3,250	20.4%	42.86	5,763	1.77	\$ 310.28
Clarksburg - Weston	1,845	11.6%	38.15	2,918	1.58	\$ 231.30
Washington DC	1,289	8.1%	47.59	2,558	1.98	\$ 331.66
Bluefield - Beckley - Oak Hill	666	4.2%	43.39	1,146	1.72	\$ 248.87
Wheeling - Steubenville	590	3.7%	43.54	1,028	1.74	\$ 272.03
Parkersburg	463	2.9%	51.29	812	1.75	\$ 263.65
Cleveland	331	2.1%	48.92	709	2.14	\$ 383.67
Columbus, OH	328	2.1%	54.74	686	2.09	\$ 398.82
Baltimore	233	1.5%	58.37	510	2.19	\$ 417.47
Balance	3,167	19.9%	56.29	6,947	2.19	\$ 390.62
<b>Total All Markets</b>	<b>15,911</b>		<b>45.68</b>	<b>29,262</b>	<b>1.84</b>	<b>\$ 305.73</b>
<b>Top 5 States</b>						
West Virginia	8,262	52%	41.07	13,626	1.65	\$ 251.26
Pennsylvania	2,936	18%	45.05	5,542	1.89	\$ 330.47
Ohio	1,238	8%	50.80	2,545	2.06	\$ 368.45
Virginia	745	5%	54.13	1,568	2.10	\$ 369.98
Maryland	509	3%	53.38	1,054	2.07	\$ 384.17
Balance	2,221	14%	56.21	4,927	2.22	\$ 401.16
<b>Total All States</b>	<b>15,911</b>		<b>45.68</b>	<b>29,262</b>	<b>1.84</b>	<b>\$ 305.73</b>

Data contained in this report is from Stonewall Resort's property management system the state of resort guest origin is statistically valid, it represents 75% of 2016 stays at Stonewall Resort's lodge and cottages and 100% of 2016 stays with a valid mailing address. The remaining 25% of guest addresses are not available due to relationships with 3<sup>rd</sup> party lodging providers as well as self check in groups. Our 30 years of experience shows that those those without address follow the overall distribution within a 1% margin of error.



**Hospitality Marketing Associates (HMA)**  
Generating More Revenue For Hospitality's Finest



# STONEWALL RESORT 2016 Cottage Patrons

Provided by HMA | Monterey, CA | (831) 655 - 0109

Top 10 Markets	Visits 2016		Booking Lead Time 2016 Bk Avg	Room Nights 2016		Average Stay 2016 Avg Stay	Revenue Per Visit 2016 Rev/Vis
	Stays	% Tot		Tot Nts	% Tot		
Pittsburgh	167	20.0%	98.60	386	18.2%	2.31	\$ 808.46
Charleston - Huntington	153	18.3%	67.03	337	15.9%	2.20	\$ 702.01
Clarkburg - Weston	104	12.5%	57.41	211	10.0%	2.03	\$ 557.56
Washington DC	68	8.2%	87.15	187	8.8%	2.75	\$ 911.30
Cleveland	30	3.6%	136.73	80	3.8%	2.67	\$ 993.10
Columbus, OH	24	2.9%	142.58	85	4.0%	3.54	\$ 1,370.03
Baltimore	23	2.8%	149.57	76	3.6%	3.30	\$ 1,116.64
Bluefield - Beckley - Oak Hill	19	2.3%	42.37	48	2.3%	2.53	\$ 743.06
Parkersburg	19	2.3%	75.53	43	2.0%	2.26	\$ 654.21
Wheeling - Steubenville	16	1.9%	109.13	33	1.6%	2.06	\$ 715.72
Balance	211	25.3%	119.90	630	29.8%	2.99	\$ 1,000.22
<b>Total All Markets</b>	<b>834</b>		<b>94.57</b>	<b>2,116</b>		<b>2.54</b>	<b>\$ 839.06</b>
<b>Top 5 States</b>							
West Virginia	344	41%	70.38	742	35%	2.16	\$ 660.74
Pennsylvania	171	21%	97.84	418	20%	2.44	\$ 846.63
Ohio	89	11%	117.27	263	12%	2.96	\$ 1,074.80
Virginia	44	5%	125.23	134	6%	3.05	\$ 900.48
Maryland	43	5%	113.00	123	6%	2.86	\$ 1,001.83
Balance	143	17%	119.73	436	21%	3.05	\$ 1,044.40
<b>Total All States</b>	<b>834</b>		<b>94.57</b>	<b>2,116</b>		<b>2.54</b>	<b>\$ 839.06</b>

Data contained in this report is from Stonewall Resort's property management system. The state of cottage guest origin is statistically valid, it represents 95% of 2016 stays at Stonewall Resort's cottages and 100% of 2016 stays with a valid mailing address. The remaining 5% of guest addresses are not available due to relationships with 3<sup>rd</sup> party lodging providers as well as self check in groups. Our 30 years of experience shows that those those without address follow the overall distribution within a 1% margin of error.



**Hospitality Marketing Associates (HMA)**  
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April 6, 2017

Todd Hooker, Deputy Director, Business & Industrial Development  
West Virginia Development Office  
Capitol Complex, Building 6 Room 504  
Charleston, West Virginia 25305

Re: MHLP, LLC-Stonewall Resort Tourism Development Act Contract

Dear Mr. Hooker:

In accordance with the requirement to certify the Eligibility Requirements of the Tourism Development Expansion Project Agreement between the West Virginia Development Office & MHLP, LLC dated October 1, 2015, this is written to certify that Stonewall Resort including the expansion cottages were open more than 100 days last year. In fact, Stonewall Resort is open 365 days.

I trust this letter satisfies the requirement set forth in Section 6 (ii) of the Expansion Project Agreement. If additional information is needed, please advise.

Very truly yours,

  
Steve Ludwig, Director of Marketing  
Stonewall Resort

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April 6, 2017

Todd Hooker, Deputy Director, Business & Industrial Development  
West Virginia Development Office  
Capitol Complex, Building 6 Room 504  
Charleston, West Virginia 25305

Re: MHLP, LLC-Stonewall Resort Tourism Development Act Contract

Dear Mr. Hooker:

In accordance with the requirement to certify the Eligibility Requirements of the Tourism Development Expansion Project Agreement between the West Virginia Development Office & MHLP, LLC dated October 1, 2015, this is written to certify that Stonewall Resort has no obligations due or owing under West Virginia state tax and revenue laws for calendar year 2016.

I trust this letter satisfies the requirement set forth in Section 6 (iii) of the Expansion Project Agreement. If additional information is needed, please advise.

Very truly yours,

Jim Koutsky, Director of Finance  
Stonewall Resort

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 BENCHMARK | RESORTS & HOTELS



**JRH Associates, Inc.**

**MHLP, LLC**

940 Resort Drive  
Roanoke, WV 26447  
304-269-8869  
304-552-9676

February 14, 2017

Todd Hooker, Deputy Director, Business & Industrial Development  
West Virginia Development Office  
Capitol Complex, Building 6 Room 504  
Charleston, West Virginia 25305

Re: MHLP, LLC-Stonewall Resort Tourism Development Act Contract

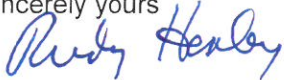
Dear Todd:

Please find attached a report prepared by Arnett Carbis Toothman CPAs which provides the Certification of Actual Costs as required in Section 5 of the Tourism Development Expansion Project Agreement dated October 1, 2015 between the West Virginia Development Office and MHLP, LLC. The report provides certification that approved costs totaling \$1,203,987 are in place as of December 31, 2016. I have also attached a copy of a letter from David Stiles of the WV Tax Department which confirms MHLP's eligibility as the "approved company" to receive the credit.

As stated in Section 2 of the Project Agreement, 2016 is established as the base year for purposes of calculating the credit. In conjunction with communications with Mr. Stiles, I have requested guidance from the Tax Department regarding the exact procedure for payment of the eligible credit. I have attached a copy of email communications with Michael Fry, Tax Unit Supervisor for the WV Tax Department and a copy of the computation of the State Sales Tax paid by Stonewall in 2016. Mr. Fry reports that his records agree with the computation showing \$752,745.97 paid in 2016. It is my understanding from discussions with Mr. Fry that the payment of eligible amounts is determined by using the average monthly payment in 2016 (\$62,728.83) and applying any excess in a particular month to the payment due to MHLP, LLC until the total eligible amount for the year is paid. It is further my understanding that written guidance in this regard will be forthcoming from Mr. Fry and I will forward such when received.

Finally, Section 4 of the agreement allows that "calculation and certification of such costs on an annual basis, regardless of when during any calendar year such costs are incurred". As we have discussed, expenditure of 'approved costs' is ongoing. I would appreciate guidance from your office as to whether this clause provides that I can update the Certification of Costs during the year as such costs are incurred.

Sincerely yours



J. Rudy Henley, President, JRH Associates Inc.  
Member, MHLP, LLC



STATE OF WEST VIRGINIA

Department of Revenue  
State Tax Department

Earl Ray Tomblin  
Governor

Mark W. Matkovich  
State Tax Commissioner

July 6, 2016

J. Rudy Henley  
MHLP, LLC  
940 Resort Drive  
Roanoke, WV 26447

RE: CSST - TOURISM DEVELOPMENT ACT TAX CREDIT  
Legal Log No. 16-032ds

Dear Mr. Henley:

This is in response to your letter of February 2, 2016, wherein you requested a review of the qualifications of MHLP, LLC, to receive tax credits authorized by the Tourism Development Act.

The West Virginia Tourism Development Act, W. Va. Code §5B-2E-1, et seq., provides that

Approved companies are allowed a credit against the West Virginia consumers sales and service tax imposed by article fifteen, chapter eleven of this code and collected by the approved company on sales generated by or arising from the operations of the tourism development project. Id., §7(a).


The question presented is whether MHLP, LLC, meets the conditions implied by this Code section; that is, whether the credit is available to MHLP, LLC, as the "approved company" when the tax in question is collected by a party other than the approved company.

According to the information provided, MHLP, LLC, is the successor company to McCabe-Henley Properties, LP (hereinafter "MHP"). In November 1999, MHP entered into an agreement with the West Virginia Division of Natural Resources, whereby MHP would develop and operate Stonewall Jackson Lake State Park. Under the terms of the Development Agreement, MHP was authorized to subcontract the operation of the Park.

In December 1999, MHP entered into an agreement with The Benchmark Management Company (hereinafter "BMC") whereby BMC agreed to conduct the day-to-day operation of the facility as the agent of MHP. Under the terms of the Management Agreement, all of BMC's operations and expenditures are subject to approval by MHP.

We therefore find that, for purposes of the Tourism Development Act Tax Credit, MHLP, LLC, is the "approved company," and, as such, is entitled to the credit.

Sincerely yours,

  
David L. Stiles, staff attorney

Month	State Sales Tax	State Use Tax
January-16	9,398.56	232.23
February-16	29,175.14	402.82
March-16	38,973.05	493.15
April-16	61,883.57	621.39
May-16	77,931.46	775.22
June-16	92,207.28	694.91
July-16	105,102.93	692.59
August-16	92,013.30	650.86
September-16	74,525.90	611.80
October-16	83,239.44	607.56
November-16	43,588.39	484.61
December-16	44,706.95	1,057.12
	<u>752,745.97</u>	<u>7,324.26</u>

**MHLP, LLC**

**INDEPENDENT ACCOUNTANT'S REPORT**

**COTTAGE AND RESORT RESIDENTIAL EXPANSION PROJECT  
STONEWALL JACKSON LAKE STATE PARK  
WEST VIRGINIA TOURISM DEVELOPMENT TAX CREDIT  
COSTS INCURRED**

**JANUARY 1, 2015 THROUGH DECEMBER 31, 2016**





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P.O. Box 2629  
Charleston, WV 25329  
304.346.0441 office | 304.346.8333 fax  
800.642.3601

## INDEPENDENT ACCOUNTANT'S REPORT

JRH Associates, Inc.  
Managing Member  
MHLP, LLC  
Roanoke, West Virginia

We have examined MHLP, LLC's compliance with the Tourism Development Expansion Project Agreement of October 1, 2015, by and between MHLP, LLC (the Company) and the West Virginia Development Office (WVDO), a division of the West Virginia Department of Commerce (see Attachment A) (Specified Requirements) with respect to eligibility of \$1,203,987 costs incurred during the period January 1, 2015, to December 31, 2016 (see table on Attachment B) for use as tax credits in accordance with the West Virginia Tourism Development Act. This examination is intended to satisfy the annual reporting requirement under Section 7 of the Tourism Development Expansion Project Agreement for the initial reporting period ended December 31, 2016.

On December 30, 2015, the West Virginia Development Office approved MHLP, LLC's status as an "Approved Company" under the West Virginia Tourism Development Act (Act) for the Cottage and Resort Residential Expansion Project at Stonewall Jackson Lake State Park, Roanoke, WV (Project). The total approved project cost was \$17 million and the maximum credit against the West Virginia consumer sales and use tax was \$5.95 million. The Company subsequently requested and received a ruling from the West Virginia Tax Department confirming that the Company is the "Approved Company" under the Act and therefore entitled to claim the tax credits for this project under the Act. The Agreement includes milestones for the start and completion of the Project, as well as annual and final reports on costs incurred.

Costs incurred represent those the Company has either paid during the period under review or, as of December 31, 2016, is obligated to pay for work completed or goods delivered in accordance with payment terms, agreements or other arrangements with contractors, suppliers, or service providers. Costs were incurred in the following aspects of the project: Infrastructure development, construction and furnishing of a model cottage, and construction in process of an investor unit. Costs are comprised of categories itemized in West Virginia Code §5B-2E-3 and other categories not detailed in that section of the Code but, per assertions of the Company and consistent with industry practices, are integral and essential to successful completion of the development project. The table in Attachment B summarizes costs by project and category.

Management of MHLP, LLC is responsible for MHLP, LLC's compliance with the specified requirements. Our responsibility is to express an opinion on MHLP, LLC's compliance with the specified requirements based on our examination.

Our examination was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. Those standards require that we plan and perform the examination to obtain reasonable assurance about whether MHLP, LLC complied, in all material respects, with the specified requirements referenced above. An examination involves performing procedures to obtain evidence about whether MHLP, LLC complied with the specified requirements. The nature, timing, and extent of the procedures selected depend on our judgment, including an assessment of the risks of material noncompliance, whether due to fraud or error. We believe that the evidence we obtained is sufficient and appropriate to provide a reasonable basis for our opinion.

JRH Associates, Inc.  
Managing Member  
Page 2

Our examination does not provide a legal determination on MHLP, LLC's compliance with specified requirements.

In our opinion, MHLP, LLC complied, in all material respects, with the Specified Requirements during the period January 1, 2015 to December 31, 2016.

*Annett Carbis Toothman LLP*

Charleston, West Virginia  
February 10, 2017

## **TOURISM DEVELOPMENT EXPANSION PROJECT AGREEMENT**

This Tourism Development Expansion Project Agreement (this "Agreement"), dated and effective October 1, 2015, is between the **West Virginia Development Office**, a division of the West Virginia Department of Commerce (the "WVDO"), and **MHLP, LLC**, a West Virginia Limited Liability Corporation ("MHLP") (sometimes, collectively, the "Parties").

### RECITALS

- A. The West Virginia Tourism Development Act is designed to induce the creation of new, or the expansion of existing, tourism development projects in West Virginia, as more specifically set forth in W. Va. Code § 5B-2E-1, et seq. (the "Act"); and
- B. MHLP plans to construct approximately 20 or more lakefront cabins at Stonewall Jackson Lake State Park in Roanoke, West Virginia, with the primary purpose being to expand existing tourism opportunities in West Virginia (the "Expansion Project"); and
- C. MHLP submitted an application to the WVDO in accordance with the Act and stated that it anticipates that it will incur approximately \$17,000,000.00 in applicable development costs which directly relate to constructing and completing the Expansion Project (the "Approved Costs"); and
- D. The WVDO is the state agency charged with approving tourism development project applications under the Act and granting project applicants the status of "Approved Company" on behalf of the state of West Virginia; and
- E. The Expansion Project satisfies the definition of a tourism development expansion project under the Act and falls within the purview of the Act; and
- F. MHLP will open the Expansion Project to the public on or before December 31, 2015; and
- G. By letter dated December 30, 2015, the WVDO granted the Expansion Project final approval and extended to MHLP the status of "Approved Company," a copy of said letter being attached hereto as Exhibit 1; and
- H. The Act provides that an approved company is allowed a credit against applicable West Virginia Consumer Sales and Service Tax up to a maximum amount of thirty-five percent of approved costs if the tourism development project site is located on recreational property owned or leased by the state of West Virginia or the federal government; and
- I. The Expansion Project is located on Stonewall Jackson Lake State Park ("Stonewall"), a property which is owned and operated by the state of West Virginia; and

- J. The WVDO is authorized to enter into an agreement with an approved company with respect to its project under W. Va. Code § 5B-2E-6; and
- K. The Parties desire to enter into this Agreement to govern the duties and obligations of the Parties under the Act and during the term of this Agreement.

**Now, therefore,** in consideration of the mutual covenants and obligations contained herein, the investment to develop the Expansion Project, and the proceeds of the application fee, the Parties hereby agree as follows:

1. **Term.** This Agreement begins on October 1, 2015, and terminates on December 31, 2025, or until such time that MHLP has exhausted its ability to seek a tax credit under the Act related to the Expansion Project.
2. **Base Year.** For purposes of this Agreement, the base year shall be 2016.
3. **Approved Costs.**
  - a. The amount of Approved Costs for the Expansion Project shall not exceed Seventeen Million Dollars and no cents (\$17,000,000.00).
  - b. The maximum amount eligible for a tax credit against the West Virginia Consumer Sales and Use Tax shall not exceed Five Million Nine Hundred Fifty Thousand dollars and no cents (\$5,950,000.00) (the “Eligible Tax Credit”).
4. **Completion Date and Opening.** MHLP shall cause the Expansion Project to be open to the public on or before December 31, 2015 (the “Opening Date”). MHLP intends to continue to invest in the Expansion Project after December 31, 2015. The Completion Date for the Expansion Project shall be December 31, 2018. MHLP may request to extend the Completion Date until December 31, 2021 by providing the WVDO with thirty days’ written notice. Actual costs of the Expansion Project incurred between the Completion Date and any and all extensions thereof under this Agreement shall be certified pursuant to Section 4 of this Agreement within three months of any and all such extension(s), all as provided in this Agreement and under the Act. All such actual costs shall accrue and be cumulative through December 31, 2018 (or such extended Completion Date as may be requested by MHLP and approved by WVDO) for purposes of calculation and certification of such costs on an annual basis, regardless when during any calendar year such costs are incurred. The total amount of such actual costs shall be aggregated and become fixed as of December 31, 2018 (or such extended Completion Date as may be requested by MHLP and approved by WVDO) for purposes of this Agreement and the Act. MHLP is the developer and asset manager for Stonewall under that certain Development Agreement dated June 11, 1998 by and between MHLP and the West Virginia Division of Natural Resources, as the same has been amended from time to time (the “Development Agreement”). Benchmark Hospitality (“Benchmark”) operates Stonewall for MHLP as an approved subcontractor under the Development Agreement. Among the duties of



Benchmark as operator of the Resort is to collect and remit taxes collected at Stonewall for and on behalf of MHLP. The parties acknowledge and agree that MHLP, LLC is the intended taxpayer beneficiary of any and all Eligible Tax Credits under this Agreement, regardless whether taxes on the Expansion Project are remitted by Benchmark or any other party from time to time in respect of the Expansion Project. To the full extent permitted by law, sales and other taxes paid by MHLP, LLC or its agents, contractors or subcontractors in connection with the construction or installation of the Expansion Project shall be included in the calculation of Approved Costs.

5. **Certification of Actual Costs.** On or before three months after the Completion Date and any and all extensions thereof, MHLP shall provide the WVDO with a copy of an opinion letter from an independent certified public accountant certifying that the actual costs of the Expansion Project and the methodology used to calculate and certify the amount of Approved Costs complies with the requirements set forth in the Act.
6. **Eligibility Criteria.** The first full calendar year subsequent to the Project having been open to the public will be the year beginning January 1, 2016. On or before April 15, 2017, and on or before each April 15 thereafter, MHLP shall document and verify that:
  - i. Twenty-five percent or more of visitors to the Expansion Project over the preceding calendar year were from outside the state of West Virginia;
  - ii. The Expansion Project was operating and open to the public for at least 100 days over the preceding calendar year; and
  - iii. No outstanding obligations are due or owing under West Virginia state tax and revenue laws for the preceding calendar year or for any taxable period closing on or before the end of the preceding calendar year.
7. **Annual Report.** For periods in which this Agreement remains in effect, within forty-five calendar days after the end of each calendar year, beginning with the year ending December 31, 2016, MHLP shall supply the WVDO with a written report certifying its compliance with the Eligibility Criteria set forth in paragraph 5 of this Agreement, as applicable. The WVDO will review and approve the contents of the Annual Report to certify to the West Virginia State Tax Commissioner that MHLP is operating in compliance with the Act.
8. **Recapture.** For periods in which this Agreement remains in effect, if MHLP fails to satisfy any of the Eligibility Criteria described in paragraph 5 of this Agreement, as applicable, in the short-period or in any calendar year, as applicable, MHLP shall forfeit the allowable tourism development expansion tax credit with respect to such short period or such calendar year and pay the applicable recapture tax required under the Act.
9. **Transferability of Credit.** MHLP may transfer the Eligible Tax Credit to an eligible successor company subject to the written consent of the WVDO, which consent shall not

be unreasonably withheld. An eligible successor company is any company that continues to operate the Expansion Project in a manner satisfactory to the WVDO and meets the Eligibility Requirements set forth in paragraph 5(a) and 5(b) of this Agreement, as applicable.

**10. Notices.** Each party giving or making any notice, request, demand, or other communication (for each, a “Notice”) under this Agreement, shall give the Notice in writing and deliver that Notice via registered mail or email. Such notice shall be effective upon receipt.

a. To the **WVDO**:

Attn: Todd Hooker  
State Capitol  
Building 6, Room 504  
Charleston, WV 25305

b. To **MHLP**:

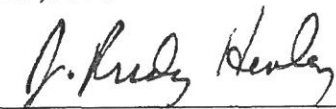
Attn: J. Rudy Henley, Managing Member  
MHLP, LLC  
940 Resort Dr.  
Roanoke, WV 26447

**11. Further Assurances.** MHLP shall furnish the WVDO such further information or assurances, execute and deliver such additional documentation, agreements, or instruments, and take such other actions and do such other things, as may be reasonably necessary in the opinion of Counsel to the WVDO, to satisfy the provisions of the Act and this Agreement.

**12. Applicable Law.** This Agreement shall be construed and the rights of the Parties governed by the laws of the State of West Virginia.

**13. Amendments.** This Agreement may be amended only by a written document signed by each of the Parties, and only upon 30 days’ prior notice.

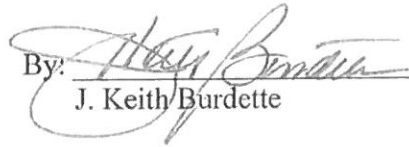
**MHLP, LLC**

By:   
\_\_\_\_\_  
J. Rudy Henley

Its: Managing Member

Tourism Development Expansion Project Agreement  
Lake Cabins – MHLP, LLC  
October 1, 2015

**WEST VIRGINIA DEVELOPMENT OFFICE**

By:   
\_\_\_\_\_  
J. Keith Burdette

Its: Executive Director

MHLP, LLC  
 Cottage and Resort Residential Expansion Project  
 Stonewall Jackson Lake State Park  
 WV Tourism Development Tax Credit  
 Schedule of Costs  
 January 1, 2015 through December 31, 2016

<u>Category</u>	<u>Notes</u>	<u>1-Infrastructure</u>	<u>2-Unit #25</u>	<u>3-Unit #21</u>	<u>Grand Total</u>
Accounting Services	1	\$ 2,991	\$ -	\$ -	\$ 2,991
Appliances		-	3,706	-	3,706
Bookkeeping Services	1	15,153	-	-	15,153
Charitable contribution		1,000	-	-	1,000
Construction Costs, including draws		1,040	540,499	-	541,539
Credits for Construction Costs, including draws	2,3	-	-	112,500	112,500
Engineering		33,712	3,142	-	36,854
Fees and Permits		11,000	1,000	-	12,000
Furniture, Fixtures, and Equipment		-	36,799	-	36,799
Infrastructure		-	775	-	775
Interest and loan fees	1	87,661	2,500	-	90,161
Labor and materials		11,723	-	-	11,723
Landscaping		4,464	-	-	4,464
Legal Fees	1	-	3,687	-	3,687
Market Study	1	10,863	-	-	10,863
Miscellaneous	1	441	-	-	441
Printing and Supplies	1	185	-	-	185
Promotion	1	1,150	-	-	1,150
Service Charges	1	366	-	-	366
Site work		11,986	29,607	-	41,593
Telecommunications Infrastructure		5,578	-	-	5,578
Travel expense	1	3,516	-	-	3,516
Utilities Infrastructure		266,943	-	-	266,943
		<u>\$ 469,772</u>	<u>\$ 621,715</u>	<u>\$ 112,500</u>	<u>\$ 1,203,987</u>

**Notes**

1. Categories totaling \$128,513 not specifically detailed in W. Va. Code §5B-2E-3. Considered integral to development.
2. Costs are obligations of MHLP, LLC, with payments remitted directly from Investor to Contractor.
3. Unit construction in process of completion at December 31, 2016.

# Winterplace Ski Resort

New Winterplace, LLC





Post Office Box 1  
Flat Top, West Virginia 25841

January 12, 2017

Mr. Todd Hooker  
Senior Manager  
Financial Programs & National Accounts  
Tourism Development Office  
1900 Kanawha Boulevard East  
Charleston, WV 25305-0311

RE: New Winterplace LLC-Tourism Development Project

Dear Mr. Hooker:

In accordance with the annual reporting requirements by approved companies to the West Virginia Development Office as relates to the West Virginia Tourism Act, I enclose for your review an annual report of the information requested for operation ski season December 1, 2015 through November 30, 2016.

If you should require more information regarding this report, or if you have additional requests about our participation in this program, please do not hesitate to contact me. I can be reached via telephone at (304) 787-3221, ext. 104, or via email at [terrypfeiffer@winterplace.com](mailto:terrypfeiffer@winterplace.com).

Sincerely,

  
Terry R. Pfeiffer  
President

cc: James E. Davis  
Laura Shriver  
File

Enclosures

New Winterplace Limited Liability Company  
 WV Development Office - Sales Tax Credit Program  
 Annual Tourism Development Project Reconciliation  
 Project Year #10 - December 1, 2015 through November 30, 2016

Report Date:

	12/31/2015	1/31/2016	2/28/2016	3/31/2016	4/30/2016	5/31/2016	6/30/2016	7/31/2016	8/31/2016	9/30/2016	10/31/2016	11/30/2016	Total
Total Costs of Projects Completed & Certified 11/30/06	2,191,850												
Total Costs of Projects Completed & Certified 11/30/07	676,205												
Total Costs of Projects Completed & Certified 11/30/08	608,121												
Total Costs of Projects Completed & Certified 11/30/09	1,381,991												
Tax Credits Earned (11/30/06) @ 25%	547,963												54,796
Tax Credits Earned (11/30/07) @ 25%	169,051												16,905
Tax Credits Earned (11/30/08) @ 25%	152,030												15,203
Tax Credits Earned (11/30/09) @ 25%	345,498												34,550
Tax Credits Available for use year 11/30/06 (10%) Yr 10	54,796												
Tax Credits Available for use year 11/30/07 (10%) Yr 9	16,905												
Tax Credits Available for use year 11/30/08 (10%) Yr 8	15,203												
Tax Credits Available for use year 11/30/09 (10%) Yr 7	34,550												
Total Tax Credits Available for use current year	121,454	0	0	0	0	0	0	0	0	0	0	0	121,454
Monthly Sales Tax Collected Current Year	930	129,337											
Average Monthly Sales Taxes - Base Year (2006)	49,368	49,368	49,368										
Variance Over/(Under)	(48,439)	79,969	(49,368)										
Tax Credits Available (From above or carried forward)	121,454	121,454	41,485										121,454
Tax Credits Used	0	79,969	41,485										121,454
Tax Credits Carried Forward	121,454	41,485	0										0

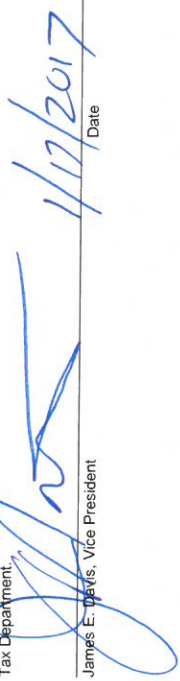
\* NWP paid sales taxes during 4 months of the base year; average total based on 4 months.

Dec-05	128,716.32
Jan-06	186,653.04
Feb-06	226,916.61
Mar-06	50,102.10
<b>Total</b>	<b>592,418.07</b>
<b>Average Sales Tax Collections</b>	<b>49,368.17</b>

File:\shriver\NWP\2016 monthly tax credit

I do hereby certify and attest that New Winterplace Ski Resort was open for business for the minimum of 100 days during the period of December 1, 2015 through November 30, 2016. I also certify that, based on ski group business, surveys, and reservations made with partnering hotels, more than 25% of the current project year's customers were attracted from among persons who are not residents of the State of West Virginia.

As evidenced by the attached certificates, I also certify New Winterplace LLC is in good standing with regard to workers' compensation, State of WV unemployment programs, and with the State Tax Department.

  
 James E. Davis, Vice President  
 Date 1/17/2017





**CERTIFICATE OF LIABILITY INSURANCE**

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

<b>PRODUCER</b> <b>USI Insurance Services, LLC</b> 1 Hillcrest Drive East Charleston, WV 25311 304 347-0611	CONTACT NAME: <b>Rebecca Shamblin</b>
	PHONE (A/C, No, Ext): <b>304 347 0777</b> FAX (A/C, No): E-MAIL ADDRESS: <b>rebecca.shamblin@usi.com</b>
<b>INSURED</b>  <b>New Winterplace, LLC</b> P. O. Box 460 Summersville, WV 26651	INSURER(S) AFFORDING COVERAGE      NAIC #
	INSURER A : <b>Nova Casualty Company</b> <b>42552</b>
	INSURER B : <b>BrickStreet Mutual Insurance Co</b> <b>12372</b>
	INSURER C :
	INSURER D :
	INSURER E :

**COVERAGES      CERTIFICATE NUMBER:      REVISION NUMBER:**

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL SUBR INSR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
A	<input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR  GEN'L AGGREGATE LIMIT APPLIES PER: <input type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC OTHER:		WFRGL00100047	04/09/2016	04/09/2017	EACH OCCURRENCE      \$1,000,000
						DAMAGE TO RENTED PREMISES (Ea occurrence)      \$1,000,000
						MED EXP (Any one person)      \$
						PERSONAL & ADV INJURY      \$1,000,000
						GENERAL AGGREGATE      \$
						PRODUCTS - COMP/OP AGG      \$2,000,000
						COMBINED SINGLE LIMIT (Ea accident)      \$
						BODILY INJURY (Per person)      \$
						BODILY INJURY (Per accident)      \$
						PROPERTY DAMAGE (Per accident)      \$
A	<input type="checkbox"/> UMBRELLA LIAB <input type="checkbox"/> OCCUR <input checked="" type="checkbox"/> EXCESS LIAB <input checked="" type="checkbox"/> CLAIMS-MADE DED      RETENTION \$		WFRXS00100916	04/09/2016	04/09/2017	EACH OCCURRENCE      \$9,000,000
						AGGREGATE      \$18,000,000
B	<b>WORKERS COMPENSATION AND EMPLOYERS' LIABILITY</b> ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? <input checked="" type="checkbox"/> Y / N (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below		WCB1006694	07/08/2016	07/08/2017	<input checked="" type="checkbox"/> PER STATUTE <input type="checkbox"/> OTH-ER
						E.L. EACH ACCIDENT      \$1,000,000
						E.L. DISEASE - EA EMPLOYEE      \$1,000,000
						E.L. DISEASE - POLICY LIMIT      \$1,000,000

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)

**CERTIFICATE HOLDER      CANCELLATION**

Evidence of Coverage	SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.
	AUTHORIZED REPRESENTATIVE <i>James P. Crouse</i>

January 13, 2017

NEW WINTERPLACE LIMITED LIABILITY  
COMPANY, TA WINTERPLACE SKI RESORT  
P O BOX 460  
SUMMERSVILLE WV 26651

Account Number: 98033-1

Dear Employer:

Workforce West Virginia has, at your request, researched their records and has found this account is in compliance with the West Virginia Unemployment Compensation Law.

Very truly yours,



Kathy Phillips  
Acting Assistant Director

cac



STATE OF WEST VIRGINIA  
State Tax Department, Taxpayer Services Division  
P. O. Box 885  
Charleston, WV 25323-0885



Earl Ray Tomblin, Governor

Mark W. Matkovich, Tax Commissioner

NEW WINTERPLACE, LLC  
PO BOX 460  
SUMMERSVILLE WV 26651-0460

Letter Id: L0164051136  
Issued: 01/13/2017

## West Virginia State Tax Department

### Statement of Good Standing

EFFECTIVE DATE: January 13, 2017

A review of tax accounts indicates that the above named taxpayer is in good standing as of the effective date of this document.

The issuance of this Statement of Good Standing shall not bar any audits, investigations, assessments, refund or credits with respect to the taxpayer named above and is based only on a review of the tax returns and not on a physical audit of records.

Sincerely,

Nicole Grant, Tax Unit Supervisor  
Taxpayer Services Division